### FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

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

Dorsey Jack

1455 MARKET STREET, SUITE 600

SAN FRANCISCO, CA 94103

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

Square, Inc. [ SQ ]

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**3. Date of Earliest Transaction (MM/DD/YYYY)**

2/1/2017

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

[ ] __ X __ Director

[ ] ___ X ___ 10% Owner

[ ] ___ X ___ Officer (give title below)

[ ] ___ Other (specify below)

President, CEO & Chairman

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date</th>
<th>Trans. Code</th>
<th>Securites Acquired</th>
<th>Price</th>
<th>Amount</th>
<th>Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>2/1/2017</td>
<td>C (1)</td>
<td>7200</td>
<td>A</td>
<td>0.00</td>
<td>7200</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>2/1/2017</td>
<td>G</td>
<td>V</td>
<td>7200</td>
<td>D</td>
<td>0.00</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Deemed Execution Date, if any</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Amount or Number of Shares Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>(D)</td>
<td>(1)</td>
<td>(1)</td>
<td>(1)</td>
<td>Class A Common Stock</td>
<td>7952826</td>
<td>7952826</td>
<td>I</td>
<td>See Footnote (2)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td>(D)</td>
<td>(1)</td>
<td>(2)</td>
<td>(1)</td>
<td>Class A Common Stock</td>
<td>503500</td>
<td>503500</td>
<td>I</td>
<td>See Footnote (2)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td>(D)</td>
<td>(1)</td>
<td>(2)</td>
<td>(1)</td>
<td>Class A Common Stock</td>
<td>7200</td>
<td>50.00</td>
<td>58582806</td>
<td>I</td>
<td>See Footnote (2)</td>
<td></td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

(1) 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, for which the Reporting Person serves as Trustee.

(2) The shares are held of record by the Jack Dorsey Revocable Trust u/a/d 12/8/10.

(3) Each 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.

(4) 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.

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

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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dorsey Jack</td>
<td>Director</td>
</tr>
</tbody>
</table>
Signatures

/s/ Jason Gao, Attorney-in-Fact  2/3/2017

**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.