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

KPCB DGF Associates, LLC

2750 SAND HILL ROAD
MENLO PARK, CA 94025

3. Issuer Name and Ticker or Trading Symbol

Square, Inc. [SQ]

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

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

Table I - Non-Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 4)</th>
<th>Amount of Securities Beneficially Owned (Instr. 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Series C Preferred Stock</td>
<td>See footnotes (3)</td>
<td>I</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 (Instr. 4)</th>
<th>Date Exercisable (MM/DD/YYYY)</th>
<th>Expiration Date (MM/DD/YYYY)</th>
<th>Title of Securities Underlying Derivative Security (Instr. 4)</th>
<th>Amount or Number of Shares</th>
<th>Conversion or Exercise Price of Derivative Security (Instr. 4)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Series C Preferred Stock</td>
<td>(1)</td>
<td></td>
<td>Common Stock</td>
<td>8623410</td>
<td>I</td>
<td>1</td>
<td>See footnotes (3)</td>
</tr>
</tbody>
</table>

Explanation of Responses:

( The Series C Preferred Stock is convertible into Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the
1) Issuer's initial public offering, all shares of Series C Preferred Stock will be converted into shares of Common Stock of the Issuer.
( Each share of Common Stock shall be reclassified into one share of Class B Common Stock immediately prior to the completion of the Issuer's initial public
2) offering of Class A Common Stock.
( All shares are held for convenience in the name of "KPCB Holdings, Inc. as nominee," for the accounts of such individuals and entities who each exercise
3) their own voting and dispositive power over such shares. The managing member of KPCB Digital Growth Fund, LLC and KPCB DGF Founders Fund, LLC is KPCB DGF Associates, LLC. John Doerr, Ted Schlein, Brook Byers, Bing Gordon and Mary Meeker (collectively, the "Managing Members") are the managing members of KPCB DGF Associates, LLC, and, as such, may be deemed to have shared voting and dispositive power with respect to the issuer's
securities held of record by KPCB Digital Growth Fund, LLC and KPCB DGF Founders Fund, LLC. [continued in next footnote]
( [continued from previous footnote] Each of entities and the Managing Members disclaims beneficial ownership of the securities reported herein, except to the
4) extent of their respective pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership
of the shares for purposes of Section 16 or for any other purpose.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>KPCB DGF Associates, LLC</td>
<td>Director</td>
</tr>
<tr>
<td>KPCB Digital Growth Founders Fund, LLC</td>
<td>10% Owner</td>
</tr>
</tbody>
</table>
Signatures

KPCB DGF Associates, LLC, By: /s/ Paul Vronsky, General Counsel

** Signature of Reporting Person

Date
11/18/2015

KPCB Digital Growth Fund, LLC By: KPCB DGF Associates, LLC, Its Managing Member, By: /s/ Paul Vronsky, General Counsel

** Signature of Reporting Person

Date
11/18/2015

KPCB DGF Founders Fund, LLC, By: KPCB DGF Associates, LLC, Its Managing Member, By: /s/ Paul Vronsky, General Counsel

** Signature of Reporting Person

Date
11/18/2015

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 5(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.