

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Form 3 Holdings Reported.

Form 4 Transactions Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | |
|--|-----------|
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| 1. Name and Address of Reporting Person* <u>William H.C. Chang & Diana Shon Chang TTEE Chang Family Trust U/A DTD 10/23/2006</u> (Last) (First) (Middle) C/O SEMLER SCIENTIFIC, INC. 2340-2348 WALSH AVENUE, SUITE 2344 (Street) SANTA CLARA CA 95051 (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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2020 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) 02/16/2021 | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock | 09/03/2020 | | G4 | 70,101 | D | \$0 | 379,899 | D ⁽¹⁾ | |
| Common Stock | 09/03/2020 | | G4 | 70,101 | D | \$0 | 379,899 | D ⁽²⁾ | |
| Common Stock | 09/03/2020 | | G4 | 140,202 | A | \$0 | 532,525 | D ⁽³⁾ | |
| Common Stock | 10/09/2020 | | G4 | 29,523 | D | \$0 | 350,376 | D ⁽¹⁾ | |
| Common Stock | 10/09/2020 | | G4 | 29,523 | D | \$0 | 350,376 | D ⁽²⁾ | |
| Common Stock | 10/09/2020 | | G4 | 59,046 | A | \$0 | 591,571 | D ⁽³⁾ | |
| Common Stock | 12/04/2020 | | G4 | 171,618 | D | \$0 | 419,953 | D ⁽³⁾ | |
| Common Stock | 12/09/2020 | | G4 | 2,416 | D | \$0 | 417,537 | D ⁽³⁾ | |
| Common Stock | 12/09/2020 | | G4 | 2,416 | A | \$0 | 2,416 | I ⁽⁴⁾ | By Limited Liability Company |

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) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|--|--|---|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

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|---|
| 1. Name and Address of Reporting Person* <u>William H.C. Chang & Diana Shon Chang TTEE Chang Family Trust U/A DTD 10/23/2006</u> (Last) (First) (Middle) C/O SEMLER SCIENTIFIC, INC. 2340-2348 WALSH AVENUE, SUITE 2344 (Street) SANTA CLARA CA 95051 |
|---|

| | | |
|--|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Chang William H | | |
| (Last) | (First) | (Middle) |
| C/O SEMLER SCIENTIFIC, INC. | | |
| 2340-2348 WALSH AVENUE, SUITE 2344 | | |
| (Street) | | |
| SANTA CLARA | CA | 95051 |
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Chang Diana Shon | | |
| (Last) | (First) | (Middle) |
| C/O SEMLER SCIENTIFIC, INC. | | |
| 2340-2348 WALSH AVENUE, SUITE 2344 | | |
| (Street) | | |
| SANTA CLARA | CA | 95051 |
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Chang 2020 GP LLC | | |
| (Last) | (First) | (Middle) |
| C/O SEMLER SCIENTIFIC, INC. | | |
| 2340-2348 WALSH AVENUE, STE. 2344 | | |
| (Street) | | |
| SANTA CLARA | CA | 95051 |
| (City) | (State) | (Zip) |

Explanation of Responses:

1. Shares are held in six GRATs, for which Mr. Chang acts as sole Trustee and has voting and investment control.
2. Shares are held in six GRATs, for which Mrs. Chang acts as sole Trustee and has voting and investment control.
3. Shares are held directly by William H.C. Chang & Diana Shon Chang TTEE Chang Family Trust U/A DTD 10/23/2006.
4. Shares are held by Chang 2020 GP LLC, for which Mr. and Mrs. Chang are the sole managers and share voting and investment control.

Remarks:

This amendment is being filed solely to include Chang 2020 GP LLC as a co-filer to the original Form 5 filing.

/s/ William H.C. Chang, Co-Trustee 02/24/2021

/s/ William H.C. Chang 02/24/2021

/s/ Diana Shon Chang 02/24/2021

/s/ William H.C. Chang, Manager 02/24/2021

** 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.