Murphy Timothy Hugh Form 3 November 19, 2018

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

**OMB APPROVAL** 

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Square, Inc. [SQ] Murphy Timothy Hugh (Month/Day/Year) 11/16/2018 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1455 MARKET (Check all applicable) STREET, Â SUITE 600 (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Interim CFO & Treasurer Person SAN Form filed by More than One FRANCISCO. CAÂ 94103 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Class A Common Stock 61,234 (1) (2) (3) (4) (5) D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	(6)	06/16/2025	Class B Common Stock (7)	110,000	\$ 13.94	D	Â

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Murphy Timothy Hugh 1455 MARKET STREET SUITE 600

 $\hat{A}$   $\hat{A}$   $\hat{A}$  Interim CFO & Treasurer  $\hat{A}$ 

SAN FRANCISCO, CAÂ 94103

# **Signatures**

Shahzia Rahman, 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) Represents 18,684 shares of the Issuer's Class A Common Stock owned, and 42,550 shares represented by unvested restricted stock units (RSUs).
- 4,226 of the RSUs each represent a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. Of the(2) original grant of an aggregate of 11,268 RSUs, 1/16 of the RSUs vested on August 1, 2016, and 1/16 of the total RSUs vest every three months thereafter.
- 7,926 of the RSUs each represent a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. Of the (3) original grant of an aggregate of 18,115 RSUs, 1/16 of the RSUs vested on September 1, 2016, and 1/16 of the total RSUs vest every three months thereafter.
- 25,797 of the RSUs each represent a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. Of the (4) original grant of an aggregate of 41,274 RSUs, 1/16 of the RSUs vested on July 1, 2017, and 1/16 of the total RSUs vest every three months thereafter.
- 4,601 of the RSUs each represent a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. Of the(5) original grant of an aggregate of 4,962 RSUs, 1/16 of the RSUs vested on July 1, 2018, and 1/16 of the total RSUs vest every three months thereafter.
- (6) 25% of the shares subject to the option vested on June 8, 2016, and 1/48th of the shares vest monthly thereafter.
- (7) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder.

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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