Edgar Filing: Square, Inc. - Form 4

Square, Inc Form 4												
November (09, 2016											
									OMB APPROVAL			
UNITED STATES SECUR						AND EXC , D.C. 205		GE CO	OMMISSION	OMB Number:	3235-0287	
Check this box if no longer										Expires:	January 31,	
subject Section Form 4	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated a burden hour response	•			
Form 5 obligations may continue. See Instruction 1(b). 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 30(h) of the Investment Company Act of 1940												
(Print or Type	Responses)											
McKelvey James Morgan Jr. Symbol				er i kunte und i fenter er i fuding					5. Relationship of Reporting Person(s) to Issuer			
*				bate of Earliest Transaction					(Check all applicable)			
				/Day/Year) /2016				- - 1	_X_Director _X_10% Owner Officer (give title below) Other (specify below)			
(Street) 4. If Amo				endment, Date Original				(6. Individual or Joint/Group Filing(Check			
Filed(Mo SAN FRANCISCO, CA 94103								-	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tah	le I - N	on-I	Derivative S	ecurit		Person ired, Disposed of,	or Beneficial	v Owned	
1.Title of	2. Transaction Date	2A. Deen		3.	011-1			_	5. Amount of	6.	7. Nature of	
Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year) (Month/Day/Year)				Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)					Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
C1 A				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A Common Stock	11/07/2016			C <u>(1)</u>		400,000	А	\$ 0	494,997	D		
Class A Common Stock	11/07/2016			S <u>(2)</u>		400,000	D	\$ 12.27 (3)	94,997	D		
Class A Common Stock	11/07/2016			C <u>(1)</u>		818,330	А	\$ 0	913,327	D		
Class A Common	11/07/2016			G	V	818,330	D	\$ 0	94,997	D		

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

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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock (4)	<u>(4)</u>	11/07/2016		C <u>(1)</u>		400,000	(4)	(4)	Class A Common Stock	400,000
Class B Common Stock (4)	<u>(4)</u>						(4)	(4)	Class A Common Stock	21,876,096
Class B Common Stock (4)	<u>(4)</u>	11/07/2016		C <u>(1)</u>		818,330	(4)	(4)	Class A Common Stock	818,330

Reporting Owners

Reporting Owner Name / Address	Relationships						
I O	Director	10% Owner	Officer	Other			
McKelvey James Morgan Jr. 1455 MARKET STREET SUITE 600 SAN FRANCISCO, CA 94103	Х	Х					
Signatures							
/s/ Laura Reis, Attorney-in-Fact	11/0)9/2016					
Signature of Reporting Person	I	Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$12.02 to \$12.41 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the

- (3) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
- (5) The shares are held of record by the James McKelvey, Jr. Revocable Trust dated July 2, 2014, for which the Reporting Person serves as a trustee.

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.