

Semler Scientific, Inc.  
Form 4  
February 27, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GPG SSF Investment

2. Issuer Name and Ticker or Trading Symbol  
Semler Scientific, Inc. [SMLR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5910 N. CENTRAL  
EXPRESSWAY, SUITE 200  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/26/2014

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Exit filing, below 10%

DALLAS, TX 75206

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 02/26/2014                           |  | C <sup>(1)</sup>               |   | 171,500   | A  | 171,500                           |
| Common Stock                    | 02/26/2014                           |  | M <sup>(2)</sup>               |   | 68,625  | A  | \$ 4.5 240,125                    |
| Common Stock                    | 02/26/2014                           |  | M <sup>(2)</sup>               |   | 60,000  | A  | \$ 4.5 300,125                    |
| Common Stock                    | 02/26/2014                           |  | M <sup>(2)</sup>               |   | 82,689  | D  | \$ 7 217,436                      |

Reminder: Report on a separate line for each class of securities beneficially 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.

SEC 1474  
(9-02)

**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 Underlying Security (Instr. 3 and 4) |         |
|---|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|---------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date | Title   | Amount  |
| Series A Convertible Preferred Stock            | <u>(1)</u>   | 02/26/2014                           |  | <u>C(1)</u>                    | 171,500   | <u>(1)</u>   | <u>(1)</u>      | Common Stock  | 171,500 |
| Series A Preferred Stock Warrant (right to buy) | \$ 4.5   | 02/26/2014                           |  | <u>M(2)</u>                    | 68,625  | 07/01/2012   | 06/30/2015      | Common Stock  | 68,625  |
| Series A Preferred Stock Warrant (right to buy) | \$ 4.5   | 02/26/2014                           |  | <u>M(2)</u>                    | 60,000  | 08/31/2012   | 06/30/2015      | Common Stock  | 60,000  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                        |
|--|---------------|-----------|---------|------------------------|
|  | Director      | 10% Owner | Officer | Other                  |
| GPG SSF Investment<br>5910 N. CENTRAL EXPRESSWAY<br>SUITE 200<br>DALLAS, TX 75206              |               |           |         | Exit filing, below 10% |
| Green Park & Golf Ventures, LLC<br>5910 N. CENTRAL EXPRESSWAY<br>SUITE 200<br>DALLAS, TX 75206 |               |           |         | Exit filing, below 10% |
|  |               |           |         | Exit filing, below 10% |

Heighten Clay M  
5910 N. CENTRAL EXPRESSWAY  
SUITE 200  
DALLAS, TX 75206

Soderstrom Carl D  
5910 N. CENTRAL EXPRESSWAY  
SUITE 200  
DALLAS, TX 75206

Exit filing, below 10%

## Signatures

|  |            |
|--|------------|
| /s/ GPG SSF Investment, LLC By: Carl D. Soderstrom, Managing Director of Green Park & Golf Ventures, LLC | 02/27/2014 |
| __Signature of Reporting Person  | Date       |
| /s/ Greenpark Golf Ventures, LLC, By: Carl Soderstrom, its Managing Director                             | 02/27/2014 |
| __Signature of Reporting Person  | Date       |
| /s/ Clay M. Heighten, M.D.   | 02/27/2014 |
| __Signature of Reporting Person  | Date       |
| /s/ Carl D. Soderstrom   | 02/27/2014 |
| __Signature of Reporting Person  | Date       |

## Explanation of Responses:

- \* 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).
- (1) 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.
  - (2) 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.

### Remarks:

These securities are held by a group consisting of GPG SSF Investment, LLC, Green Park & Golf Ventures, LLC, Clay M. Heighten, M.D.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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