FORM 4

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 (MM/DD/YYYY)
2/13/2017

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
___X__ Director
___ X__ 10% Owner
___ Officer (give title below)
___ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
_X Form filed by One Reporting Person
_ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Amount of Securities Acquired (A) or Disposed of (D)</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>2/13/2017</td>
<td></td>
<td>C (I)</td>
<td>339443</td>
<td>A</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>2/13/2017</td>
<td></td>
<td>G</td>
<td>V</td>
<td>339443</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>2/14/2017</td>
<td></td>
<td>C (I)</td>
<td>90000</td>
<td>A</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>2/14/2017</td>
<td></td>
<td>S (I)</td>
<td>90000</td>
<td>D</td>
<td>$14.30</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 7)</th>
<th>Ownership or Indirect Beneficial Ownership of Derivative Security (Instr. 8)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 9)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td>2/13/2017</td>
<td></td>
<td>(I)</td>
<td></td>
<td>339443</td>
<td>(I)</td>
<td>Class A Common Stock</td>
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<tr>
<td>Class B Common Stock</td>
<td>2/14/2017</td>
<td></td>
<td>(I)</td>
<td></td>
<td>90000</td>
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<tr>
<td>Class B Common Stock</td>
<td></td>
<td></td>
<td>(I)</td>
<td></td>
<td></td>
<td></td>
<td>Class A Common Stock</td>
<td>21876096</td>
<td></td>
<td>21876096</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 the Reporting Person.

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

(3) The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $14.03 to $14.49 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.

(4) 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.

(5) 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></td>
<td>Director</td>
</tr>
<tr>
<td></td>
<td>10% Owner</td>
</tr>
<tr>
<td></td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>Other</td>
</tr>
</tbody>
</table>
McKelvey James Morgan Jr.
1455 MARKET STREET
SUITE 600
SAN FRANCISCO, CA 94103

Signature

/s/ Jason Gao, Attorney-in-Fact 2/15/2017

**Signature of Reporting Person Date**

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.