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As filed with the Securities and Exchange Commission on November 6, 2015.

Registration No. 333-207411

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**AMENDMENT NO. 2  
TO  
FORM S-1  
REGISTRATION STATEMENT**

*Under  
The Securities Act of 1933*

**SQUARE, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**7372**  
(Primary Standard Industrial  
Classification Code Number)

**80-0429876**  
(I.R.S. Employer  
Identification Number)

**1455 Market Street, Suite 600  
San Francisco, CA 94103**

(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

**Jack Dorsey  
Chief Executive Officer  
Square, Inc.**

**1455 Market Street, Suite 600  
San Francisco, CA 94103**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

*Copies to:*

**Steven E. Bochner  
David J. Segre  
Tony Jeffries  
Calise Y. Cheng  
Wilson Sonsini Goodrich &  
Rosati, P.C.  
650 Page Mill Road  
Palo Alto, California 94304  
Telephone: [REDACTED]  
Facsimile: [REDACTED]**

**David C. Karp  
Ronald C. Chen  
Gordon S. Moodie  
Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, New York 10019  
Telephone: [REDACTED]  
Facsimile: [REDACTED]**

**Dana R. Wagner  
Sydney B. Schaub  
Tait O. Svenson  
Square, Inc.  
1455 Market Street, Suite 600  
San Francisco, California 94103  
Telephone: [REDACTED]  
Facsimile: [REDACTED]**

**William H. Hinman, Jr.  
Daniel N. Webb  
Simpson Thacher &  
Bartlett LLP  
2475 Hanover Street  
Palo Alto, California 94304  
Telephone: [REDACTED]  
Facsimile: [REDACTED]**

**Approximate date of commencement of proposed sale to the public:** As soon as practicable after this Registration Statement becomes effective.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act, check the following box:

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.