Square, Inc. Form 3

November 18, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

 SIMMONS RUTH J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/18/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Square, Inc. [SQ]

X Director Officer

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

1455 MARKET STREET, Â SUITE 600

(Street)

(Check all applicable)

(give title below) (specify below)

10% Owner _Other

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

SAN FRANCISCO. CAÂ 94103

(City) (State) (Zip)

1. Title of Security

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Form:

or Indirect (I) (Instr. 5)

Ownership Ownership Direct (D)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Expiration Date

Title

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect

(I)

(Instr. 5)

Stock Option (right to buy) $\hat{A} \stackrel{(1)}{=} 08/11/2025 \stackrel{Common}{Stock} 38,000 15.25 D \hat{A}

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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SIMMONS RUTH J

1455 MARKET STREET $\hat{A} \times \hat{A} + \hat{A} \times \hat{A} + \hat{A} \times \hat{A} = \hat{A} \times \hat{A} + \hat{A} \times \hat{A} \times \hat{A} + \hat{A} \times \hat{$

SUITE 600 SAN FRANCISCO, CAÂ 94103

Signatures

/s/ Jason Gao, Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) 100% of the shares subject to the option vest on February 4, 2016.

(2) 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 offering of Class A Common Stock.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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