**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** *
   
   **McKelvey James Morgan Jr.**
   
   (Last) McKelvey (First) James (Middle) Morgan Jr.

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

3. **Date of Earliest Transaction (MM/DD/YYYY)**
   
   7/1/2016

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

5. **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>Trans. Code</th>
<th>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>7/1/2016</td>
<td>A</td>
<td>1104 (1)</td>
<td>A</td>
<td>50.00</td>
<td>94140</td>
</tr>
</tbody>
</table>

---

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

---

**Explanation of Responses:**

( Each share is represented by a restricted stock unit (RSU). Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock )

upon settlement. The RSUs were issued pursuant to the Issuer's Outside Director Compensation Policy, and 100% of the RSUs were vested as of the date of grant.

---

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>McKelvey James Morgan Jr. 1455 MARKET STREET SUITE 600 SAN FRANCISCO, CA 94103</td>
<td>Director 10% Owner Officer Other</td>
</tr>
</tbody>
</table>

| X x |

---

**Signatures**

/s/ Jason Gao, Attorney-in-Fact 7/6/2016

**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.