

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* <u>Chang William H</u> (Last) (First) (Middle) <u>C/O SEMLER SCIENTIFIC, INC.</u> <u>2330 NW EVERETT ST.</u> (Street) <u>PORTLAND OR 97210</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Semler Scientific, Inc. [SMLR]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>02/26/2014</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | | | |
| Common Stock | 02/26/2014 | | C ⁽¹⁾ | | 417,781 | A | (1) | 537,066 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | C ⁽¹⁾ | | 64,583 | A | (1) | 601,649 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | C ⁽¹⁾ | | 41,667 | A | (1) | 634,316 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 38,889 | A | \$4.5 | 682,205 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 83,334 | A | \$4.5 | 765,539 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 92,501 | A | \$4.5 | 858,040 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 54,167 | A | \$4.5 | 912,207 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 37,500 | A | \$4.5 | 949,707 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 37,500 | A | \$4.5 | 987,207 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 44,445 | A | \$4.5 | 1,031,652 | I | By Chang Family Trust |

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 | | | |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 20,844 | A | \$4 | 1,052,496 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | M ⁽²⁾ | | 48,437 | A | \$4 | 1,100,933 | I | By Chang Family Trust |
| Common Stock | 02/26/2014 | | F ⁽²⁾ | | 286,460 | D | \$7 | 814,473 | I | By Chang Family Trust |

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 (D) (Instr. 3, 4 and 5) | | 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 Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---------|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Series A Convertible Preferred Stock | (1) | 02/26/2014 | | C ⁽¹⁾ | | | 417,781 | (1) | (1) | Common Stock | 417,781 | \$0 | 0 | I | By Chang Family Trust |
| Series A-1 Convertible Preferred Stock | (1) | 02/26/2014 | | C ⁽¹⁾ | | | 64,583 | (1) | (1) | Common Stock | 64,583 | \$0 | 0 | I | By Chang Family Trust |
| Series A-2 Convertible Preferred Stock | (1) | 02/26/2014 | | C ⁽¹⁾ | | | 41,667 | (1) | (1) | Common Stock | 41,667 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 38,889 | 07/01/2013 | 07/31/2016 | Common Stock | 38,889 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 83,334 | 08/31/2012 | 06/30/2015 | Common Stock | 83,334 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 92,501 | 07/01/2012 | 06/30/2016 | Common Stock | 92,501 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 54,167 | 06/07/2012 | 06/30/2015 | Common Stock | 54,167 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 37,500 | 06/07/2012 | 08/31/2021 | Common Stock | 37,500 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 37,500 | 06/07/2012 | 05/31/2021 | Common Stock | 37,500 | \$0 | 0 | I | By Chang Family Trust |
| Series A Preferred Stock Warrant (right to buy) | \$4.5 | 02/26/2014 | | M ⁽²⁾ | | | 44,445 | 06/07/2012 | 01/31/2016 | Common Stock | 44,445 | \$0 | 0 | I | By Chang Family Trust |

**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 (D) (Instr. 3, 4 and 5) | | 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 Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Series A-1 Preferred Stock Warrant (right to buy) | \$4 | 02/26/2014 | | M ⁽²⁾ | | | 20,844 | 06/07/2012 | 01/31/2016 | Common Stock | 20,844 | \$0 | 0 | I | By Chang Family Trust |
| Series A-1 Preferred Stock Warrant (right to buy) | \$4 | 02/26/2014 | | M ⁽²⁾ | | | 48,437 | 06/07/2012 | 06/30/2015 | Common Stock | 48,437 | \$0 | 0 | I | By Chang Family Trust |

Explanation of Responses:

- These securities automatically converted into Issuer's common stock on a one-for-one basis upon consummation of Issuer's initial public offering ("IPO") and had no expiration date.
- These securities were cashlessly exercised immediately prior to Issuer's IPO and automatically converted into shares of Issuer's common stock on a one-for-one basis.

/s/ Douglas Murphy-Chutorian, 02/27/2014
attorney-in-fact

** Signature of Reporting Person 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.