

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

(Last) (First) (Middle)

5910 N. CENTRAL EXPRESSWAY, SUITE 200

(Street)

DALLAS, TX 75206

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)
Exit filing, below 10%

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

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 ⁽¹⁾		171,500	A	171,500
Common Stock	02/26/2014		M ⁽²⁾		68,625	A	\$ 4.5 240,125
Common Stock	02/26/2014		M ⁽²⁾		60,000	A	\$ 4.5 300,125
Common Stock	02/26/2014		M ⁽²⁾		82,689	D	\$ 7 217,436

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

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(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 5910 N. CENTRAL EXPRESSWAY SUITE 200 DALLAS, TX 75206				Exit filing, below 10%
Green Park & Golf Ventures, LLC 5910 N. CENTRAL EXPRESSWAY SUITE 200 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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