

Square, Inc.
Form SC 13G/A
February 14, 2018

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No.1)*

Square, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

852234103
(CUSIP Number)

December 31, 2017
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

xRule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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Exhibit Index Contained on Page 7

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1 NAME OF REPORTING PERSONS KPCB Digital Growth Fund, LLC ("KPCB DGF")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF

SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER

5 2,739,997 shares, except that KPCB DGF Associates, LLC ("Associates"), the managing member of KPCB DGF, may be deemed to have sole power to vote these shares.

SHARED VOTING POWER

6

See response to row 5.

SOLE DISPOSITIVE POWER

7 2,739,997 shares, except that Associates, the managing member of KPCB DGF, may be deemed to have sole power to dispose of these shares.

SHARED DISPOSITIVE POWER

8

See response to row 7.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9 2,739,997

REPORTING PERSON

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10 ☐

EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 1.1%

TYPE OF REPORTING PERSON

12 OO

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1 NAME OF REPORTING PERSONS KPCB Digital Growth Founders Fund, LLC ("KPCB DGF Founders")
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐ (b) ☒

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF

SHARES

BENEFICIALLY

SOLE VOTING POWER

OWNED BY EACH

REPORTING

PERSON

WITH

140,543 shares, except that Associates, the managing member of KPCB DGF Founders, may be deemed to have sole power to vote these shares.

SHARED VOTING POWER

6

See response to row 5.

SOLE DISPOSITIVE POWER

7

140,543 shares, except that Associates, the managing member of KPCB DGF Founders, may be deemed to have sole power to dispose of these shares.

SHARED DISPOSITIVE POWER

8

See response to row 7.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9

140,543

REPORTING PERSON

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10

☐

EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

0.0%

TYPE OF REPORTING PERSON

12

OO

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1 NAME OF REPORTING PERSONS KPCB DGF Associates, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐ (b) ☒

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF

SHARES

SOLE VOTING POWER

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

5 2,917,790 shares, of which 37,250 are directly owned by Associates, 2,739,997 are directly owned by KPCB DGF and 140,543 are directly owned by KPCB DGF Founders. Associates, the managing member of KPCB DGF and KPCB DGF Founders, may be deemed to have sole power to vote these shares.

SHARED VOTING POWER

6

See response to row 5.

SOLE DISPOSITIVE POWER

7 2,917,790 shares, of which 37,250 are directly owned by Associates, 2,739,997 are directly owned by KPCB DGF and 140,543 are directly owned by KPCB DGF Founders. Associates, the managing member of KPCB DGF and KPCB DGF Founders, may be deemed to have sole power to dispose of these shares.

SHARED DISPOSITIVE POWER

8

See response to row 7.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9

REPORTING PERSON

2,917,790

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10

EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

1.1%

TYPE OF REPORTING PERSON

12

OO

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This Amendment No. 1 amends the Statement on Schedule 13G previously filed by KPCB Digital Growth Fund, LLC, a Delaware limited liability company, KPCB Digital Growth Founders Fund, LLC, a Delaware limited liability company, and KPCB DGF Associates, a Delaware limited liability company. The foregoing entities are collectively referred to as the "Reporting Persons." Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM
4. OWNERSHIP

The following information with respect to the ownership of the ordinary shares of the Issuer by the persons filing this Statement is provided as of December 31, 2017:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

ITEM
5.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: ☒ Yes

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2018

KPCB DIGITAL
GROWTH FUND, LLC, a
Delaware limited liability
company

By: KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company, its managing
member

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

KPCB DIGITAL
GROWTH FOUNDERS
FUND, LLC, a Delaware
limited liability company

By: KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company, its managing
member

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

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EXHIBIT INDEX

Exhibit	Found on Sequentially Numbered Page
Exhibit A: Agreement of Joint Filing	8

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exhibit A

Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the common stock of the Issuer shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: February 12, 2016

KPCB DIGITAL
GROWTH FUND,
LLC, a Delaware
limited liability
company

By: KPCB DGF
ASSOCIATES,
LLC, a Delaware
limited liability
company, its
managing member

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel

KPCB DIGITAL
GROWTH
FOUNDERS
FUND, LLC, a
Delaware limited
liability company

By: KPCB DGF
ASSOCIATES,

LLC, a Delaware
limited liability
company, its
managing member

By:/s/ Paul Vronsky
Paul Vronsky
General Counsel

KPCB DGF
ASSOCIATES,
LLC, a Delaware
limited liability
company

By:/s/ Paul Vronsky
Paul Vronsky
General Counsel