1. Name and Address of Reporting Person

Dorsey Jack

(1455 MARKET STREET, SUITE 600)

SAN FRANCISCO, CA 94103

1. Title of Security

Class A Common Stock

2. Trans. Date

12/13/2016

3. Trans. Code

C

4. Amount of Securities Beneficially Owned

57750

5. Price

$0.00

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

1

7. Nature of Indirect Beneficial Ownership (Instr. 4)

See footnote 1

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date Acquired</th>
<th>Date Disposed</th>
<th>Trans. Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/13/2016</td>
<td>12/13/2016</td>
<td>C</td>
<td>57750</td>
<td>$0.00</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td>$13.88</td>
<td>12/13/2016</td>
<td>C</td>
<td>57750</td>
<td>Class A Common Stock</td>
<td>$0.00</td>
<td>0</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Represents the conversion of Class B Common Stock into Class A Common Stock held of record by Start Small, LLC.

2. The shares are held of record by Start Small, LLC, for which the Reporting Person is the sole member.

3. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

4. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $13.75 to $13.96 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Jack Dorsey Revocable Trust u/a/d 12/8/10.
The shares are held of record by the Jack Dorsey Revocable Trust u/a/d 12/8/10, for which the Reporting Person serves as trustee.

The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $13.74 to $14.04 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.

The shares are held of record by the Jack Dorsey Remainder Trust u/a/d 6/23/10, for which the Reporting Person serves as trustee.

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dorsey Jack</td>
<td>Director</td>
</tr>
<tr>
<td>1455 MARKET STREET</td>
<td>X</td>
</tr>
<tr>
<td>SUITE 600</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94103</td>
<td></td>
</tr>
</tbody>
</table>

Signatures

/s/ Laura Reis, Attorney-in-Fact  12/14/2016

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.