

Semler Scientific, Inc.
Form 8-K
September 21, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): September 18, 2015

SEMLER SCIENTIFIC, INC.

(Exact name of registrant as specified in its charter)

Delaware

001-36305

26-1367393

(Commission File Number) (IRS Employer Identification No.)

(State or other jurisdiction of
incorporation)

2330 NW Everett St.

97210

Portland, Oregon

(Address of principal executive offices) (Zip
Code)

Registrant's telephone number, including
area code: **(877) 774-4211**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement.

On September 18, 2015, Semler Scientific, Inc. and the holders of certain outstanding warrants to purchase shares of its common stock entered into an amendment to extend the expiration dates of such warrants. Pursuant to such amendment, all such warrants now expire July 31, 2023. The holders of such warrants included Douglas-Murphy Chutorian, Chief Executive Officer and Director of Semler Scientific, Inc., as well as Greg S. Garfield, a Director of Semler Scientific, Inc.

The foregoing description of the amendment does not purport to be complete, and is qualified in its entirety by reference to the full text of such amendment, which is filed as an exhibit to this report and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|--|
| 10.1 | Amendment of Warrants dated September 18, 2015, by and between Semler Scientific, Inc. and the holders named therein |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SEMLER SCIENTIFIC,
INC.**

By: /s/ Daniel E. Conger
Name: Daniel E. Conger
Title: VP Finance

Date: September 21, 2015