**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. **Name and Address of Reporting Person**

McKelvey James Morgan Jr.

1455 MARKET STREET, SUITE 600  
SAN FRANCISCO, CA 94103

2. **Issuer Name and Ticker or Trading Symbol**

Square, Inc. [ SQ ]

3. **Date of Earliest Transaction**

10/1/2019

4. **If Amendment, Date Original Filed**

None

5. **Relationship of Reporting Person(s) to Issuer**

- X Director  
- ___ 10% Owner
- ___ Officer (give title below)  
- ___ Other (specify below)

6. **Individual or Joint/Group Filing**

- X Form filed by One Reporting Person  
- ___ Form filed by More than One Reporting Person

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/1/2019</td>
<td>A</td>
<td>161</td>
<td>A</td>
<td>$0.00</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Dependent on Derivative Security</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount of Securities Underlying Derivative Security</th>
<th>Price of Derivative Security</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock (1)</td>
<td></td>
<td></td>
<td></td>
<td>(2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Class A Common Stock</td>
<td>2582000</td>
<td>2582000</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class B Common Stock (2)</td>
<td></td>
<td></td>
<td></td>
<td>(2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Class A Common Stock</td>
<td>13047347</td>
<td>13047347</td>
<td>I See Footnote (3)</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Each share is represented by a restricted stock unit (RSU). Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. The RSUs were issued pursuant to the Issuer's Outside Director Compensation Policy, and 100% of the RSUs were vested as of the date of grant.

2. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

3. The shares are held of record by the James McKelvey, Jr. Revocable Trust dated July 2, 2014, for which the Reporting Person serves as a Trustee.

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>McKelvey James Morgan Jr.</td>
<td>X</td>
</tr>
<tr>
<td>1455 MARKET STREET SUITE 600</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94103</td>
<td></td>
</tr>
</tbody>
</table>

**Signatures**

/s/ Shahzia Rahman, Attorney-in-Fact  
10/3/2019

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.