

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-K/A  
(Amendment No. 1)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2023

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_ to \_\_\_\_

Commission file number: 001-40890

**AUGMEDIX, INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**83-3299164**

(I.R.S. Employer  
Identification No.)

**111 Sutter Street, Suite 1300, San Francisco,  
California**

(Address of principal executive offices)

**94104**

(Zip Code)

Registrant's telephone number, including area code: (888) 669-4885

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.0001 par value per share	AUGX	The Nasdaq Stock Market LLC

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

Indicate by check mark whether the Registrant has submitted electronically; every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.0405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements.

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b).

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The aggregate market value of the voting and non-voting common stock held by non-affiliates of the Registrant as of the last business day of the Registrant's most recently completed second fiscal quarter (June 30, 2023), was approximately \$117 million. Solely for purposes of this disclosure, shares of common stock held by executive officers and directors of the Registrant as of such date have been excluded because such persons may be deemed to be affiliates. This determination of executive officers and directors as affiliates is not necessarily a conclusive determination for any other purposes.

There were 48,967,693 shares of the registrant's common stock outstanding as of April 21, 2024.

#### DOCUMENTS INCORPORATED BY REFERENCE

None.

Grant Thornton LLP

San Francisco, CA

PCAOB ID# 248

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#### EXPLANATORY NOTE

Augmedix, Inc. (the "Company," "Augmedix," "we," "us" or "our") is filing this Amendment No. 1 on Form 10-K/A (this "Amendment") to amend our Annual Report on Form 10-K for the year ended December 31, 2023, originally filed with the Securities and Exchange Commission (the "SEC") on March 26, 2024 (the "Original 10-K"), to (i) include the information required by Items 10 through 14 of Part III of Form 10-K and (ii) amend Item 15 of Part IV of the Original 10-K to update the exhibit list. The information required by Items 10 through 14 of Part III of Form 10-K was previously omitted from the Original 10-K in reliance on General Instruction G(3) to Form 10-K, which permits the information in the above referenced items to be incorporated in the Form 10-K by reference from our definitive proxy statement if such statement is filed no later than 120 days after our fiscal year-end. We are filing this Amendment to include Part III

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information in our Form 10-K because a definitive proxy statement containing such information may not be filed by Augmedix within 120 days after the end of the fiscal year covered by the Form 10-K.

In accordance with Rule 12b-15 under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Part III, Items 10 through 14 of the Original 10-K are hereby amended and restated in their entirety. Additionally, in accordance with Rules 12b-15 and 13a-14 under the Exchange Act, we have amended Part IV, Item 15 to include currently dated certifications pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Since no new financial statements have been included in this Amendment and this Amendment does not contain or amend any disclosure with respect to Items 307 and 308 of Regulation S-K, paragraphs 3, 4, and 5 of the certifications have been omitted. Similarly, since no financial statements have been included in this Amendment, certifications pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 have been omitted.

Except for the changes to Part III and Item 15 of Part IV, including the filing of related certifications added to the exhibit list in Part IV, this Amendment makes no changes to the Original 10-K. This Amendment does not reflect events occurring after the filing of the Original 10-K or modify disclosures affected by subsequent events. Terms used but not otherwise defined in this Amendment have such meaning as ascribed to them in the Original 10-K.

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## PART III

### ITEM 10. DIRECTORS, EXECUTIVE OFFICERS, AND CORPORATE GOVERNANCE

#### Information About Our Directors and Executive Officers.

##### *Board of Directors*

The table below sets forth our directors as of April 21, 2024. We have also included below a summary of the business experience of each of our directors, including a discussion of the qualifications, attributes and skills that led our Board of Directors (the "Board") to the conclusion that each of our directors should serve as a director of Augmedix.

<u>Name</u>	<u>Age<sup>(1)</sup></u>	<u>Title</u>	<u>Director Since</u>
Emmanuel Krakaris	65	President, Chief Executive Officer, Secretary and Director	2018
Roderick H. O'Reilly	62	Chair	2023
Laurie A. S. McGraw	60	Lead Independent Director	2022
Jason Krikorian	52	Director	2017
Margie L. Traylor	60	Director	2021
William J. Febbo	55	Director	2022
Ian Shakil	40	Chief Strategy Officer and Director	2013
Robert Faulkner	61	Director	2023

(1) Age as of April 21, 2024.

Set forth below are descriptions of the backgrounds and principal occupations of each of our directors and the period during which he or she has served as a director.

**Emmanuel Krakaris** (65) has served as our President, Chief Executive Officer, Secretary and as a member of our board of directors since October 2018. Before Mr. Krakaris was appointed as our President, Chief Executive Officer and Secretary, Mr. Krakaris served as an advisor to the board of directors from April 2018 to May 2018 and as our Chief Operating Officer from June 2018 to September 2018. Prior to joining us, Mr. Krakaris served as the Chief Executive Officer of Streetline, Inc. from August 2014 to February 2018 and as Chief Financial Officer and Chief Operating Officer from 2011 to August 2014. Mr. Krakaris also served as Chief Financial Officer of Command Audio Corporation from 1996 to 2011. Prior to his role at Command Audio Corporation, Mr. Krakaris had a successful career in banking, reaching the position of Group Vice President at BNP Paribas. Mr. Krakaris received a Bachelor of Commerce in Marketing and International Business from McGill University, and a M.B.A. from the University of California, Berkeley, Haas School of Business. We believe that Mr. Krakaris is qualified to serve on our board of directors due to his extensive business experience as an executive officer and experience across a broad range of industries.

**Roderick H. O'Reilly** (62) has served as the Chair of our board of directors since March 2023. Mr. O'Reilly has spent more than 25 years in executive leadership, most recently as EVP and President of Change Healthcare's Software and Analytics Division, and previously held numerous senior executive roles at McKesson Technology Solutions. Mr. O'Reilly has led organizations that span providers, hospitals and payers, and that provide solutions focused on driving better clinical and financial outcomes. Mr. O'Reilly currently serves on several healthcare IT companies boards. Mr. O'Reilly holds an M.B.A. from the University of British Columbia and a B.B.A. in Economics and Finance from Simon Fraser University. We believe that Mr. O'Reilly is qualified to serve on our board of directors due to his extensive business experience as an executive officer and his extensive experience within the healthcare industry.

**Laurie A.S. McGraw** (60) has served as a member of our board of directors since March 2022. Ms. McGraw has served as Executive Vice President of Transcarent since March 2024. Ms. McGraw serves on the boards of Newfire Global Partners, OhMD, and the American Institute of Physics Publishing, and serves as Advisor to numerous companies and venture firms. Previously, Ms. McGraw served as Senior Vice President, Health Solutions, a division of the American Medical Associations ("AMA"), where she was responsible for AMA's data solutions used for innovation and standard-setting across the entire healthcare industry, which is a position she held from February 2016 to March 2022. Ms. McGraw serves on the board of MedAvail Holdings, Inc. From 2013 to 2015, Ms. McGraw served as Chief Executive Officer of Shareable Ink, a clinical documentation and data solutions company. From 2000 to 2013, Ms. McGraw served in various leadership roles at Allscripts including President, Enterprise Solutions and Chief Client Officer. She joined Allscripts when it was a \$30 million company and oversaw its growth into a \$1.5 billion company. Ms. McGraw also spent ten years as a development leader and head of client success at ChannelHealth/IDX before its sale to Allscripts. Ms. McGraw received a Sc. B. with honors from Brown University. We believe that Ms. McGraw is qualified to serve on our board of directors due to her significant business experience in high growth companies as an executive officer, her extensive healthcare industry knowledge, and due to her public company experience.

**Jason Krikorian** (52) has served as a member of our board of directors since May 2017. He served as a General Partner of DCM, an international venture capital firm, from 2010 to December 2022. He has been a member of the board of directors of Matterport, Inc. since June 2014 and Playstudios, Inc. since June 2021. Prior to joining DCM, Mr. Krikorian co-founded Sling Media, Inc., a digital media and device company. Mr. Krikorian holds a B.A. in Psychology from the University of California, Berkeley, a J.D. from the University of Virginia School of Law, and a M.B.A. from the University of Virginia Darden School of Business. We believe that Mr. Krikorian is qualified to serve on our board of directors due to his expertise as an entrepreneur and venture capital investor in technology companies.

**Margie L. Traylor** (60) has served as a member of our board of directors since May 2021. Ms. Traylor co-founded August United, an influencer marketing agency, and Tailwind, a performance media consultancy sold to Cheil Worldwide in 2022. Ms. Traylor served for 14 years as a board member of HonorHealth, a non-profit healthcare system, and serves on its Strategic Planning, Executive and Compensation, Quality, Audit and Medical Staff Planning and Partnership Committees. Ms. Traylor holds a Master of Healthcare Innovation from the Edson College of Nursing and Health Innovation and a B.S. in Accounting from the W. P. Carey School of Business at Arizona State University. Her prior corporate leadership roles included e-commerce vice president, controller, PwC auditor, and CPA for public and private companies, with \$500M to \$5B in revenues. We believe Ms. Traylor is qualified to serve on our board of directors due to her extensive knowledge of health systems and experience as a CPA, entrepreneur, and chief executive officer.

**William J. Febbo** (55) has served as a member of our board of directors since March 2022. Mr. Febbo founded Plexuus, LLC, a payment processing business for medical professionals in September 2015 and remained its Chairman from September 2015 to December 2020. From April 2007 to September 2015, Mr. Febbo served as Chief Operating Officer of Merriman Holdings, Inc., an investment banking firm, where he assisted with capital raises in the tech, biotech, cleantech, consumer and resources industries. Mr. Febbo was a co-founder of, and from September 2013 to September 2015 served as Chief Executive Officer of, Digital Capital Network, Inc. a transaction platform for institutional and accredited investors. Mr. Febbo was a co-founder of, and from January 1999 to September 2015 was Chief Executive Officer of, MedPanel, LLC, a provider of market intelligence and communications for the pharmaceutical, biomedical, and medical device industries. Since 2017, Mr. Febbo has been a faculty member of the Massachusetts Institute of Technology's linQ program, which is a collaborative initiative focused on increasing the potential of innovative research to benefit society and the economy. Mr. Febbo currently serves as a director of LifeMd Inc. (NASDAQ: LFMd), a publicly traded provider of virtual primary care that offers telemedicine, laboratory and pharmacy services and specialized treatment across more than 200

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condition, and OptimizeRX, Inc. (NASDAQ: OPRX) where he is also the Chief Executive Officer. Previously, Mr. Febbo served as a director of Modular Medical, a publicly traded development stage medical device company focused on the design, development and eventual commercialization of an innovative insulin pump. In addition, Mr. Febbo has been a board member of the United Nations Association of Greater Boston, a resource for the citizens of Greater Boston on the broad agenda of critical global issues addressed by the UN and its agencies, since 2004.

On January 29, 2018, FINRA accepted a Letter of Acceptance, Waiver and Consent (the "Consent") submitted by William Febbo. Without admitting or denying the findings, Mr. Febbo consented to the sanctions and to the entry of findings that he permitted Merriman Capital, Inc. to conduct a securities business while below its net capital requirement. From August 2012 to October 2015, Mr. Febbo was the Financial and Operations Principal (FinOp) for a registered broker-dealer, Merriman Capital, Inc. ("Merriman"). During certain months while Mr. Febbo was FinOp, FINRA found that certain of Merriman's net capital filings with FINRA were inaccurate because of the method by which Merriman calculated net capital and that, when corrected, it was retroactively determined that Merriman had operated below its minimum net capital requirements. Mr. Febbo, as FinOp, signed certain of these reports and was thus held responsible. Based on the Consent, in settlement, Mr. Febbo, who was then no longer registered with any broker-dealer, accepted a fine of \$5,000, a 10-business day suspension from acting as FinOp for any FINRA member and required to requalify by examination for the Series 27 license before again acting in a FinOp capacity.

We believe that Mr. Febbo is qualified to serve on our board of directors due to over 20 years of experience in building and managing health services and financial businesses.

**Ian Shakil** (40) is our founder and has been a member of our board of directors since April 2013. He previously served as Chairman of our board of directors from August 2018 to September 2020 and has served as our Chief Strategy Officer since October 2018. Prior to that, Mr. Shakil served as our Chief Executive Officer from April 2013 to October 2018. Mr. Shakil has a B.S.E. in Biomedical Engineering from Duke University, and an M.B.A. from Stanford University Graduate School of Business. We believe that Mr. Shakil is qualified to serve on our board of directors because he is our founder and former Chief Executive Officer and his business and technical experience in the healthcare industry.

**Robert Faulkner** (61) has served as a member of our board of directors since April 2023. Mr. Faulkner has been a Managing Director at Redmile Group, LLC, a health care-focused investment firm, since February 2008. Mr. Faulkner previously served on the board of directors of MedAvail Holdings, Inc. between November 2020 and February 2024, as well as the Chairman of the board of directors of Science 37 Holdings, Inc. between October 2021 and March 2024. Prior to Redmile, Mr. Faulkner was a sell-side equity analyst for 16 years, from 1992 to 2008, including at Hambrecht & Quist (now JPMorgan), Thomas Weisel Partners (now Stifel Financial Corp.) and SG Warburg & Co. (now UBS). Mr. Faulkner holds an A.B. from Harvard College and an M.B.A. from the Tuck School of Business at Dartmouth College. We believe that Mr. Faulkner is qualified to serve on our Board based on his extensive strategic, investment and operational experience in the healthcare industry.

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## Executive Officers

The following table provides information regarding our executive officers as of April 21, 2024:

Name	Age	Positions
<b>Executive Officers</b>		
Emmanuel Krakaris	65	President, Chief Executive Officer, Secretary and Director
Sandra Breber	66	Chief Operating Officer
Saurav Chatterjee	53	Chief Technology Officer
Jonathan Hawkins	54	Chief Revenue Officer
Paul Ginocchio	55	Chief Financial Officer
Ian Shakil	40	Chief Strategy Officer and Director
Tomer Levy	50	Senior Vice President of Engineering

Set forth below are descriptions of the background of our executive officers. The biographies of our President, Chief Executive Officer, Secretary and Director, Emmanuel Krakaris, and our Chief Strategy Officer and Director, Ian Shakil, can be found under the heading "Item 10. Directors, Executive Officers, and Corporate Governance — Information About Our Directors and Executive Officers — Board of Directors".

**Sandra Breber** has served as our Chief Operating Officer since March 2019, and prior to that served as an advisor to the Company from November 2018 to March 2019. Prior to joining us, Ms. Breber served as advisor to Snipp Interactive, Inc. from November 2018 to March 2019. Ms. Breber also served as President and Co-founder of Ziploop, Inc., from April 2013 to November 2018. Earlier in her career, Ms. Breber served as a Partner at Arthur Andersen L.L.P. Ms. Breber holds a Bachelor of Commerce in Accounting and Finance from McGill University.

**Saurav Chatterjee** has served as our Chief Technology Officer since November 2020. Prior to joining us, Mr. Chatterjee served as the Vice President of Engineering at Lumiata, Inc., from November 2019 to November 2020. Mr. Chatterjee also served as the Senior Director and Head Conversational AI at Asurion, Inc., from May 2014 to October 2019. From November 2010 to April 2014 Mr. Chatterjee was Chief Architect at Visa, where he developed Visa Checkout. Mr. Chatterjee holds a B.A. in Electrical Engineering and Computer Science from the University of California, Berkeley, and a PhD in Computer Engineering from Carnegie Mellon University.

**Jonathan Hawkins** has served as our Chief Revenue Officer since April 2019. Prior to joining us, Mr. Hawkins was Senior Vice President of Business Development, Sales and Marketing for Spry Health, Inc., a healthcare data analytics provider that identifies early signs of clinical deterioration in chronically-ill patients, from October 2017 to April 2019. Mr. Hawkins was also a Founding Investor and Advisor to The Batchery, a startup incubator and accelerator. Prior to that, Mr. Hawkins was Vice President of Business Development and Sales for MedeAnalytics, Inc., from May 2016 to October 2017. From November 2015 to March 2016, Mr. Hawkins served as a consultant to Cal INDEX, a non-profit health information exchange. Mr. Hawkins holds a B.A. in International Relations from Stanford University, and an M.B.A. from Harvard Business School.

**Paul Ginocchio** has served as our Chief Financial Officer since July 2020. Prior to joining us, from December 2019 to June 2020, Mr. Ginocchio served as an independent strategic advisor to multiple technology companies. Mr. Ginocchio previously served as Chief Financial Officer of Brightfield Strategies LLC., a workforce data and analytics company, from January 2017 to September 2019. Prior to that, Mr. Ginocchio served as an industry consultant and interim Chief Financial Officer from September 2016 to December 2016 for various companies. From November 1998 to May 2016, Mr. Ginocchio was Lead Analyst, then Managing Director of Information & Business Services Equity Research at Deutsche Bank AG. Mr. Ginocchio holds B.A. in Economics & Business Management from North Carolina State University, and a M.B.A. in Finance from Indiana University Kelley School of Business.

**Tomer Levy** has served as our Senior Vice President of Engineering since January 2024. Prior to joining us, Mr. Levy served as Global Senior Vice President, Engineering of Change Healthcare LLC (now Optum, Inc.), a provider of technology services, pharmacy care services and various direct healthcare services, between November 2019 and September 2023, and prior to that, Mr. Levy served as Vice President/General Manager, Cloud Solutions between August 2018 and November 2019 and as Vice President, Strategic Portfolio between May 2017 and August 2018. Mr. Levy holds B.A. in Computer Science and Economics and an executive M.B.A. from Tel Aviv University.

#### **Family Relationships**

There are no family relationships between any of our independent directors and executive officers.

#### **Involvement in Certain Legal Proceedings**

Except as may be disclosed in the bios above, our directors or executive officers have not been involved in any bankruptcy or criminal proceedings, nor have there been any judgments or injunctions brought against any of our directors or executive officers during the last ten years that we consider material to the evaluation of the ability and integrity of any director or executive officer.

#### **Audit Committee**

The Audit Committee is composed of Ms. Traylor, Mr. Krikorian and Ms. McGraw. Ms. Traylor is the chair of the Audit Committee. Each member of the Audit Committee is financially literate. The Board has determined that Ms. Traylor is an "audit committee financial expert" as the term is defined in Item 407(d)(5)(ii) of Regulation S-K promulgated under the Securities Act of 1933 ("Securities Act"). The Audit Committee's principal functions are to assist the Board in its oversight of:

- selecting a firm to serve as our independent registered public accounting firm to audit our consolidated financial statements;
- ensuring the independence of the independent registered public accounting firm;
- discussing the scope and results of the audit with the independent registered public accounting firm, and reviewing, with management and that firm, our interim and year-end operating results;
- establishing procedures for employees to anonymously submit concerns about questionable accounting or audit matters;
- considering the adequacy of our internal controls and internal audit function;
- reviewing related-party transactions that are material or otherwise implicate disclosure requirements; and
- approving, or as permitted, pre-approving all audit and non-audit services to be performed by the independent registered public accounting firm.

The members of the audit committee meet the definition of independence under applicable Nasdaq rules.

A current copy of the Audit Committee charter is available on the Company's website at <http://ir.augmedix.com/corporate-governance>.

#### **Code of Business Conduct and Ethics**

We are committed to ethical business practices and, accordingly, we have adopted a Code of Business Conduct and Ethics ("Code of Conduct") that applies to all the members of our board of directors, officers and employees. Our Code of Conduct is available on our website at <https://ir.augmedix.com/corporate-governance/governance-documents>. We intend to disclose future amendments to certain portions of the Code of Conduct or waivers of such provisions granted to executive officers and directors on our website.

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## **Policies for Hedging and Other Transactions Involving Company Stock**

Our insider trading policy provides that no person employed by us, including independent contractors, or directors may engage in hedging or monetization transactions involving our securities, such as zero-cost collars and forward sale contracts or contribute our securities to exchange funds that could be interpreted as having the effect of hedging in our securities.

## **ITEM 11. EXECUTIVE COMPENSATION**

### **Executive Compensation**

We became a public company in October 2020, and we are currently an emerging growth company. As an emerging growth company, we are not required to include a Compensation Discussion and Analysis in our executive compensation disclosure and have elected to comply with the disclosure requirements applicable to emerging growth companies and smaller reporting companies. The following tables and accompanying narrative disclosure set forth information about the compensation earned by our named executive officers during the year ended December 31, 2023. Our named executive officers, who are our principal executive officer and the two most highly compensated executive officers (other than our principal executive officer) serving as executive officers as of December 31, 2023, were:

- Emmanuel Krakaris, President, Chief Executive Officer and Secretary;
  - Ian Shakil, Chief Strategy Officer; and
  - Sandra Breber, Chief Operating Officer.
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### Summary Compensation Table

The following table presents summary information regarding the total compensation for services rendered in all capacities that was awarded to, earned by, or paid to our named executive officers for fiscal 2023 and 2022.

Name and Principal Position	Year	Salary (\$)	Option Awards (\$) <sup>1</sup>	Non-Equity Incentive Plan Compensa-tion (\$) <sup>2</sup>	All Other Compensa-tion (\$)	Total (\$)
Emmanuel Krakaris, <i>President, Chief Executive Officer and Secretary</i>	2023	459,000	104,481	351,000	4,618	919,099
	2022	450,000	423,150	337,500	4,334	1,214,984
Ian Shakil, <i>Chief Strategy Officer</i>	2023	275,000	442,141	98,000	2,917	818,058
Sandra Breber, <i>Chief Operating Officer</i>	2023	357,000	73,136	218,400	2,557	651,093
	2022	350,000	293,396	210,000	3,050	856,446

(1) Amounts represent the aggregate grant date fair value of the stock options awarded to the named executive officer during fiscal 2023 and 2022 in accordance with FASB Accounting Standards Codification Topic 718. The assumptions used in calculating the grant date fair value of the stock options reported in the Option Awards column are set forth in Note 10 of the notes to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission on March 26, 2024. Such grant-date fair market value does not take into account any forfeitures related to service-based vesting conditions that may occur. Note that the amounts reported in this column reflect the accounting cost for these stock options and do not correspond to the actual economic value that may be received by our named executive officers from the stock options.

(2) The amounts represent annual cash bonuses earned by Messrs. Krakaris and Shakil and Ms. Breber based on the achievement of Company and individual performance objectives.

### Narrative Disclosure to Summary Compensation Table

#### Offer Letters

We have entered into offer letters with each of our named executive officers. In addition, each of our named executive officers has executed our form of standard employee invention assignment and confidentiality agreement.

#### Emmanuel Krakaris

In October 2018, we entered into an offer letter with Mr. Krakaris, our Chief Executive Officer and a member of our board. This offer letter provides for an annual base salary of \$350,000 initially, with an increase to \$400,000 upon the completion of an equity financing with (i) gross proceeds to the Company of at least \$15,000,000 (including the amount of any indebtedness converted into equity in connection with such financing) and (ii) in which any investor investing at least \$3,000,000 in such financing is not a prior investor in the equity and/or debt of the Company. The Merger (as defined in the Original 10-K) constitutes such an equity financing within the meaning of Mr. Krakaris's offer letter, and Mr. Krakaris's annual base salary therefore was increased to \$400,000 on January 1, 2021. Mr. Krakaris's annual base salary was subsequently increased to \$468,000 as of July 1, 2023. Mr. Krakaris is also eligible to receive an annual bonus with a target of 50% to a maximum of 75% of his base salary, based upon achievement of performance goals established upon the mutual agreement of Mr. Krakaris and the Board. Mr. Krakaris is

an at-will employee and does not have a fixed employment term. He is eligible to participate in employee benefit plans, including health insurance that we offer to our employees.

*Ian Shakil*

In October 2018, we entered into an offer letter with Mr. Shakil, our Chief Strategy Officer. This offer letter provides for an annual base salary of \$240,000. Mr. Shakil's annual base salary was increased to \$280,000 as of July 1, 2023. Mr. Shakil is also eligible for a performance bonus based upon the achievement of Company and individual goals. Mr. Shakil is an at-will employee and does not have a fixed employment term. He is eligible to participate in our employee benefit plans, including health insurance that we offer to our employees.

*Sandra Breber*

In March 2019, we entered into an offer letter with Ms. Breber, our Chief Operating Officer. This offer letter provides for an annual base salary of \$275,000. Ms. Breber's annual base salary was increased to \$364,000 as of July 1, 2023. Ms. Breber is also eligible for a performance bonus based upon the achievement of Company and individual goals. Ms. Breber is an at-will employee and does not have a fixed employment term. She is eligible to participate in our employee benefit plans, including health insurance that we offer to our employees.

**Outstanding Equity Awards at 2023 Fiscal Year-End**

The following table presents, for each of our named executive officers, information regarding outstanding stock options as of December 31, 2023.

Name	Grant Date	Option Awards		Exercise Price (\$)	Expiration Date
		Number of Securities Underlying Unexercised Options			
		Exercisable (#)	Unexercisable (#)		
Emmanuel Krakaris	12/6/2018 <sup>(1)</sup>	831,637	—	0.86	12/5/2028
	6/4/2020 <sup>(2)</sup>	505,036	—	0.64	6/3/2030
	3/4/2021 <sup>(3)</sup>	483,132	317,688	3.00	3/3/2031
	3/22/2021 <sup>(4)</sup>	—	46,273	3.00	3/21/2031
	3/22/2021 <sup>(5)</sup>	—	363,961	3.00	3/21/2031
	3/10/2022 <sup>(6)</sup>	126,217	198,783	2.48	3/9/2032
	2/18/2023 <sup>(7)</sup>	22,917	77,083	1.79	2/17/2033
Ian Shakil	12/06/2018 <sup>(8)</sup>	554,424	—	0.86	12/05/2028
	06/04/2020 <sup>(9)</sup>	126,259	—	0.65	6/3/2030
	1/19/2021 <sup>(10)</sup>	34,445	12,794	3.00	1/18/2031
	3/10/2022 <sup>(11)</sup>	13,125	16,875	2.48	3/9/2032
	2/18/2023 <sup>(12)</sup>	9,167	30,833	1.79	2/17/2033
	5/24/2023 <sup>(13)</sup>	29,167	20,833	3.84	5/23/2033
	5/24/2023 <sup>(14)</sup>	—	150,000	3.84	5/23/2033
Sandra Breber	4/18/19 <sup>(15)</sup>	115,737	—	0.86	4/18/2029
	6/4/2020 <sup>(16)</sup>	178,867	—	0.64	6/3/2030
	1/19/2021 <sup>(17)</sup>	103,650	38,499	3.00	1/18/2031
	3/10/2022 <sup>(18)</sup>	98,437	126,563	2.48	3/9/2032
	2/18/2023 <sup>(19)</sup>	16,042	53,958	1.79	2/17/2033

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- (1) This stock option will become vested and exercisable with respect to twenty-five percent (25%) of the shares on the one (1) year anniversary of the April 1, 2018 vesting commencement date; and thereafter, this stock option will become vested and exercisable with respect to an additional 1/48th of the shares on each month of continuous service following the first one (1) year anniversary of the vesting commencement date. This award is subject to double trigger vesting acceleration under certain circumstances described below in the section titled "Potential Payments upon Termination or Change in Control."
  - (2) This stock option will become vested and exercisable with respect to 1/48th of the shares on the one (1) month anniversary of the April 1, 2018 vesting commencement date; and thereafter, this stock option will become vested and exercisable with respect to an additional 1/48th of the shares on each month of continuous service following. This award is subject to double trigger vesting acceleration under certain circumstances described below in the section titled "Potential Payments upon Termination or Change in Control."
  - (3) 483,132 options will vest in equal monthly increments over two years, with the first 1/24 vesting on February 1, 2021. The remaining 317,688 options will fully vest when the closing price of our Common Stock reaches or exceeds \$9.00 per share for a minimum of 20 consecutive trading days. Vesting of the options is subject to Mr. Krakaris' provision of service to us on each vesting date.
  - (4) The options will vest as to 100% of the underlying shares on the first day after our Common Stock reaches a per share price of \$9.00 for 20 out of 30 trading days after becoming publicly listed on the NYSE or Nasdaq, subject to the Mr. Krakaris's continued service to us on such vesting date. If the Company has not become publicly listed on the NYSE or Nasdaq on or prior to the date that is five years after the option grant date, then the options shall terminate and no shares shall ever become vested.
  - (5) The options will vest as to 100% of the underlying shares on the first day after our Common Stock reaches a per share price of \$13.50 for 20 out of 30 trading days after becoming publicly listed on the NYSE or Nasdaq, subject to the Mr. Krakaris's continued service to us on such vesting date. If the Company has not become publicly listed on the NYSE or Nasdaq on or prior to the date that is five years after the option grant date, then the options shall terminate and no shares shall ever become vested.
  - (6) This stock option will become vested and exercisable with respect to 1/48th of the shares on April 10, 2022, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to the Mr. Krakaris's continuous service to us on each vesting date.
  - (7) This stock option will become vested and exercisable with respect to 1/48th of the shares on February 1, 2023, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to the Mr. Krakaris's continuous service to us on each vesting date.
  - (8) The option vested as to 1/48 of the total shares on May 1, 2018, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (9) The option vested as to 1/48 of the total shares on May 1, 2018, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (10) The options will vest as to 1/48 of the total shares on February 1, 2021, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (11) The option will vest monthly in equal increments for four years starting on March 10, 2022, subject to Mr. Shakil's continuous service to us on each vesting date, and will be fully vested on March 10, 2026.
  - (12) The option will vest monthly in equal increments over four years starting on January 1, 2023, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (13) The option will vest monthly in equal increments over one year starting on May 17, 2023, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (14) The option will become vested and exercisable with respect to twenty-five (25%) of the shares subject to the option on one (1) year anniversary of May 17, 2023 and the remaining shares subject to the option shall vest subsequently in thirty-six (36) equal monthly increments thereafter, subject to Mr. Shakil's continuous service to us on each vesting date.
  - (15) This stock option will become vested and exercisable with respect to twenty-five percent (25%) of the shares on the one (1) year anniversary of the March 25, 2019 vesting commencement date; and thereafter, this stock option will become vested and exercisable with respect to an additional 1/48th of the shares on each month of continuous service following the first one (1) year anniversary of the vesting commencement date.
  - (16) This stock option will become vested and exercisable with respect to 1/48th of the shares on the one (1) month anniversary of the March 25, 2019 vesting commencement date; and thereafter, this stock option will become vested and exercisable with respect to an additional 1/48th of the shares on each month of continuous service thereafter subject to the Mr. Breber's continuous service to us on each vesting date.
  - (17) This stock option will become vested and exercisable with respect to 1/48th of the shares on February 1, 2021, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to the Ms. Breber's continuous service to us on each vesting date.
-

- (18) This stock option will become vested and exercisable with respect to 1/48th of the shares on April 10, 2022, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to the Ms. Breber's continuous service to us on each vesting date.
- (19) This stock option will become vested and exercisable with respect to 1/48th of the shares on February 1, 2023, and an additional 1/48 of the options will vest monthly thereafter until the options are fully vested, subject to the Ms. Breber's continuous service to us on each vesting date.

**Potential Payments upon Termination or Change in Control**

We have entered into offer letters with each of our executive officers, including our named executive officers, which provide for the following benefits upon certain terminations as provided below:

*Emmanuel Krakaris*

If Mr. Krakaris is terminated by us without cause (as such term is defined in his offer letter) or resigns for good reason (as such term is defined in his offer letter), he will be eligible to receive, in exchange for a customary release of claims, (i) a lump sum severance payment of three months base salary plus (ii) three months of salary continuation.

If Mr. Krakaris's employment is terminated by us without cause or by the executive for good reason immediately prior to or within twelve months following a change in control (as defined in the 2013 Plan), Mr. Krakaris will additionally receive, in exchange for a customary release of claims, 100% acceleration of any then-unvested equity awards, a two year post-termination exercise period in which to exercise any stock options (but not beyond the term of the options) and the ability to net exercise the stock options (with respect to the exercise price only).

*Ian Shakil*

If Mr. Shakil is terminated by us without cause (as such term is defined in his offer letter) or resigns for good reason (as such term is defined in his offer letter), he will be eligible to receive, in exchange for a customary release of claims, (i) a three months of salary continuation and (ii) employer portions of continuing group medical, dental and/or vision coverage for three months following termination or until Mr. Shakil becomes eligible for comparable coverage under a subsequent employer's group medical, dental and/or vision insurance plans.

If Mr. Shakil's employment is terminated by us without cause or resigns for good reason immediately prior to or within twelve months following a change in control (as defined in the award agreement governing Mr. Shakil's stock option award), Mr. Shakil's stock option awards will immediately accelerate as if Mr. Shakil had remained in continuous service to the Company for an additional 12 months following such qualifying termination.

*Sandra Breber*

If Ms. Breber is terminated for any reason, she is not entitled to any severance or equity acceleration.

This summary is qualified in its entirety by reference to the actual text of the offer letters of each of Mr. Krakaris, Mr. Shakil and Ms. Breber, attached hereto as Exhibits 10.3, 10.7 and 10.4, respectively, to this Amendment.

**Director Compensation**

The following table and accompanying narrative disclosure presents summary information regarding the total compensation for services rendered in all capacities that was awarded to, earned by, or paid to our non-employee directors for fiscal year 2023.

**Director Compensation Table**

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Name of Director <sup>(1)(2)</sup>	Fees Earned or Paid in Cash \$	Stock Awards \$( <sup>3</sup> )	Option Awards \$( <sup>4</sup> )	Total (\$)
Robert Faulkner <sup>(5)</sup>	8,444	120,000	—	128,444
William J. Febbo <sup>(6)</sup>	81,290	99,999	—	181,289
Jason Krikorian <sup>(7)</sup>	100,000	99,999	—	199,999
Joseph W. Marks, Ph.D. <sup>(8)</sup>	21,398	—	—	21,398
Laurie McGraw <sup>(9)</sup>	110,645	99,999	—	210,644
Roderick H. O'Reilly <sup>(10)</sup>	104,167	99,999	344,092	548,258
Margie L. Traylor <sup>(11)</sup>	90,645	99,999	—	190,644

- (1) All compensation paid to Mr. Krakaris, an employee director, are set forth above in the section titled "Executive Compensation — Summary Compensation Table."
- (2) All compensation paid to Mr. Shakil, an employee director, are set forth above in the section titled "Executive Compensation — Summary Compensation Table."
- (3) Amounts represent the aggregate grant date fair value of the restricted stock units awarded to the directors during fiscal 2023 in accordance with FASB Accounting Standards Codification Topic 718. The assumptions used in calculating the grant date fair value of the restricted stock units reported in the Stock Awards column are set forth in Note 10 of the notes to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission on March 26, 2024. Such grant-date fair market value does not take into account any forfeitures related to service-based vesting conditions that may occur. Note that the amounts reported in this column reflect the accounting cost for these restricted stock units and do not correspond to the actual economic value that may be received by our directors from the restricted stock units. On July 13, 2023, each of our non-employee directors was granted 21,598 restricted stock units at \$4.63 per share, the closing market price of the common shares of the Company that day.
- (4) Amounts represent the aggregate grant date fair value of the stock options awarded to the directors during fiscal 2023 in accordance with FASB Accounting Standards Codification Topic 718. The assumptions used in calculating the grant date fair value of the stock options reported in the Option Awards column are set forth in Note 10 of the notes to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission on March 26, 2024. Such grant-date fair market value does not take into account any forfeitures related to service-based vesting conditions that may occur. Note that the amounts reported in this column reflect the accounting cost for these stock options and do not correspond to the actual economic value that may be received by our directors from the stock options.
- (5) Mr. Faulkner elected to receive his compensation for services as a member of the Board in the form of fully vested and unrestricted Common Stock of the Company in lieu of cash compensation.
- (6) Mr. Febbo is a member of the Compensation Committee and the chair of the Nominating and Corporate Governance Committee.
- (7) Mr. Krikorian is a member of the Audit Committee and the chair of the Compensation Committee.
- (8) Dr. Marks resigned from the Board effective July 13, 2023. Stock awards amount above does not include a stock award, with aggregate grant date value of \$5,005, for services on the Company's AI council following departure from the Company's board of directors.
- (9) Ms. McGraw is the Lead Independent Director of the Board and a member of the Audit Committee and the Nominating and Corporate Governance Committee.
- (10) Mr. O'Reilly is the Non-Executive Chairman of the Board.
- (11) Ms. Traylor is the chair of the Audit Committee and a member of the Nominating and Corporate Governance Committee.

### ***Narrative Disclosure to Director Compensation Table***

For the year ended December 31, 2023, our Board determined that independent non-employee directors of the Board shall be entitled to cash compensation in the amount of \$40,000 per year and equity compensation consisting of a grant of restricted stock units awards with an aggregate value equal to \$100,000 based on the closing price of the Company's common stock on July 13, 2023 (the "Grant Date"), with such awards vesting on the one-year anniversary of the Grant Date, so long as such independent non-employee director remains a director on such date or on the earlier occurrence of an event constituting Corporate Transaction (as defined by the Company's 2020 Equity Incentive Plan). The chair of the Audit Committee and the Compensation Committee are entitled to receive additional cash retainer of \$20,000 per year. Members of the Audit Committee and the Compensation Committee are entitled to receive additional cash retainer of \$20,000 per year. The Lead Independent Director of the Board is entitled to receive additional cash retainer of \$40,000 per year. The Board also determined that non-employee directors of the Board may elect to receive compensation for services as a member of the Board in the form of fully-vested and unrestricted shares of Common Stock of the Company in lieu of cash fees.

### **ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

The following table sets forth certain information with respect to the beneficial ownership of our common stock as of April 21, 2024:

- each of our executive officers;
- each of our directors;
- all of our current directors and executive officers as a group; and
- each person, or group of affiliated persons, who beneficially owned more than 5% of our common stock.

We have determined beneficial ownership in accordance with the rules of the SEC, and the information is not necessarily indicative of beneficial ownership for any other purpose. Except as indicated by the footnotes below, we believe, based on information furnished to us, that the persons and entities named in the table below have sole voting and sole investment power with respect to all shares of common stock that they beneficially owned, subject to applicable community property laws.

The percentage of shares beneficially owned is computed on the basis of 48,967,693 shares of common stock outstanding as of April 21, 2024. Shares of common stock that a person has the right to acquire within 60 days of April 21, 2024 are deemed outstanding for purposes of computing the percentage ownership of the person holding such rights, but are not deemed outstanding for purposes of computing the percentage ownership of any other person, except with respect to the percentage ownership of all directors and executive officers as a group. Unless otherwise indicated, the address of each beneficial owner in the table below is c/o Augmedix, Inc., 111 Sutter Street Suite 1300, San Francisco, CA 94104.

	<b>Shares of Common Stock Beneficially Owned</b>	<b>Percentage of Common Stock Beneficially Owned</b>
<b>5% Stockholders</b>		
Entities affiliated with Redmile Group, LLC <sup>(1)</sup>	22,097,103	40.41 %
<b>Directors and Executive Officers</b>		
Sandra Breber <sup>(2)</sup>	586,127	1.18 %
Saurav Chatterjee <sup>(3)</sup>	423,764	*
Robert Faulkner <sup>(4)</sup>	6,984	*
William J. Febbo <sup>(5)</sup>	190,985	*
Paul Ginocchio <sup>(6)</sup>	540,318	1.09 %
Jonathan Hawkins <sup>(7)</sup>	321,797	*
Emmanuel Krakaris <sup>(8)</sup>	2,100,460	4.12 %
Jason Krikorian <sup>(9)</sup>	52,632	*
Tomer Levy	—	*
Laurie A. S. McGraw <sup>(10)</sup>	71,449	*
Roderick H. O'Reilly <sup>(11)</sup>	115,625	*
Ian Shakil <sup>(12)</sup>	624,716	1.26 %
Margie L. Traylor <sup>(13)</sup>	127,905	*
All expected directors and executive officers as a group (13 persons) <sup>(14)</sup>	5,162,762	9.63 %



- \* Represents beneficial ownership of less than 1%.
- (1) Consists of: (i) 521,140 shares of common stock held by Redmile Capital Fund, L.P., (ii) 161,889 shares of common stock held by Redmile Capital Offshore Master Fund, Ltd., (iii) 32,914 shares of common stock held by Redmile Strategic Trading Sub, Ltd., (iv) 6,218,238 shares of common stock and a warrant to purchase 917,414 shares of common stock held by Redmile Private Investments II, L.P., (v) a warrant to purchase 573,384 shares of common stock held by RAF, L.P., (vi) 9,446,146 shares of common stock, a Pre-Funded Warrant to purchase 3,125,195 shares of common stock, and a breakdown Warrant to purchase 1,093,799 shares of common stock held by RedCo II Master Fund, L.P., and (vii) 6,984 shares of common stock issued to Robert Faulkner in connection with his service as a member of the Board of the Company. Redmile is the investment manager/adviser to each of the private investment vehicles and sub-advised accounts listed in items (i) through (vi) (collectively, the "Redmile Funds") and, in such capacity, exercises voting and investment power over all of the securities of the Company held by the Redmile Funds and may be deemed to be the beneficial owner of such securities. Jeremy C. Green serves as the managing member of Redmile and also may be deemed to be the beneficial owner of such securities. Redmile, Mr. Green and each Redmile Fund each disclaim beneficial ownership of such securities, except to the extent of its or their pecuniary interest therein, if any. The securities listed in item (vii) were granted to Mr. Faulkner, a managing director of Redmile, in connection with his service as a member of our Board. Pursuant to the policies of Redmile, and its affiliates, Mr. Faulkner holds these securities as a nominee on behalf, and for the sole benefit, of Redmile and has assigned all economic, pecuniary and voting rights in respect of the securities to Redmile. Mr. Faulkner disclaims beneficial ownership of such securities. The address of the above entities and persons is One Letterman Dr., Bldg D, Suite D3-300, San Francisco, CA 94129.
  - (2) Consists of: (i) 12,500 shares of common stock, (ii) 567,377 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (iii) 6,250 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (3) Consists of: (i) 419,076 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (ii) 4,688 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (4) Consists of 6,984 shares of common stock.
  - (5) Consists of: (i) 140,985 shares of common stock, and (ii) 50,000 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024.
  - (6) Consists of: (i) 118,000 shares of common stock, (ii) 416,068 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (iii) 6,250 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (7) Consists of: (i) 317,109 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (ii) 4,688 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (8) Consists of: (i) 53,051 shares of common stock, (ii) 2,038,034 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (iii) 9,375 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (9) Consists of 52,632 shares of common stock.
  - (10) Consists of: (i) 52,632 shares of common stock, (ii) 18,817 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024.
  - (11) Consists of 115,625 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024.
  - (12) Consists of: (i) 3,000 shares of common stock, (ii) 617,966 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (iii) 3,750 shares underlying restricted stock units that vest within 60 days of April 21, 2024.
  - (13) Consists of: (i) 101,207 shares of common stock, (ii) 25,454 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, and (iii) 1,244 shares underlying stock awards that vest within 60 days of April 21, 2024.
  - (14) Consists of: (i) 562,589 shares of common stock, (ii) 4,585,526 shares underlying options to purchase common stock that are exercisable within 60 days of April 21, 2024, (iii) 35,001 shares underlying stock awards vest within 60 days of April 21, 2024, and (iv) 1,244 shares underlying stock award that vest within 60 days of April 21, 2024.

#### Securities Authorized for Issuance Under Equity Compensation Plans

The following table provides certain information with respect to all of the Company's equity compensation plans in effect as of December 31, 2023.

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**Equity Compensation Plan Information**

<b>Plan Category</b>	<b>Number of securities to be issued upon exercise of outstanding options, stock appreciation rights, stock awards and restricted stock units (a) (1)</b>	<b>Weighted-average exercise price of outstanding options, stock appreciation rights, stock awards and restricted stock units(2)</b>	<b>Number of securities remaining available for issuance under equity compensation plans (excluding securities reflected in column (a))</b>
Equity compensation plans approved by security holders	9,646,277	\$ 1.94	326,495
Equity compensation plans not approved by security holders	—	—	—
<b>Total</b>	<b>9,646,277</b>	<b>\$ 1.94</b>	<b>326,495</b>

- (1) Consists of 8,759,308 shares subject to outstanding options, 583,281 shares subject to outstanding stock appreciation rights and 303,688 shares subject to outstanding restricted stock unit awards.
- (2) The weighted-average exercise price does not reflect the shares of our common stock that will be issued in connection with the settlement of restricted stock unit awards, which have no exercise price.

**ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE**

**Policies and Procedures Regarding Transactions with Related Persons**

Our written related party transactions policy and the charters of our audit committee and nominating and governance committee require that any transaction with a related person that must be reported under applicable rules of the SEC must be reviewed and approved or ratified by our audit committee. However, if the related party is, or is associated with, a member of the audit committee, the transaction must be reviewed and approved by our nominating and governance committee. The audit committee (or, if applicable, the nominating and governance committee), in approving or rejecting the proposed transaction with a related person, may consider the relevant and available facts and circumstances, including such facts as the terms of the transaction, and the impact on a director's independence in the event the related person is a director, immediate family member of a director or an entity with which a director is affiliated. The audit committee (or, if applicable, the nominating and governance committee) may impose such conditions as it deems appropriate on us or the related person in connection with the approval of the proposed transaction.

All of the transactions described below under "Certain Related Person Transactions" were approved by the Audit Committee in accordance with our related person transaction policy.

## Certain Related-Person Transactions

Described below are all transactions occurring since January 1, 2022 to which we were a party and in which (i) the amounts involved exceeded or will exceed the lesser of \$120,000 and 1% of the average of our total assets at year-end for the fiscal years ended December 31, 2022 and 2023, and (ii) any of our directors, executive officers, or holders of more than 5% of our capital stock, or an affiliate or immediate family member of the foregoing persons, had or will have a direct or indirect material interest. We believe the terms obtained or consideration that we paid or received, as applicable, in connection with the transactions described below were comparable to terms available or the amounts that would be paid or received, as applicable, in arm's-length transactions with unrelated third parties.

### *Lease Agreement*

In 2015, the Bangladesh subsidiary of the Company entered into agreements to rent office facilities under 10-year operating lease agreements, with a company owned by Kazi Shakil, the father of Ian Shakil, the Company's Chief Strategy Officer and a member of the Board. The Company paid approximately \$300 thousand to the related party during each of the years ended December 31, 2023 and 2022.

### *Transactions with Entities Affiliated with Redmile Group, LLC*

Redmile Group, LLC is a healthcare-focused investment firm which is the investment manager/advisor to certain private investment vehicles, including RedCo II Master Fund, L.P. and Redmile Private Investments II, L.P. (collectively, "Redmile") which hold more than 5% of Augmedix's outstanding capital stock. Robert Faulkner, a member of our board of directors since April 2023, currently serves as a Managing Director at Redmile. Described below are all transactions between Augmedix and Redmile completed during the fiscal year ended December 31, 2023. There were no transactions between Augmedix and Redmile for the fiscal year ended December 31, 2022.

- On April 19, 2023, Augmedix entered into a Securities Purchase Agreement with RedCo II Master Fund, L.P., an affiliate of Redmile, and certain other purchasers, pursuant to which Augmedix sold to Redmile for consideration of approximately \$7 million an aggregate of 1,250,000 shares of Augmedix's common stock at a purchase price of \$1.60 per share, pre-funded warrants to purchase up to 3,125,195 shares of common stock, at a price per pre-funded warrant equal to the purchase price per share, less \$0.0001, and breakeven warrants to purchase up to 1,093,799 shares of common stock, at an exercise price of \$1.75 per share, that will become exercisable on the earliest of (1) the date on which Augmedix closes an equity or debt financing prior to December 31, 2025, (2) December 31, 2025, if Augmedix cannot provide written certification that it has achieved cash flow break even from operations, excluding interest payments, for two out of three consecutive quarters between April 19, 2023 and December 31, 2025, on such date, (3) immediately prior to a change of control that occurs prior to December 31, 2025, and (4) the date on which a specified Regulatory Event (as defined in the breakeven warrants) occurs; provided, however, that the breakeven warrants shall terminate on December 31, 2025 if none of the foregoing events have occurred on or prior to December 31, 2025.
  - On May 19, 2023, Augmedix filed a registration statement on Form S-3 (File No. 333-272081), which was declared effective by the SEC on May 26, 2023, which registered for resale 9,375,342 shares of Augmedix's common stock covering 5,468,994 shares owned by Redmile.
  - On June 13, 2023, Augmedix entered into a Securities Purchase Agreement (the "Purchase Agreement") with RedCo II Master Fund, L.P., an affiliate of Redmile, pursuant to which Augmedix has the right, but not the obligation, to sell to Redmile, and Redmile is obligated to purchase, up to an aggregate of \$5.0 million (the "Equity Line of Credit") of: (i) newly issued shares (the "Shares") of Common Stock, at a purchase price of \$1.60 per share (the "Purchase Price per Share") and (ii) non-voting pre-funded warrants (the "ELOC Warrants," and together with the Shares, the "ELOC Securities") exercisable for the Company's common stock (the "ELOC Warrant Shares") at a price per ELOC Warrant equal to the Purchase Price per Share, less \$0.0001, from time to time during the term of the agreement, subject to certain limitations and conditions. The ELOC Warrants, if issued, would have an exercise price of \$0.0001 per ELOC Warrant Share, become exercisable upon issuance and remain exercisable until exercised in full. The Equity Line of Credit was subsequently approved by Augmedix's stockholders on July 13, 2023.
  - On November 20, 2023, in an underwritten public offering (the "Offering") Augmedix sold an aggregate of 6,250,000 shares of its common stock at a public offering price of \$4.00 per share and granted to the underwriters an option to purchase up to an additional 937,500 shares of common stock at the public offering price less the underwriting discounts and commissions, which option
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was exercised in full prior to the closing of the Offering. RedCo II Master Fund, L.P., an affiliate of Redmile, purchased 750,000 shares of common stock in the Offering at the public offering price.

### ***Indemnification Agreements***

We have entered into indemnification agreements with each of our directors and executive officers. The indemnification agreements and our restated bylaws will require us to indemnify our directors to the fullest extent not prohibited by DGCL. Subject to very limited exceptions, our restated bylaws will also require us to advance expenses incurred by our directors and officers.

### **Independence of the Board of Directors**

Applicable rules of Nasdaq require a listed company's board of directors to be comprised of a majority of the members of which are independent directors. The Nasdaq independence definition includes a series of objective tests, such as that the director is not, and has not been for at least three years, one of our employees, and that neither the director nor any of his or her family members has engaged in various types of business dealings with us. In addition, under applicable Nasdaq rules, a director will only qualify as an "independent director" if, in the opinion of the listed company's board of directors, that person does not have a relationship that would interfere with the exercise of independent judgment in carrying out the responsibilities of a director.

The Board has determined that all of our directors other than Emmanuel Krakaris and Ian Shakil are independent directors, as defined under applicable Nasdaq rules. In making such determination, the Board reviewed and discussed information provided by the directors and us with regard to each director's business and personal activities and current and prior relationships as they may relate to us and our management, including the association of any of our non-employee directors with the holders of more than 5% of our common stock.

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## ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

### Principal Accountant Fees and Services

The following table presents fees for professional services provided by Grant Thornton LLP ("Grant Thornton"), our principal independent registered public accounting firm for the years ended December 31, 2023 and December 31, 2022.

	Year ended December 31,	
	2023	2022
Audit Fees <sup>(1)</sup>	\$ 589,052	\$ 453,242
Audit-related Fees <sup>(2)</sup>	—	—
Tax Fees <sup>(3)</sup>	30,844	—
All Other Fees <sup>(4)</sup>	—	—
Total Fees	<u>\$ 619,896</u>	<u>\$ 453,242</u>

- (1) "Audit fees" include fees for audit services primarily related to the audit of our annual consolidated financial statements; the review of our quarterly consolidated financial statements; comfort letters, consents and assistance with and review of documents filed with the SEC; and other accounting and financial reporting consultation and research work billed as audit fees or necessary to comply with the standards of the Public Company Accounting Oversight Board (United States).
- (2) "Audit-related fees" includes fees for assurance and related services that are reasonably related to the performance of the audit or review of our financial statements.
- (3) "Tax fees" include fees for tax compliance and advice. Tax advice fees encompass a variety of permissible tax services, including technical tax advice related to federal and state income tax matters, assistance with sales tax and assistance with tax audits.
- (4) "All Other fees" includes fees for services other than the services reported in audit fees, audit-related fees and tax fees.

### Policy on Audit Committee Pre-Approval of Audit and Permissible Non-Audit Services of Independent Registered Public Accounting Firm

Our Audit Committee generally pre-approves all audit and permissible non-audit services provided by the independent registered public accounting firm. These services may include audit services, audit-related services, tax services and other services. Pre-approval is detailed as to the particular service or category of services and is generally subject to a specific budget. The independent registered public accounting firm and management are required to periodically report to the Audit Committee regarding the extent of services provided by the independent registered public accounting firm in accordance with this pre-approval, and the fees for the services performed to date. Our Audit Committee may also pre-approve particular services on a case-by-case basis. All of the services relating to the fees described in the table above were approved by our Audit Committee.

## PART IV

### ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

#### 1. Financial Statements

No financial statement or supplemental data are filed with this Amendment No. 1 to Annual Report on Form 10-K. See Item 8. "Financial Statements and Supplementary Data" in the Original 10-K.

#### 2. Financial Statement Schedules

None, as all information required in these schedules is included in the Notes to the Consolidated Financial Statements in Item 8. "Financial Statements and Supplementary Data" in the Original 10-K.

#### 3. Exhibits

<b>Exhibit</b>	<b>Description</b>
2.1	<a href="#">Agreement and Plan of Merger and Reorganization among Malo Holdings Corporation, a Delaware corporation, August Acquisition Corp, a Delaware corporation, and Augmedix, Inc., a Delaware corporation (incorporated by reference to Exhibit 2.1 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
3.1	<a href="#">Certificate of Merger relating to the merger of Acquisition Sub with and into Augmedix, Inc., filed with the Secretary of State of the State of Delaware on October 5, 2020 (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
3.2	<a href="#">Restated certificate of incorporation, filed with the Secretary of State of the State of Delaware on October 5, 2020 (incorporated by reference to Exhibit 3.2 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
3.3	<a href="#">Restated Bylaws (incorporated by reference to Exhibit 3.3 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.1	<a href="#">Warrant Agreement dated June 11, 2015, by and between Augmedix, Inc. and Comerica Bank (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.2	<a href="#">Warrant Agreement dated July 28, 2017, by and between Augmedix, Inc. and Comerica Bank (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.3	<a href="#">Warrant Agreement dated August 28, 2018, by and between Augmedix, Inc. and Dignity Health (incorporated by reference to Exhibit 4.3 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.4	<a href="#">Form of 2019 Series B Warrant Agreement (incorporated by reference to Exhibit 4.4 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.5	<a href="#">Warrant Agreement dated August 7, 2019, by and between Augmedix, Inc. and Partap Krishan Aggarwal (incorporated by reference to Exhibit 4.5 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.6	<a href="#">Warrant Agreement dated September 3, 2019, by and between Augmedix, Inc. and Trinity Capital Fund III, L.P. (incorporated by reference to Exhibit 4.6 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.7	<a href="#">Form of Placement Agent Warrant Agreement (incorporated by reference to Exhibit 4.7 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
4.8	<a href="#">Description of Registrant's Securities (incorporated by reference to Exhibit 4.8 to the Annual Report on Form 10-K filed with the SEC on April 17, 2023).</a>
4.9	<a href="#">Warrant Agreement dated effective March 24, 2021, by and between Augmedix, Inc. and Eastward Fund Management, LLC (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed with the SEC on March 30, 2021).</a>
4.10	<a href="#">Warrant to Purchase Stock by and between Augmedix, Inc. and Silicon Valley Bank dated May 4, 2022 (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed with the SEC on May 5, 2022).</a>
4.11	<a href="#">Form of Pre-Funded Warrant (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed with the SEC on April 20, 2023).</a>
4.12	<a href="#">Form of Breakeven Warrant (incorporated by reference to Exhibit 4. 2 to the Current Report on Form 8-K filed with the SEC on April 20, 2023).</a>
4.13	<a href="#">Form of SVB Warrant (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed with the SEC on June 14, 2023).</a>
4.14	<a href="#">Form of ELOC Warrant (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed with the SEC on June 14, 2023).</a>
10.1*	<a href="#">2013 Equity Incentive Plan and form of award agreements (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.2*	<a href="#">2020 Equity Incentive Plan, as amended and restated effective July 1, 2021, and form of award agreements (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on July 8, 2021).</a>
10.3*	<a href="#">Offer letter, dated October 12, 2018, by and between Emmanuel Krakaris and Augmedix, Inc. (incorporated by reference to Exhibit 10.3 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>

10.4*	<a href="#">Offer letter, dated March 7, 2019, by and between Sandra Breber and Augmedix, Inc. (incorporated by reference to Exhibit 10.4 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.5*	<a href="#">Offer letter, dated March 22, 2019, by and between Jonathan Hawkins and Augmedix, Inc. (incorporated by reference to Exhibit 10.5 to the Amendment No. 1 to Form S-1 filed with the SEC on February 2, 2021).</a>
10.6*	<a href="#">Offer letter, dated October 23, 2020, by and between Saurav Chatterjee and Augmedix, Inc. (incorporated by reference to Exhibit 10.5 to the Amendment No.1 to the Annual Report on Form 10-K/A filed with the SEC on May 1, 2023).</a>
10.7+	<a href="#">Offer letter, dated October 9, 2018, by and between Ian Shakil and Augmedix, Inc.</a>
10.8*	<a href="#">Form of Indemnity Agreement (directors and executive officers) (incorporated by reference to Exhibit 10.6 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.9	<a href="#">Form of Pre-Merger Indemnification Agreement (directors and executive officers) (incorporated by reference to Exhibit 10.7 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.10	<a href="#">Subscription Agreement, dated October 5, 2020, by and between Augmedix, Inc. and the parties thereto (incorporated by reference to Exhibit 10.9 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.11**	<a href="#">Master Services Agreement, dated October 1, 2019, by and between Augmedix, Inc. and IDS Infotech Limited, an Indian limited company, as amended (incorporated by reference to Exhibit 10.10 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.12**	<a href="#">Master Services Agreement, dated February 1, 2018, by and between Augmedix, Inc. and Infosense Technologies, Pvt. Ltd. (dba OG Healthcare), an Indian limited company, as amended (incorporated by reference to Exhibit 10.11 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.13**	<a href="#">Master Services Agreement, dated April 15, 2015, by and between Augmedix, Inc. and Sutter Health, a California nonprofit public benefit corporation, as amended (incorporated by reference to Exhibit 10.12 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.14**	<a href="#">Services Agreement, dated September 1, 2015, by and between Augmedix, Inc. and Dignity Health, a California nonprofit public benefit corporation, as amended (incorporated by reference to Exhibit 10.13 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
10.15	<a href="#">Sublease Agreement, dated December 15, 2020, by and between Augmedix, Inc., and Turo Inc. (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on December 21, 2020).</a>
10.16**	<a href="#">Statement of Work No. 3 to the Master Service Agreement by and between Augmedix Operating corp. and IDS Infotech Limited (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on August 16, 2021).</a>
10.17**	<a href="#">Second Omnibus Amendment by and between Augmedix Operating corp. and Dignity Health, Dignity Health Medical Foundation, and Pacific Central Coast Health Centers (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed with the SEC on August 16, 2021).</a>
10.18**	<a href="#">Augmedix Notes – Statement of Work No. 2, as a supplement to the Master Services Agreement by and between Augmedix Operating Corp., f/k/a Augmedix, Inc. and Sutter Health (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed with the SEC on September 16, 2021).</a>
10.19**	<a href="#">Addendum to Statement of Work No. 3 by and between Augmedix Operating Corp. f/k/a Augmedix, Inc. and IDS Infotech Limited, (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on October 15, 2021).</a>
10.20	<a href="#">Loan and Security Agreement by and among Augmedix, Inc., Augmedix Operating Corporation and Silicon Valley Bank dated as of May 4, 2022 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on May 5, 2022).</a>
10.21	<a href="#">Third Omnibus Amendment by and among Augmedix Operating Corp. f/k/a Augmedix, Inc. Dignity Health, Dignity Health Medical Foundation, and Pacific Central Coast Health Centers dated June 9, 2022 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on June 10, 2022).</a>
10.22**	<a href="#">Statement of Work No. 4 by and between Augmedix Operating Corp. and IDS Infotech Ltd. dated June 1, 2022 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on July 13, 2022).</a>

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10.23**	<a href="#"><u>Statement of Work No. 3 by and between Augmedix Operating Corp. and Infosense Technologies, Pvt. Ltd. (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed with the SEC on July 13, 2022).</u></a>
10.24	<a href="#"><u>Assignment Amendment by and between Dignity Health and Common Spirit Health (f/k/a Catholic Health Initiative) and Augmedix Operating Corp. f/k/a Augmedix, Inc. effective as of October 20, 2022 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on November 2, 2022).</u></a>
10.25**	<a href="#"><u>Statement of Work by and between Augmedix Operating Corp. and St. Joseph Physician Associates, d/b/a St. Joseph Medical Group, effective as of October 31, 2022 (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed with the SEC on November 2, 2022).</u></a>
10.26	<a href="#"><u>Agreement to Lease by and among Augmedix Solutions Pvt. Ltd., Shukoor Habib Trust and Rafeeq Trust, dated December 21, 2022 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on December 28, 2022).</u></a>
10.27**	<a href="#"><u>Statement of Work No. 3 by and between Augmedix Operation Corp. and Sutter Health, dated January 9, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on January 12, 2023).</u></a>
10.28	<a href="#"><u>Lease Agreement by and between Augmedix Bangladesh Ltd. and Sony Chocolate Industries Ltd., dated January 31, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on February 6, 2023).</u></a>
10.29**	<a href="#"><u>Ninth Amendment to the Master Service Agreement by and between Augmedix Operating Corp., f/k/a Augmedix, Inc. and Sutter Health, dated February 15, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on February 21, 2023).</u></a>
10.30	<a href="#"><u>Non-Executive Chairman Agreement between Augmedix, Inc. and Rod O'Reilly, dated February 28, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form-8K filed with the SEC on March 6, 2023).</u></a>
10.31	<a href="#"><u>Form of Securities Purchase Agreement (incorporated by reference to Exhibit 10. 1 to the Current Report on Form-8K filed with the SEC on April 20, 2023).</u></a>
10.32	<a href="#"><u>Form of Registration Rights Agreement (incorporated by reference to Exhibit 10.2 to the Current Report on Form-8K filed with the SEC on April 20, 2023).</u></a>
10.33**	<a href="#"><u>Statement of Work No.2 by and between Augmedix Operating Corp. f/k/a Augmedix, Inc. and DHMF (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on May 9, 2023).</u></a>
10.34**	<a href="#"><u>Statement of Work by and between Augmedix Operating Corp. and Baylor St. Luke's Medical Group, dated May 12, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on May 18, 2023).</u></a>
10.35	<a href="#"><u>First Amendment to Loan and Security Agreement (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on June 14, 2023).</u></a>
10.36	<a href="#"><u>Securities Purchase Agreement (incorporated by reference to Exhibit 10. 2 to the Current Report on Form 8-K filed with the SEC on June 14, 2023).</u></a>
10.37	<a href="#"><u>Registration Rights Agreement (incorporated by reference to Exhibit 10. 3 to the Current Report on Form 8-K filed with the SEC on June 14, 2023).</u></a>
10.38**	<a href="#"><u>Fourth Omnibus Amendment by and among Augmedix Operating Corp. f/k/a Augmedix, Inc., Dignity Health, Dignity Health Medical Foundation, and Pacific Central Coast Health Centers, dated July 11, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on July 14, 2023).</u></a>
10.39	<a href="#"><u>Fifth Omnibus Amendment by and among Augmedix Operating Corp. f/k/a Augmedix, Inc., Dignity Health, Dignity Health Medical Foundation, and Pacific Central Coast Health Centers, dated October 10, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on October 13, 2023).</u></a>
10.40	<a href="#"><u>Amendment to Sublease by and between Augmedix Operating Corp. and Turo Inc., dated October 31, 2023 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed with the SEC on November 6, 2023).</u></a>
10.41	<a href="#"><u>Lease Agreement (8th Floor) by and between Augmedix Bangladesh Ltd. and Sony Chocolate Industries Ltd., dated November 22, 2023 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</u></a>
10.42	<a href="#"><u>Lease Agreement (17th Floor) by and between Augmedix Bangladesh Ltd. and Sony Chocolate Industries Ltd., dated November 22, 2023 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</u></a>

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16.1	<a href="#">Letter of Frank, Rimerman + Co. LLP to the Securities and Exchange Commission dated August 22, 2022 (incorporated by reference to Exhibit 16.1 to the Current Report on Form 8-K filed with the SEC on August 23, 2022).</a>
21.1	<a href="#">Subsidiaries of the Registrant (incorporated by reference to Exhibit 21.1 to the Current Report on Form 8-K filed with the SEC on October 9, 2020).</a>
23.1	<a href="#">Consent of Grant Thornton LLP, independent registered public accounting firm (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</a>
31.1	<a href="#">Certification of Emmanuel Krakaris, Chief Executive Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</a>
31.2	<a href="#">Certification of Paul Ginocchio, Chief Financial Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</a>
31.3+	<a href="#">Certification of Emmanuel Krakaris, Chief Executive Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002</a>
31.4+	<a href="#">Certification of Paul Ginocchio, Chief Financial Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002</a>
32.1#	<a href="#">Certification of Emmanuel Krakaris, Chief Executive Officer, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</a>
32.2#	<a href="#">Certification of Paul Ginocchio, Chief Financial Officer, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 2024).</a>
97.1	<a href="#">Compensation Recoupment Policy (previously filed with the Annual Report on Form 10-K filed with the SEC on March 26, 20 24).</a>
101.INS	Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.
101.SCH	Inline XBRL Taxonomy Extension Schema Document.
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB	Inline XBRL Taxonomy Extension Labels Linkbase Document.
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document.
104	Cover Page Interactive Data File - the cover page from the Registrant's Amendment No. 1 to the Annual Report on Form 10-K for the year ended December 31, 2023 is formatted in Inline XBRL.

\* Indicates a management contract or any compensatory plan, contract or arrangement.

\*\* Portions of this exhibit (indicated by asterisk) have been omitted in accordance with the rules of the SEC.

# This certification is deemed not filed for purposes of section 18 of the Exchange Act, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act.

+ Filed herewith.

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 29, 2024

**AUGMEDIX, INC.**

By: /s/ Emmanuel Krakaris

Emmanuel Krakaris  
President, Chief Executive Officer and Secretary  
(principal executive officer)

**AUGMEDIX, INC.**  
1161 MISSION STREET, SUITE 210  
SAN FRANCISCO, CA 94103

October 9, 2018

Ian Shakil

Dear Ian,

Augmedix, Inc. (the "Company"), is pleased to offer you the following new terms of your continued employment:

1. **Position.** Beginning October 9, 2018, you will serve in a new full-time capacity as Founding Chairman and Chief Strategy Officer.
2. **Compensation.** You will be paid a salary at the annual rate of \$240,000, payable in biweekly installments in accordance with the Company's standard payroll practices for salaried employees. You will also be eligible to receive an annual bonus with a target of 35% of your base salary, with the amount earned as to a given year based on achievement of performance goals established and assessed from time to time by the Company in its sole discretion and any bonus payment subject to approval by the Company's Board of Directors and your remaining in employment with the Company through the payment date. Your salary and target bonus percentage will be subject to increase pursuant to the Company's employee compensation policies in effect from time to time.
3. **Stock Options.** Following the final closing of the Company's Series C Preferred Stock financing, you will be granted an option to purchase up to a number of shares of the Company's Common Stock equal to 5% of the fully diluted capitalization of the Company on the grant date, provided that if the Company subsequently extends or expands the Series C Preferred Stock financing, following the final closing of each such extension or expansion of the Series C Preferred Stock financing, you will be granted an additional option to purchase the Company's Common Stock so that the total number of option shares granted to you under this Section 3 equals 5% of the fully diluted capitalization of the Company on the final grant date, in each case, subject to your continuing employment with the Company through the grant date and the approval of the Company's Board of Directors in its sole discretion. The exercise price per share will be equal to the fair market value per share on the date each option is granted. Each option will be subject to the terms and conditions applicable to options granted under the Company's 2013 Equity Incentive Plan, as amended, and the form of option agreement thereunder. You will vest in 1/48 of the option shares on the first day of each month, with the first such vesting event occurring on May 1, 2018, provided that you remain in continuous service to the Company through each such vesting date.

Notwithstanding the foregoing, if you are subject to termination by the Company without Cause (as defined below) or if you resign with Good Reason (as defined below) immediately prior to, or within 12 months following, the closing of a Change in Control (as defined in the award agreement governing your stock option), and if you execute and make irrevocable the Company's standard form of separation agreement and general release of all claims, as in effect at the time of your termination, on or before the deadline set forth therein, then the vesting of your option shares will immediately accelerate as if you had remained in

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continuous service to the Company for an additional 12 months following your qualifying termination.

“Cause” means the occurrence of any of the following after the date hereof:

- (a) your unauthorized use or disclosure of the Company’s confidential information or trade secrets,
- (b) your material failure to comply with the Company’s lawful and proper written policies or rules to the material detriment of the Company following the provision of written notice by the Company to you of such occurrence(s) giving rise to “Cause” under this subsection (b) and a fifteen (15) day opportunity to cure (if able to be cured, as reasonably determined in good faith by the Company),
- (c) your conviction of, or your plea of “guilty” or “no contest” to, a felony or a crime involving moral turpitude under the laws of the United States or any State,
- (d) your gross negligence or willful misconduct or your commission of an act of fraud against the Company or a parent or subsidiary of the Company, in any each case, to the material detriment of the Company and following the provision of written notice by the Company to you of such occurrence(s) giving rise to “Cause” under this subsection (d) and a fifteen (15) day opportunity for you to cure (if able to be cured, as reasonably determined in good faith by the Company),
- (e) your continuing failure to perform lawful and proper assigned duties after receiving written notification of the failure from the Company’s Board of Directors or
- (f) your failure to cooperate in good faith with a governmental or internal investigation of the Company or its directors, officers or employees, if the Company has requested your cooperation and covered, reimbursed or agreed to cover or reimburse all expenses (if any) incurred by you due to your good-faith cooperation with the Company in such investigation.

“Good Reason” means any of the following:

- (i) a material reduction in your overall responsibilities or authority, or scope of duties, it being understood that a reduction in your responsibilities or authority following a Change in Control shall not constitute Good Reason if (A) there is no demotion in your title or position or reduction in the scope of your duties within the Company or (B) you are given a position of materially similar or greater overall scope and responsibility within the acquiring company, taking into appropriate consideration that a nominally lower hierarchical role in a larger company may involve similar or greater scope and responsibility than a nominally higher role in the hierarchy of a smaller company;
- (ii) a decrease in your then-current annual base salary, other than in connection with a general decrease in the salary of all similarly situated employees of the Company; or
- (iii) your relocation by the Company to a facility or a location more than thirty-five (35) miles from your location prior to such relocation.

4. **Severance.** If your employment is terminated by the Company without Cause or if you resign with Good Reason, and if you execute and make irrevocable the Company's standard form of separation agreement and general release of all claims, as in effect at the time of your termination, on or before the deadline set forth therein, then the Company will continue to pay you your base salary in effect immediately prior to your termination, less applicable withholdings and deductions, as well as the employer portions of continuing group medical, dental and/or vision coverage timely elected for you and your covered dependents under the Consolidated Budget Reconciliation Act of 1985, as amended ("COBRA"), for three months following your termination (or, in the case of COBRA subsidies, until you earlier become eligible for comparable coverage under a subsequent employer's group medical, dental and/or vision insurance plans), in accordance with the Company's standard payroll practices in effect from time to time. The severance payments described in this section will begin on the Company's first regular payroll date after the deadline set forth in the separation agreement and general release of all claims, with the first such payment including a catch-up payment for all payments that would theretofore have been made to you if not for the release requirement.
5. **Period of Employment.** Your employment with the Company will continue to be "at will," meaning that either you or the Company will be entitled to terminate your employment at any time and for any reason, with or without cause. Any contrary representations, which may have been made to you, are superseded by this offer. This is the full and complete agreement between you and the Company on this term. Although your job duties, title, compensation and benefits, as well as the Company's personnel policies and procedures, may change from time to time, the "at will" nature of your employment may only be changed in an express written agreement signed by you and a duly authorized officer of the Company.
6. **Withholding Taxes.** All forms of compensation referred to in this letter are subject to reduction to reflect applicable withholding and payroll taxes.
7. **Entire Agreement.** This letter and your Employee Invention Assignment and Confidentiality Agreement dated April 30, 2013, with the Company contain all of the terms of your employment with the Company and supersede any prior offers, negotiations, understandings or agreements, whether oral or written, between you and the Company. You acknowledge that neither the Company nor its agents have made any promise, representation or warranty whatsoever, either express or implied, written or oral, that is not contained in this letter agreement for the purpose of inducing you to execute the agreement, and you acknowledge that you have executed this agreement in reliance only upon such promises, representations and warranties as are contained herein.
8. **Amendment and Governing Law.** This letter agreement may not be amended or modified except by an express written agreement signed by you and a duly authorized officer of the Company. The terms of this letter and the resolution of any disputes will be governed by California law. We hope that you find the foregoing terms acceptable. You may indicate your agreement with these terms and accept this offer by signing and dating the enclosed duplicate original of this letter and returning the document to me.

Sincerely,

/s/ Gerard van Hamel Platerink

Gerard van Hamel Platerink

Director, Augmedix, Inc.

Acknowledged and agreed,

/s/ Ian Shakil

Ian Shakil

**CERTIFICATION PURSUANT TO  
RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,  
AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Emmanuel Krakaris, certify that:

1. I have reviewed this Amendment No. 1 to the Annual Report on Form 10-K of Augmedix, Inc.;
  
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

Date: April 29, 2024

By: /s/ Emmanuel Krakaris

**Emmanuel Krakaris**  
**President, Chief Executive Officer and**  
**Secretary (Principal Executive Officer)**

**CERTIFICATION PURSUANT TO  
RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,  
AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Paul Ginocchio, certify that:

1. I have reviewed this Amendment No. 1 to the Annual Report on Form 10-K of Augmedix, Inc.;
  
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report;

Date: April 29, 2024

By: /s/ Paul Ginocchio

**Paul Ginocchio**  
**Chief Financial Officer**  
**(Principal Financial Officer and**  
**Principal Accounting Officer)**