

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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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 *
Gupta Dinesh C.

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)
777 NORTH 1ST STREET, SUITE 720

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

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

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

SAN JOSE, CA 95112

(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 Indirect Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/26/2014		C ⁽¹⁾		105,556	A	105,556	By Satwik Mezzanine Fund I, LLC ⁽³⁾
Common Stock	02/26/2014		C ⁽¹⁾		11,111	A	11,111	By Satwik Ventures I, LLC Defined Benefit Pension Plan ⁽⁴⁾
	02/26/2014		M ⁽²⁾		3,889	A	15,000	

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Common Stock					\$ 4.5				By Satwik Ventures I, LLC Defined Benefit Pension Plan ⁽⁴⁾
Common Stock	02/26/2014		F ⁽²⁾	2,501	D	\$ 7	12,499	I	By Satwik Ventures I, LLC Defined Benefit Pension Plan ⁽⁴⁾
Common Stock	02/26/2014		M ⁽²⁾	36,945	A	\$ 4.5	36,945	I	By First Guardian Group I, LLC ⁽⁵⁾
Common Stock	02/26/2014		F ⁽²⁾	23,751	D	\$ 7	13,194	I	By First Guardian Group I, LLC ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	8. Amount of Underlying Security	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security
Series A Convertible Preferred Stock	<u>(1)</u>	02/26/2014		C ⁽¹⁾	105,556	<u>(1)</u>	<u>(1)</u>	Common Stock	105,556
Series A Convertible Preferred Stock	<u>(1)</u>	02/26/2014		C ⁽¹⁾	11,111	<u>(1)</u>	<u>(1)</u>	Common Stock	11,111

