

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2021-03-10** | Period of Report: **2021-03-08**
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REPORTING OWNER

Dorsey Jack

CIK: **1590945**

Type: **4** | Act: **34** | File No.: **001-37622** | Film No.: **21730724**

Mailing Address

C/O TWITTER INC

1355 MARKET STREET

SUITE 900

SAN FRANCISCO CA 94103

ISSUER

Square, Inc.

CIK: **1512673** | IRS No.: **800429876** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **7372** Prepackaged software

Mailing Address

1455 MARKET STREET

SUITE 600

SAN FRANCISCO CA 94103

Business Address

1455 MARKET STREET

SUITE 600

SAN FRANCISCO CA 94103

415-375-3176

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

| OMB APPROVAL | |
|---|------------|
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| | | | | | | |
|---|---------|----------|---|--|---|--|
| 1. Name and Address of Reporting Person Dorsey Jack | | | 2. Issuer Name and Ticker or Trading Symbol Square, Inc. [SQ] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President, CEO & Chairman | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 03/08/2021 | | | |
| 1455 MARKET STREET, SUITE 600 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person | |
| (Street) SAN FRANCISCO, CA 94103 | | | | | | |
| (City) | (State) | (Zip) | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|-----|---|------------|---------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 03/08/2021 | | C | (1) | 100,000 | A | \$ 0 | 100,000 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 6,909 | D | \$211.49 (4) | 93,091 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 4,400 | D | \$212.24 (5) | 88,691 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 14,900 | D | \$213.38 (6) | 73,791 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 18,343 | D | \$214.38 (7) | 55,448 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 20,812 | D | \$215.24 (8) | 34,636 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 9,200 | D | \$216.28 (9) | 25,436 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 15,482 | D | \$217.26 (10) | 9,954 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 4,200 | D | \$218.49 (11) | 5,754 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 3,948 | D | \$219.42 (12) | 1,806 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 1,506 | D | \$220.66 (13) | 300 | I | See Footnote (2) |
| Class A Common Stock | 03/08/2021 | | S | (3) | 300 | D | \$221.33 (14) | 0 | I | See Footnote (2) |

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following | 10. Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|---|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|---|--|

| | | Day/ Year) | (D) (Instr. 3, 4, and 5) | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Reported Transaction(s) (Instr. 4) | or Indirect (I) (Instr. 4) | | |
|------------------------------------|------|---------------|-----------------------------|---|-----|---------|---------------------|--------------------|----------------------------|----------------------------------|--|----------------------------------|---|-------------------------|
| | | | Code | V | (A) | (D) | | | | | | | | |
| Class B Common Stock (15) | (15) | 03/08/2021 | C (1) | | | 100,000 | (15) | (15) | Class A Common Stock | 100,000 | \$ 0 | 37,763,992 | I | See Footnote (2) |
| Class B Common Stock (15) | (15) | | | | | | (15) | (15) | Class A Common Stock | 12,080,574 | | 12,080,574 | I | See Footnote (16) |

Explanation of Responses:

1. Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Jack Dorsey Revocable Trust u/a/d 12/8/10 (Dorsey Revocable Trust), for which the Reporting Person serves as Trustee.
2. The shares are held of record by the Jack Dorsey Revocable Trust u/a/d 12/8/10, for which the Reporting Person serves as a Trustee.
3. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Dorsey Revocable Trust.
4. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$210.75 to \$211.74 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
5. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$211.79 to \$212.77 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
6. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$212.82 to \$213.81 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
7. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$213.82 to \$214.81 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
8. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$214.82 to \$215.79 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
9. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$215.82 to \$216.78 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
10. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$216.83 to \$217.81 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
11. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$218.00 to \$218.95 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
12. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$219.00 to \$219.94 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
13. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$220.31 to \$221.23 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
14. The reported price in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$221.32 to \$221.33 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the 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.
15. 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.
16. The shares are held of record by Start Small, LLC, for which the Reporting Person is the sole member.

Signatures

/s/ Chris Williams, Attorney-in-Fact

** Signature of Reporting Person

03/10/2021

Date

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).

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

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 Number.