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

1. Name and Address of Reporting Person
Friar Sarah

2. Issuer Name and Ticker or Trading Symbol
Square, Inc. [ SQ ]

3. Date of Earliest Transaction (MM/DD/YYYY)
1/26/2017

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

Chief Financial Officer

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>1/26/2017</td>
<td>S</td>
<td>3155</td>
<td>D</td>
<td>$14.50</td>
<td>110585</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Date</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>1/26/2017</td>
<td>S</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>3155</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) Represents the number of shares automatically sold upon vesting of restricted stock units to cover tax withholding obligations.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Friar Sarah</td>
<td>Director</td>
</tr>
<tr>
<td>1455 MARKET STREET, SUITE 600</td>
<td>10% Owner</td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94103</td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>Chief Financial Officer</td>
</tr>
</tbody>
</table>

Signatures

/s/ Jason Gao, Attorney-in-Fact  1/30/2017

** Signature of Reporting Person

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.