

Semler Scientific, Inc.
Form 4
September 21, 2015

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 *
Murphy-Chutorian Douglas

(Last) (First) (Middle)

C/O SEMLER SCIENTIFIC, INC., 2330 NW EVERETT ST.

(Street)

PORTLAND, OR 97210

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2015

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) Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				(A)	(D)				
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	D ⁽¹⁾		16,390	<u>(1)</u>	07/31/2016	Common Stock	16,390
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	A ⁽¹⁾	16,390		<u>(1)</u>	07/31/2023	Common Stock	16,390
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	D ⁽²⁾		22,517	<u>(2)</u>	07/31/2016	Common Stock	22,517
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	A ⁽²⁾	22,517		<u>(2)</u>	07/31/2023	Common Stock	22,517
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	D ⁽³⁾		29,890	<u>(3)</u>	07/31/2016	Common Stock	29,890
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	A ⁽³⁾	29,890		<u>(3)</u>	07/31/2023	Common Stock	29,890
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	D ⁽⁴⁾		65,452	<u>(4)</u>	07/31/2016	Common Stock	65,452
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	A ⁽⁴⁾	65,452		<u>(4)</u>	07/31/2023	Common Stock	65,452

Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	D ⁽⁵⁾	60,000	<u>(5)</u>	07/31/2016	Common Stock	60,000
Common Stock Warrant (right to buy)	\$ 4.5	09/18/2015	A ⁽⁵⁾	60,000	<u>(5)</u>	07/31/2023	Common Stock	60,000
Common Stock Warrant (right to buy)	\$ 4	09/18/2015	D ⁽⁶⁾	16,875	<u>(6)</u>	06/30/2023	Common Stock	16,875
Common Stock Warrant (right to buy)	\$ 4	09/18/2015	A ⁽⁶⁾	16,875	<u>(6)</u>	07/31/2023	Common Stock	16,875
Common Stock Warrant (right to buy)	\$ 2	09/18/2015	D ⁽⁷⁾	25,000	<u>(7)</u>	06/30/2022	Common Stock	25,000
Common Stock Warrant (right to buy)	\$ 2	09/18/2015	A ⁽⁷⁾	25,000	<u>(7)</u>	07/31/2023	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murphy-Chutorian Douglas C/O SEMLER SCIENTIFIC, INC. 2330 NW EVERETT ST. PORTLAND, OR 97210	X		Chief Executive Officer	

Signatures

/s/ Douglas
Murphy-Chutorian

09/21/2015

**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) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on June 7, 2012.
- (2) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on June 7, 2012.
- (3) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on August 31, 2012.
- (4) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on July 31, 2012.
- (5) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on July 31, 2013.
- (6) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on June 7, 2012.
- (7) The two reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a replacement warrant. The warrant was originally issued on June 7, 2012.

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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