

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): November 26, 2019

MRI INTERVENTIONS, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

001-34822
(Commission
File Number)

58-2394628
(I.R.S. Employer
Identification Number)

5 Musick
Irvine, Ca. 92618
(Address of principal executive offices, zip code)

(949) 900-6833
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value per share	MRIC	NYSE American

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On November 26, 2019, MRI Interventions, Inc. (the “Company”), in accordance with authority granted by the Company’s board of directors, provided written notice to the NYSE American LLC (the “NYSE American”) of its intention to voluntarily delist its common stock, \$0.01 par value per share (the “Common Stock”), from the NYSE American and to transfer the listing of its Common Stock to the Nasdaq Capital Market (“Nasdaq”). The Company expects the listing and trading of its Common Stock on the NYSE American will cease at market close on December 6, 2019 and that trading of its Common Stock will commence on Nasdaq on December 9, 2019. The Common Stock has been approved for listing on Nasdaq and will continue to trade under its current symbol, “MRIC.”

Item 7.01. Regulation FD Disclosure.

On November 26, 2019, the Company issued a press release announcing the transfer of its Common Stock listing to Nasdaq. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information, including the press release, furnished under this Item 7.01 shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed incorporated by reference into any other filing by the Company under the Exchange Act or the Securities Act of 1933, as amended, except as otherwise expressly stated in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated November 26, 2019

SIGNATURES

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

Date: November 26, 2019

MRI INTERVENTIONS, INC.

By: /s/ Harold A. Hurwitz
Harold A. Hurwitz
Chief Financial Officer



For Immediate Release

MRI Interventions, Inc. Announces Move to Nasdaq Capital Market

IRVINE, Calif., November 26, 2019 – MRI Interventions, Inc. (NYSE American: MRIC) (the “Company”) today announced that it will voluntarily move its stock exchange listing from the NYSE American LLC to the Nasdaq Capital Market. The Company expects its common stock will begin trading on the Nasdaq Capital Market on December 9, 2019, and its shares will continue to trade under its current symbol, “MRIC.”

Joseph Burnett, the Company’s President and CEO commented, “We are excited to have Nasdaq as our new exchange partner, and we look forward to begin trading on the Nasdaq Capital Market in the weeks ahead. As a neuro platform company that bridges medical devices with biologics and gene therapy, we feel that Nasdaq is a natural fit and already includes many of our existing and prospective partners in this space. We believe that this enhanced visibility among biotechnology companies will benefit our customer outreach and in return our stockholders.”

The Company has notified the NYSE American that it will voluntarily delist its common stock from the NYSE American. The last day of trading of the Company’s common stock on the NYSE American is expected to be on December 6, 2019. Until the Company’s common stock begins trading on Nasdaq, the Company’s common stock will continue to trade on the NYSE American under its current symbol, “MRIC.”

About MRI Interventions, Inc.

Building on the imaging power of magnetic resonance imaging (“MRI”), MRI Interventions is creating innovative platforms for performing the next generation of minimally invasive surgical procedures in the brain. The ClearPoint[®] Neuro Navigation System, which has received 510(k) clearance and is CE marked, utilizes a hospital’s existing diagnostic or intraoperative MRI suite to enable a range of minimally invasive procedures in the brain. For more information, please visit www.mriinterventions.com.

Note on Forward-Looking Statements

Statements herein concerning the Company’s plans, growth and strategies may include forward-looking statements within the context of the federal securities laws. Statements regarding the Company’s future events, developments and future performance, as well as management’s expectations, beliefs, plans, estimates or projections relating to the future, including without limitation, the anticipated performance of the Company’s common stock on Nasdaq and the expected benefits to the Company’s shareholders as a result from listing on Nasdaq, are forward-looking statements within the meaning of these laws. Uncertainties and risks may cause the Company’s actual results to differ materially from those expressed in or implied by forward-looking statements. Particular uncertainties and risks include those relating to: future revenues from sales of the Company’s ClearPoint Neuro Navigation System products; the Company’s ability to market, commercialize and achieve broader market acceptance for the Company’s ClearPoint Neuro Navigation System products; and estimates regarding the sufficiency of the Company’s cash resources. More detailed information on these and additional factors that could affect the Company’s actual results are described in the “Risk Factors” section of the Company’s Annual Report on Form 10-K for the year ended December 31, 2018, and the Company’s Quarterly Reports on Form 10-Q for the periods ended March 31, 2019, June 30, 2019 and September 30, 2019, all of which have been filed with the Securities and Exchange Commission.



For More Information

MRI Interventions, Inc.

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