1. Issuer's Identity

- CIK (Filer ID Number): 0001512673
- Previous Name(s): Seashell, Inc.
- Name of Issuer: Square, Inc.
- Jurisdiction of Incorporation/Organization: DELAWARE

- Entity Type:
  - Corporation (☑)
  - Limited Partnership
  - Limited Liability Company
  - General Partnership
  - Business Trust
  - Other

- Year of Incorporation/Organization:
  - Over Five Years Ago
  - Within Last Five Years (Specify Year): 2009
  - Yet to Be Formed

2. Principal Place of Business and Contact Information

- Name of Issuer: Square, Inc.
- Street Address 1: 901 MISSION STREET
- Street Address 2: SUITE 104
- City: SAN FRANCISCO
- State/Province/Country: CALIFORNIA
- ZIP/Postal Code: 94103
- Phone No. of Issuer: 415-375-3176
### 3. Related Persons

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dorsey</td>
<td>Jack</td>
<td></td>
</tr>
<tr>
<td>Street Address 1</td>
<td>Street Address 2</td>
<td></td>
</tr>
<tr>
<td>c/o Square, Inc.</td>
<td>901 Mission Street, Suite 104</td>
<td></td>
</tr>
<tr>
<td>City</td>
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</tr>
<tr>
<td>San Francisco</td>
<td>CALIFORNIA</td>
<td>94103</td>
</tr>
<tr>
<td>Relationship:</td>
<td>☑ Executive Officer</td>
<td>☑ Director</td>
</tr>
<tr>
<td>Clarification of Response (if Necessary)</td>
<td></td>
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<tr>
<th>Last Name</th>
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<tr>
<td>Yu</td>
<td>Gideon</td>
<td></td>
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<td>Jim</td>
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4. Industry Group

- Agriculture
- Banking & Financial Services
  - Commercial Banking
  - Insurance
  - Investing
  - Investment Banking
  - Pooled Investment Fund
  - Other Banking & Financial Services
- Health Care
  - Biotechnology
  - Health Insurance
  - Hospitals & Physicians
  - Pharmaceuticals
  - Other Health Care
- Manufacturing
- Real Estate
  - Commercial
  - Construction
  - REITs & Finance
  - Residential
  - Other Real Estate
- Restaurants
- Retailing
- Technology
  - Computers
  - Telecommunications
  - Other Technology
- Travel
  - Airlines & Airports
  - Lodging & Conventions
  - Tourism & Travel Services
  - Other Travel
- Other
- Business Services
  - Energy
    - Coal Mining
    - Electric Utilities
    - Energy Conservation
    - Environmental Services
    - Oil & Gas
    - Other Energy

5. Issuer Size

Revenue Range
- No Revenues
- $1 - $1,000,000
- $1,000,001 - $5,000,000
- $5,000,001 - $25,000,000
- $25,000,001 - $100,000,000
- Over $100,000,000
- Decline to Disclose
- Not Applicable

Aggregate Net Asset Value Range
- No Aggregate Net Asset Value
- $1 - $5,000,000
- $5,000,001 - $25,000,000
- $25,000,001 - $50,000,000
- $50,000,001 - $100,000,000
- Over $100,000,000
- Decline to Disclose
- Not Applicable
6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- Rule 504(b)(1) (not (i), (ii) or (iii))
- Rule 504 (b)(1)(i)
- Rule 504 (b)(1)(ii)
- Rule 504 (b)(1)(iii)
- Rule 505
- Rule 506
- Securities Act Section 4(6)
- Investment Company Act Section 3(c)

7. Type of Filing

- New Notice
- Date of First Sale: 2011-01-10

8. Duration of Offering

- Does the Issuer intend this offering to last more than one year?
  - Yes
  - No

9. Type(s) of Securities Offered (select all that apply)

- Pooled Investment Fund Interests
- Tenant-in-Common Securities
- Mineral Property Securities
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Other (describe)

- Equity
- Debt

10. Business Combination Transaction

- Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?
  - Yes
  - No

11. Minimum Investment

- Minimum investment accepted from any outside investor: $0 USD
<table>
<thead>
<tr>
<th></th>
<th>Recipient CRD Number</th>
<th>(Associated) Broker or Dealer CRD Number</th>
</tr>
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<tbody>
<tr>
<td>Recipient</td>
<td>□ None</td>
<td>□ None</td>
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</tr>
<tr>
<td>State(s) of Solicitation</td>
<td>□ All States</td>
<td></td>
</tr>
</tbody>
</table>
13. Offering and Sales Amounts

- **Total Offering Amount**: $27,750,000 USD
- **Total Amount Sold**: $27,749,962 USD
- **Total Remaining to be Sold**: $38 USD

Clarification of Response (if Necessary)

14. Investors

- Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors.
- Number of such non-accredited investors who already have invested in the offering: 10

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finders' Fees Expenses

- **Sales Commissions**: $0 USD
- **Finders' Fees**: $0 USD

Clarification of Response (if Necessary)

16. Use of Proceeds

- **Use of Proceeds**: $0 USD

Clarification of Response (if Necessary)
Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

- Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer’s name or other letters or characters adopted or authorized as the signer’s signature.

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Signature</th>
<th>Name of Signer</th>
<th>Title</th>
<th>Date</th>
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</thead>
<tbody>
<tr>
<td>Square, Inc.</td>
<td>/s/ Jack Dorsey</td>
<td>Jack Dorsey</td>
<td>President &amp; CEO</td>
<td>2011-03-01</td>
</tr>
</tbody>
</table>