

Square, Inc.
Form SC 13G
April 22, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Square, Inc.
(Name of Issuer)

Class A Common Stock, \$0.0000001 par value per share
(Title of Class of Securities)

852234103
(CUSIP Number)

April 12, 2016
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP
No 852234103

- NAME OF
1. REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Coatue
Management,
L.L.C.

- CHECK THE
APPROPRIATE
BOX IF A
2. MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a) ☐
(b) ☒

3. SEC USE
ONLY

- CITIZENSHIP
OR PLACE
4. OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

- SOLE
5. VOTING
POWER

0

SHARED

6. VOTING
POWER

1,898,471

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

1,898,471

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

1,898,471

CHECK

BOX IF

THE

AGGREGATE

AMOUNT

10. IN ROW

(9)

EXCLUDES

CERTAIN

SHARES

(SEE

INSTRUCTIONS)

☐

PERCENT

OF CLASS

REPRESENTED

11. BY

AMOUNT

IN ROW

(9)

5.99%

TYPE OF
REPORTING
PERSON

12. (SEE
INSTRUCTIONS)

OO

CUSIP
No 852234103

- NAME OF
1. REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Coatue
Offshore
Master
Fund LP

- CHECK THE
APPROPRIATE
BOX IF A
2. MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a) ☐
(b) ☒

3. SEC USE
ONLY

- CITIZENSHIP
OR PLACE
4. OF
ORGANIZATION

Cayman
Islands

- NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

- 5.

SOLE
VOTING
POWER

0

6. SHARED
VOTING
POWER

1,698,143

7. SOLE
DISPOSITIVE
POWER

0

8. SHARED
DISPOSITIVE
POWER

1,698,143

9. AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

1,698,143

10. CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

☐

11. PERCENT
OF CLASS
REPRESENTED
BY

AMOUNT
IN ROW
(9)

5.35%

TYPE OF
REPORTING
PERSON

12. (SEE
INSTRUCTIONS)

PN

CUSIP
No 852234103

- NAME OF
1. REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Philippe
Laffont

- CHECK THE
APPROPRIATE
BOX IF A
2. MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a) ☐
(b) ☒

3. SEC USE
ONLY

- CITIZENSHIP
4. OR PLACE
OF
ORGANIZATION

France

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

- SOLE
5. VOTING
POWER

0

- SHARED
6. VOTING
POWER
- 1,898,471
- SOLE
7. DISPOSITIVE
POWER
- 0
- SHARED
8. DISPOSITIVE
POWER
- 1,898,471
- AGGREGATE
AMOUNT
9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
- 1,898,471
- CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
10. (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)
- ☐
- PERCENT
OF CLASS
REPRESENTED
11. BY
AMOUNT
IN ROW
(9)
- 5.99%

TYPE OF
REPORTING
PERSON
12. (SEE
INSTRUCTIONS)

IN

CUSIP No 852234103

Item 1. (a). Name of
Issuer:

Square, Inc.

(b). Address of issuer's principal executive offices:

1455 Market Street, Suite 600
San Francisco, California 94103

Item 2. (a). Name of person filing:

Coatue Management, L.L.C.
Coatue Offshore Master Fund LP
Philippe Laffont

(b). Address of principal business office, or if none, residence:

Coatue Management, L.L.C.
9 West 57th Street
New York, New York 10019

Coatue Offshore Master Fund LP
c/o Morgan Stanley Fund Services (Cayman) Ltd.
Cricket Square
2nd Floor, Boundary Hall
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Philippe Laffont
c/o Coatue Management, L.L.C.
9 West 57th Street
New York, New York 10019

(c). Citizenship:

Coatue Management, L.L.C. – Delaware limited liability company
Coatue Offshore Master Fund LP – Cayman Islands exempted limited partnership
Philippe Laffont – France citizen

(d). Title of class of securities:

Class A Common Stock, \$0.0000001 par value per share

(e). CUSIP No.:

852234103

Item 3. If This Statement is filed pursuant to §§.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Coatue Management, L.L.C.: 1,898,471
 Coatue Offshore Master Fund LP: 1,698,143
 Philippe Laffont: 1,898,471

(b) Percent of class:

Coatue Management, L.L.C.: 5.99%
 Coatue Offshore Master Fund LP: 5.35%
 Philippe Laffont: 5.99%

(c) Number of shares as to which Coatue Management, L.L.C. has:

- (i) Sole power to vote or to direct the vote 0 ,
- (ii) Shared power to vote or to direct the vote 1,898,471 ,

(iii) Sole power to dispose or to direct the disposition of 0 ,

(iv) Shared power to dispose or to direct the disposition of 1,898,471 .

Number of shares as to which Coatue Offshore Master Fund LP has:

- (i) Sole power to vote or to direct the vote 0 ,
- (ii) Shared power to vote or to direct the vote 1,698,143 ,
- (iii) Sole power to dispose or to direct the disposition of 0 ,
- (iv) Shared power to dispose or to direct the disposition of 1,698,143 .

Number of shares as to which Philippe Laffont has:

- (i) Sole power to vote or to direct the vote 0 ,
- (ii) Shared power to vote or to direct the vote 1,898,471 ,
- (iii) Sole power to dispose or to direct the disposition of 0 ,
- (iv) Shared power to dispose or to direct the disposition of 1,898,471 .

Instruction: For computations regarding securities which represent a right to acquire an underlying security see §240.13d-3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

All securities reported in this Schedule 13G are owned by advisory clients of Coatue Management, L.L.C. None of the advisory clients, with the exception of Coatue Offshore Master Fund LP, individually own more than 5% of the outstanding shares of Class A Common Stock, \$0.0000001 par value per share.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

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If a parent holding company or control person has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company or control person has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See Exhibit B attached hereto.

Item 8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 22, 2016

Date

COATUE MANAGEMENT, L.L.C.*

By: /s/ Philippe Laffont

Name: Philippe Laffont

Title: Managing Member

COATUE OFFSHORE MASTER FUND LP*

By: Coatue Capital, L.L.C., its general partner

By: /s/ Philippe Laffont

Name: Philippe Laffont

Title: Managing Member

PHILIPPE LAFFONT*

/s/ Philippe Laffont

*The Reporting Persons disclaim beneficial ownership over the securities reported herein except to the extent of the Reporting Persons' pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

AGREEMENT

The undersigned agree that this Schedule 13G dated April 22, 2016 relating to the Class A Common Stock, \$0.0000001 par value per share, of Square, Inc. shall be filed on behalf of the undersigned.

April 22, 2016

Date

COATUE MANAGEMENT, L.L.C.*

By: /s/ Philippe Laffont
Name: Philippe Laffont
Title: Managing Member

COATUE OFFSHORE MASTER FUND LP*

By: Coatue Capital, L.L.C., its general partner

By: /s/ Philippe Laffont
Name: Philippe Laffont
Title: Managing Member

PHILIPPE LAFFONT*

/s/ Philippe Laffont

Exhibit B

Philippe Laffont has beneficial ownership by virtue of his role as a control person of Coatue Management, L.L.C.

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