

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): **June 9, 2016 (June 7, 2016)**

MRI INTERVENTIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware
*(State or other jurisdiction
of incorporation)*

000-54575
*(Commission
File Number)*

58-2394628
*(IRS Employer
Identification No.)*

**5 Musick
Irvine, CA**
(Address of principal offices)

92618
(Zip Code)

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

(Former name or former address, if changed since last report)

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

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

Item 5.07. Submission of Matters to a Vote of Security Holders.

The annual meeting of the stockholders of MRI Interventions, Inc. (the “Company”) was held on June 7, 2016 (the “Annual Meeting”). At the Annual Meeting, the Company’s stockholders considered and voted on the following proposals:

- (1) The election of nine directors to serve until the 2017 annual meeting of stockholders; and
- (2) The ratification of the appointment of Cherry Bekaert LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2016.

The final voting results for each proposal are described below. For beneficial owners holding the Company’s common stock at a bank or broker institution, a “broker non-vote” occurred if the owner failed to give voting instructions, and the bank or broker was otherwise restricted from voting on the owner’s behalf.

1. **Election of Directors.** The following named persons were elected as directors of the Company to serve until the 2017 annual meeting of stockholders or until their successors have been duly elected and qualified or until their earlier death, resignation, disqualification or removal. The votes were cast as follows:

	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Pascal E.R. Girin	35,989,230	4,074,084	25,308,421
Francis P. Grillo	39,999,640	63,674	25,308,421
Kimble L. Jenkins	36,027,569	4,035,745	25,308,421
Charles K. Koob	35,988,230	4,075,084	25,308,421
Philip A. Pizzo	35,993,230	4,070,084	25,308,421
Timothy T. Richards	35,992,230	4,071,084	25,308,421
Andrew K. Rooke	35,989,230	4,074,084	25,308,421
Maria Sainz	36,026,230	4,037,084	25,308,421
John N. Spencer, Jr.	35,953,230	4,110,084	25,308,421

2. **Ratification of Independent Registered Public Accounting Firm.** The stockholders ratified the appointment of Cherry Bekaert LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2016. The votes were cast as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
65,204,380	68,469	98,886

Item 7.01 Regulation FD Disclosure

On June 9, 2016, the Company posted two investor presentations to its website at <http://ir.stockpr.com/mriinterventions/investor-presentation>. Copies of the investor presentations are being furnished herewith as Exhibits 99.1 and 99.2. The Company may use the investor presentations from time-to-time in conversations with analysts, investors and others.

The information in Item 7.01 of this Form 8-K, as well as Exhibits 99.1 and 99.2 attached hereto, shall not be deemed “filed” for the purposes of Section 18 of the Exchange Act, nor shall it be deemed incorporated by reference in any filing under the Securities Act, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

The information contained in Exhibits 99.1 and 99.2 is summary information that is intended to be considered in the context of the Company’s filings with the Securities and Exchange Commission (“SEC”) and other public announcements that the Company may make from time-to-time, by press release or otherwise. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although it may do so from time-to-time as its management believes is warranted. Any such updating may be made through the filing or other reports or documents with the SEC, through press releases or other public disclosure.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are furnished herewith:

Exhibit 99.1 MRI Interventions, Inc. Investor Presentation dated June 9, 2016

Exhibit 99.2 LD Micro Invitational Investor Presentation dated June 9, 2016

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.

MRI INTERVENTIONS, INC.

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

Date: June 9, 2016

INDEX TO EXHIBITS

<u>Exhibit Number</u>	<u>Description</u>
Exhibit 99.1	MRI Interventions, Inc. Investor Presentation dated June 9, 2016
Exhibit 99.2	LD Micro Invitational Investor Presentation dated June 9, 2016



Ticker: MRIC

Investor Presentation

June 9, 2016



Transforming minimally invasive neurosurgery by enabling real-time visualization with MRI

Certain statements in this presentation may constitute forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements often can be identified by words such as "anticipates," "believes," "could," "estimates," "expects," "intends," "may," "plans," "potential," "predicts," "projects," "should," "will," "would," or the negative of these words or other words of similar meaning. Forward-looking statements by their nature address matters that, to different degrees, are uncertain and involve risk. Uncertainties and risks may cause MRI Interventions' actual results and the timing of events to differ materially from those expressed in or implied by MRI Interventions' forward-looking statements. Particular uncertainties and risks include, among others: demand and market acceptance of our products; our ability to successfully expand, and achieve full productivity from, our sales, clinical support and marketing capabilities; availability and adequacy of reimbursement from third party payors for procedures utilizing our products; the sufficiency of our cash resources to maintain planned commercialization efforts and research and development programs; future actions of the FDA or any other regulatory body that could impact product development, manufacturing or sale; our ability to protect and enforce our intellectual property rights; our dependence on collaboration partners; the impact of competitive products and pricing; the impact of the commercial and credit environment on us and our customers and suppliers; and our ability to successfully complete the development of, and to obtain regulatory clearance or approval for, our ClearTrace system. More detailed information on these and additional factors that could affect MRI Interventions' actual results and the timing of events are described in its filings with the Securities and Exchange Commission. Except as required by law, we undertake no obligation to publicly update or revise any forward-looking statements made in this presentation to reflect any change in our expectations or any change in events, conditions or circumstances on which any such statements are based.

Navigation System for Neurosurgery Procedures

- **Electrode placement** for deep brain stimulation
- **Laser Ablation** for ablation of epileptic foci or Brain Tumors
- **Brain Tumor Biopsy** for deep seated tumors
- **Precise Drug Delivery** to target lesions

Market Potential

- **Market potential**
 - 55,000 potential ClearPoint procedures across multiple therapies

Focused, Commercial Business

- **Focused commercial effort in neurosurgery; FDA/CE cleared products**
 - Enabling real-time MRI guided surgery; FDA-cleared, CE-marked and 45+ ClearPoint sites
 - Compatible with all major MRI manufacturers; multiple devices
 - Attractive razor/razorblade business model with strong potential
 - Established, proprietary IP position

Financial Results

- **Revenue of ~\$1.4 mm in Q1, 2016**
- **Focused on reducing operating cash burn**
- **Solid gross margins on disposable product (65%+)**

Key Management

<i>Executive</i>	<i>Title</i>	<i>Prior Experience</i>
Frank Grillo	President, CEO	
Peter Piferi	COO	
Wendelin Maners	VP Marketing	
Robert Korn	VP Sales	
Hal Hurwitz	CFO	

Board of Directors

Kimble Jenkins, Chairman Morgan Keegan	Maria Sainz CARDIOKINETICS stryker GUIDANT	Dr. Phillip Pizzo STANFORD SCHOOL OF MEDICINE Stanford University Medical Center	Pascal Girin WRIGHT. 	Timothy Richards VNUS COVIDIEN B BRAUN SHARING EXPERTISE	Frank Grillo, CEO Boston Scientific KYPHON INTUITIVE SURGICAL
	Jack Spencer ERNST & YOUNG	Charles Koob Simpson Thacher	Andrew Rooke Major Investor		

Without ClearPoint, minimally invasive neuro procedures are performed “blind”

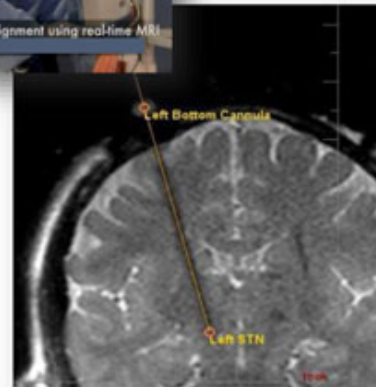


Conventional Stereotactic Procedure



No real-time visualization

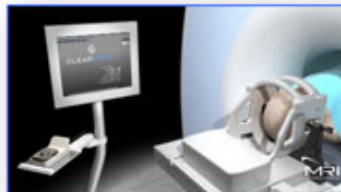
ClearPoint Neuro Procedure



Next generation platform enabling real-time, MRI-guided, minimally invasive brain surgery

ClearPoint® Neuro Navigation System

Integrated Software, Hardware and Single-Use MRI Safe Devices



- **ClearPoint Software**
 - Proprietary software for targeting and trajectory calculation / determination
 - Dicom image based
- **SmartFrame®; SmartGrid®**
 - Single use devices, with MRI fiducials “seen” in MRI images, enable targeting and trajectory calculations
 - Proprietary drape for creating sterile environment
- **MRI Safe Hardware**
 - Head fixation frame, monitor, other components for the procedure

Compatible with All Major MRI Platforms

SIEMENS

PHILIPS

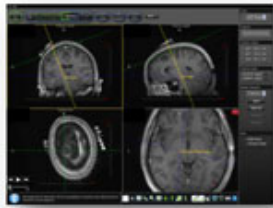
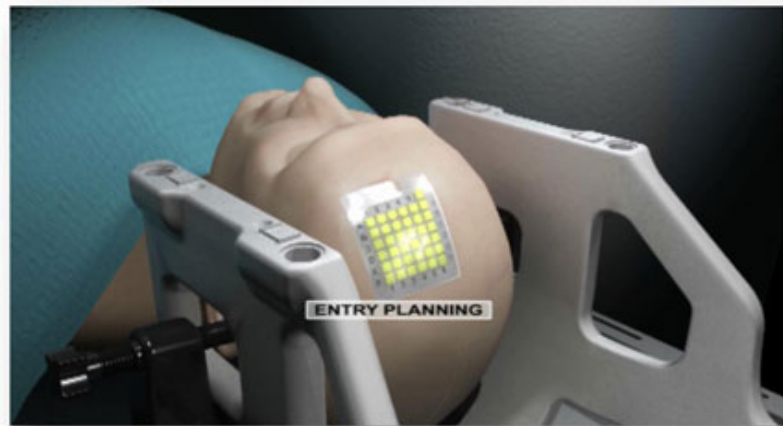
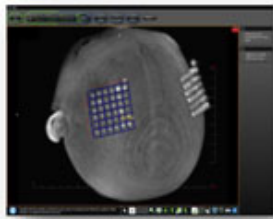
GE Healthcare

IMRIS

BrainSUITE



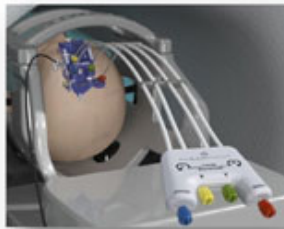
Target Selection & Entry Planning



SmartFrame® Trajectory Guide



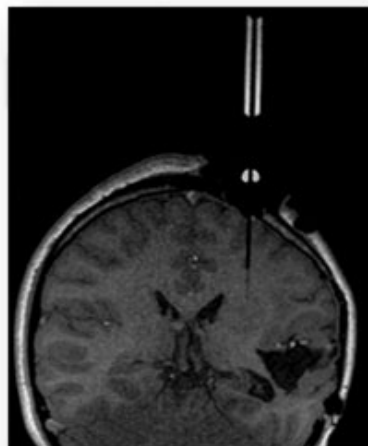
SmartFrame® Hand Controller



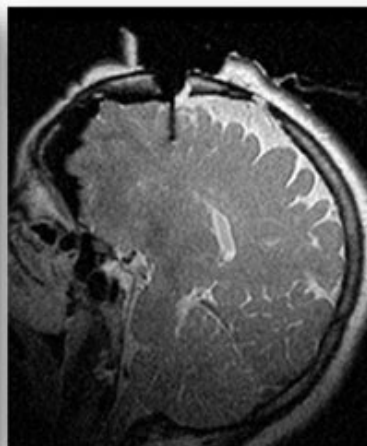
Trajectory Alignment & Device Insertion



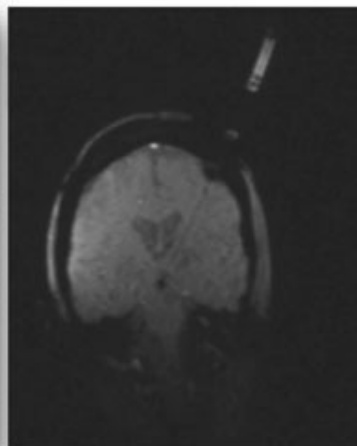
Delivery of Neurological Therapy



Drug Delivery¹



Electrode Placement



Laser Ablation²

(1) Drug Delivery - The SmartFlow[®] cannula received 510(k) clearance for injection of cytarabine, a chemotherapy drug, to the ventricles or removal of CSF from the ventricles during intracranial procedures. Delivery of other therapeutic agents, and delivery of agents to other areas of the brain, using the SmartFlow cannula is investigational.

(2) Laser Ablation - MR Thermometry is an MRI-based functionality available on most MR scanner platforms and it is a feature built into products from several third party vendors. The ClearPoint system enables MRI-guided procedures and allows physicians to use this inherent MR capability during a procedure.

Increase Patients

- Better potential patient experience provides hospitals the opportunity to reach additional patient populations that may otherwise forego surgery
- 65% of eligible DBS patients refuse treatment, due to fear of surgery⁽¹⁾

Established, Attractive Reimbursement

- Move procedures from the more expensive OR to the less expensive MR suite, with equivalent reimbursement

Improved Utilization of Existing MRI's

- 1 hour of MR Scanner time used for diagnostic imaging could generate \$1,200⁽²⁾
- 1 hour of MR scanner time used for a ClearPoint procedure could generate \$5,275⁽³⁾
- Utilizes existing MRI's already in hospital



(1) Medtronic Investor Presentation, June, 2014

(2) Estimated average US hospital-based MRI suite revenue per hour for outpatient diagnostic scans, based on data gathered by MRI Interventions. Excludes professional fees. Actual revenues will vary by hospital, procedure and payor.

(3) Based on a weighted average payment to MRI Interventions' customers (as of September 2014) for an electrode placement procedure for Medicare and private insurance patients, calculated by MRI Interventions using a payor mix weighted 67% to average Medicare reimbursement and 33% to average private insurance reimbursement. Average Medicare reimbursement calculated as the weighted average Medicare payment for MRI Interventions' customers (as of September 2014) for an electrode placement procedure under MS-DRGs 025, 026 and 027. Average private insurance reimbursement calculated as 1.5x Medicare reimbursement, based on published data. Hourly amount assumes 4.5 hour procedure duration. Excludes professional fees. Actual revenues will vary by hospital, procedure and payor.

Multi-Therapy MRI-Guided Navigational System



Notable Neurosurgeon Supporters



Dr. Philip Starr
ASSFN Past President



Dr. Paul Larson
UCSF & VA



Dr. Robert Gross
Emory University



Dr. Robert Wharen, Jr.
Mayo Clinic -
Jacksonville

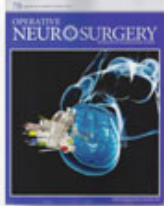


Dr. Krys Bankiewicz
Bankiewicz Lab, UCSF



Dr. Russ Lonser
OSU - NIH

Published Peer-Reviewed Journal Support



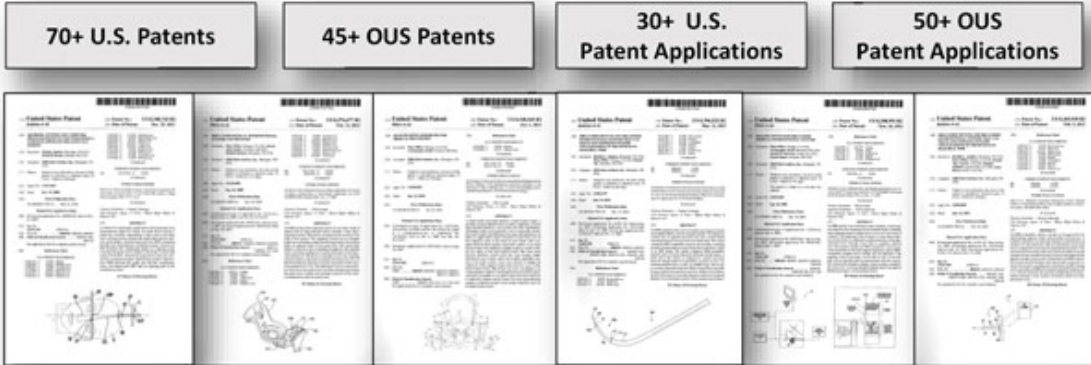
Compatible With Multiple Therapies



SmartFlow™ cannula for local drug delivery

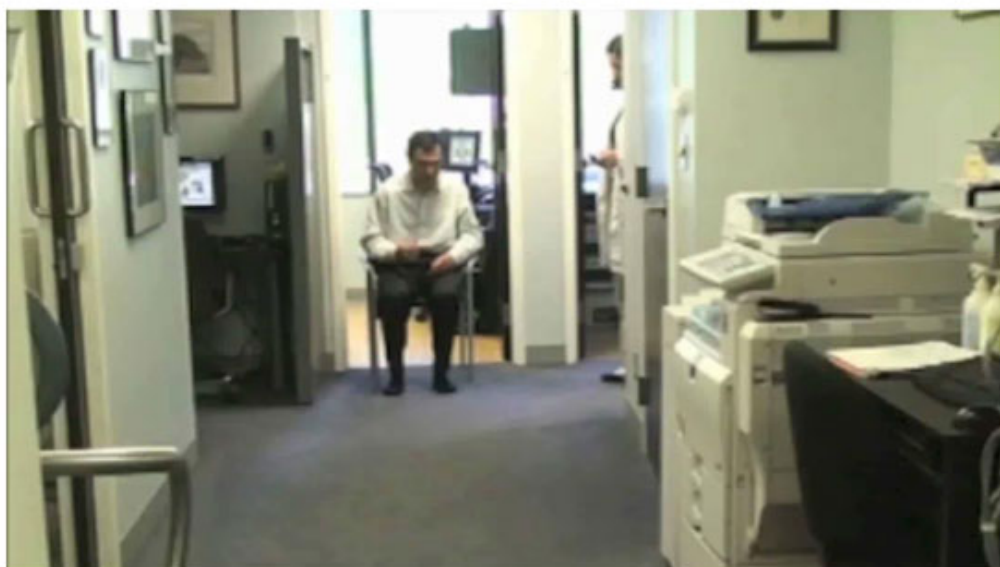
Patented Intellectual Property

Close to 100 issued patents around the world



- ***Issued patents cover areas such as:*** MRI-guided surgical systems that include software and devices; the SmartFrame® trajectory guide; other ClearPoint® disposable components; active intracranial probes; MRI-compatible catheters and Hand Drill; MRI-safety technology; Scalp Mount Base
- Key ClearPoint-related patents do not begin to expire until 2027

Martin's Story ClearPoint-Enabled Electrode Placement



7 days after ClearPoint procedure – Arrow Indicates Surgery Site



ClearPoint's Use in Drug Delivery

Seven Programs Underway Now...










Major Challenges in Delivering Drugs to the Brain

- Blood brain barrier blocks systemic delivery of almost all drugs – 98% of small molecules
- Direct injection without ClearPoint is blind, so target is frequently missed
 - *Neopharm Trial - 51% of 572 catheters failed to meet all positioning criteria (did not use ClearPoint)*

Major Benefits of Drug Delivery with ClearPoint

- Excellent accuracy of delivery, combined with real time MRI visualization, provides confidence that drug is being delivered at target
- For short infusion times, drug delivery and diffusion can be visualized with real-time MRI

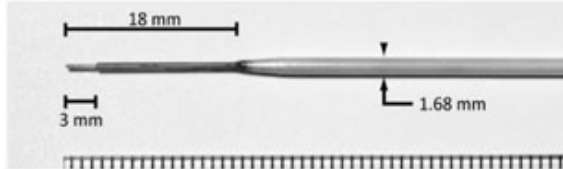
Current Trials:

	AAV2-hAADC for Parkinson's disease - Phase 1 Study at UCSF - Initial sponsorship by Michael J. Fox Foundation		IL13 for Brain Tumor - Phase 1 study at the NIH
	AAV2-GDNF for Parkinson's disease - Phase 1 Study at the NIH		Radio Immunotherapy for Brain Tumor - Phase 1 Study at MSK
	MDNA55 for Recurrence or Progression of Glioblastoma - Preparing Phase 2		Nanoliposomal Irinotecan for Brain Tumor – - Phase 1 Study at UCSF
	Human Parthenogenetic Stem Cell-Derived Neural Stem Cells for Parkinson's disease - Pre-clinical leading to Phase 1		

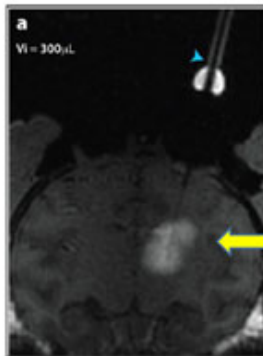
ClearPoint Drug Delivery



- MR visualization of neuro target
- MR-guided placement of catheter
- Therapeutic agent delivered under MR-guidance*



Specialized drug delivery cannula's / catheters



Drug infusion is visible real time under MRI

Laboratory Investigation

Stimulatory Functional Neurosurgery

November 4, 2016 (Volume 2016, 0001-0012) | Received September 16, 2016
DOI: 10.1002/mbb2.12144 | Accepted for publication September 15, 2016
Published online March 21, 2017

Novel Platform for MRI-Guided Convection-Enhanced Delivery of Therapeutics: Preclinical Validation in Nonhuman Primate Brain

E. Mark Richardson^{1*}, Adam P. Kralj¹, Kathryn H. Rosenbluth¹, Ernesto Aguilar Salgado¹, Massimo S. Fardella², Paul S. Larson¹, Philip A. Starr¹, Abhinav J. Mariani¹, Russell R. Linnarsson¹, L. Lachy¹, John R. Kirsch¹, and Kayrol J. Bankiewicz¹

¹Departments of Neurological Surgery and ²Neurology, University of California San Francisco, San Francisco, California, USA

Interventional MRI-guided Putaminal Delivery of AAV2-GDNF for a Planned Clinical Trial in Parkinson's Disease

E. Mark Richardson¹, Adam P. Kralj¹, Kathryn H. Rosenbluth¹, Ernesto Aguilar Salgado¹, Massimo S. Fardella², Paul S. Larson¹, Philip A. Starr¹, Abhinav J. Mariani¹, Russell R. Linnarsson¹, L. Lachy¹, John R. Kirsch¹, and Kayrol J. Bankiewicz¹

¹Departments of Neurological Surgery and ²Neurology, University of California San Francisco, San Francisco, California, USA

Conclusion: The ClearPoint system allows Real-time Convection-enhanced Delivery to be performed with a high level of precision, predictability, and safety.

Abstract
Background: MRI-guided convection-enhanced delivery (CED) of gene therapy vectors allows precise targeting of deep brain structures. We describe the development of a novel platform for MRI-guided CED of AAV2-GDNF in nonhuman primates. Methods: We describe the design of a novel platform for MRI-guided CED of AAV2-GDNF in nonhuman primates. Results: We describe the design of a novel platform for MRI-guided CED of AAV2-GDNF in nonhuman primates. Conclusion: The ClearPoint system allows Real-time Convection-enhanced Delivery to be performed with a high level of precision, predictability, and safety.

KEYWORDS
Convection-enhanced delivery, MRI-guided, Parkinson's disease, gene therapy

INTRODUCTION
Despite the efficacy of deep brain stimulation for treating motor symptoms of Parkinson's disease (PD), this therapy does not slow disease progression by restoring gene therapy after an

CONCLUSION
The ClearPoint system allows Real-time Convection-enhanced Delivery to be performed with a high level of precision, predictability, and safety.

INTRODUCTION
Despite the efficacy of deep brain stimulation for treating motor symptoms of Parkinson's disease (PD), this therapy does not slow disease progression by restoring gene therapy after an

CONCLUSION
The ClearPoint system allows Real-time Convection-enhanced Delivery to be performed with a high level of precision, predictability, and safety.

* CAUTION: SmartFlow™ Cannula is approved for injection of Cytarabine or removal of CSF from the ventricles during intracranial procedures. Uses other than the approved indication are limited by Federal law to investigational use.

The ClearPoint Difference



With ClearPoint	Without ClearPoint (Stereotactic)
Direct, high resolution visualization; Performed in an MRI Suite	No direct visualization; Performed in an operating room
Highly accurate, based on real time images	Accuracy to target based only on prior images
Patient may be under general anesthesia ⁽¹⁾	Patient may be awake for own brain surgery ⁽¹⁾
MRI only procedure - One procedure, one place	May require OR and MRI for same procedure (laser ablation)
Patient stays in one location	No need to transfer patient from OR to MRI in middle of laser ablation procedure
Real time observation of drug diffusion	Drug diffusion estimated based on algorithm

Better for Patients

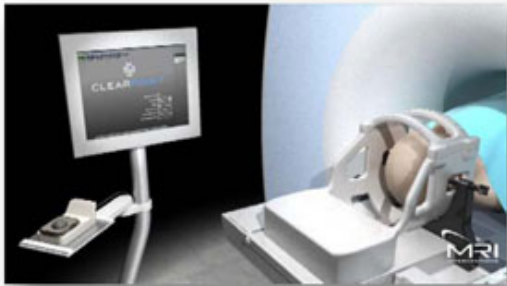
Better for Surgeons

Better for Hospitals

⁽¹⁾ Microelectrode recording and macrostim are processes that involve listening to neuronal firings (i.e., physiological recordings) and observing physiological responses to stimuli during brain surgery. In connection with our 510(k) clearance in 2010, the FDA requested a warning within ClearPoint's Instructions for Use based on the lack of data with respect to deep brain stimulation (DBS) procedures. The warning states that the ClearPoint system, alone, should not be used to guide a DBS lead to a specific brain target and that final placement of DBS leads requires physiological recordings to confirm that they are located in the correct brain target and functioning as intended.

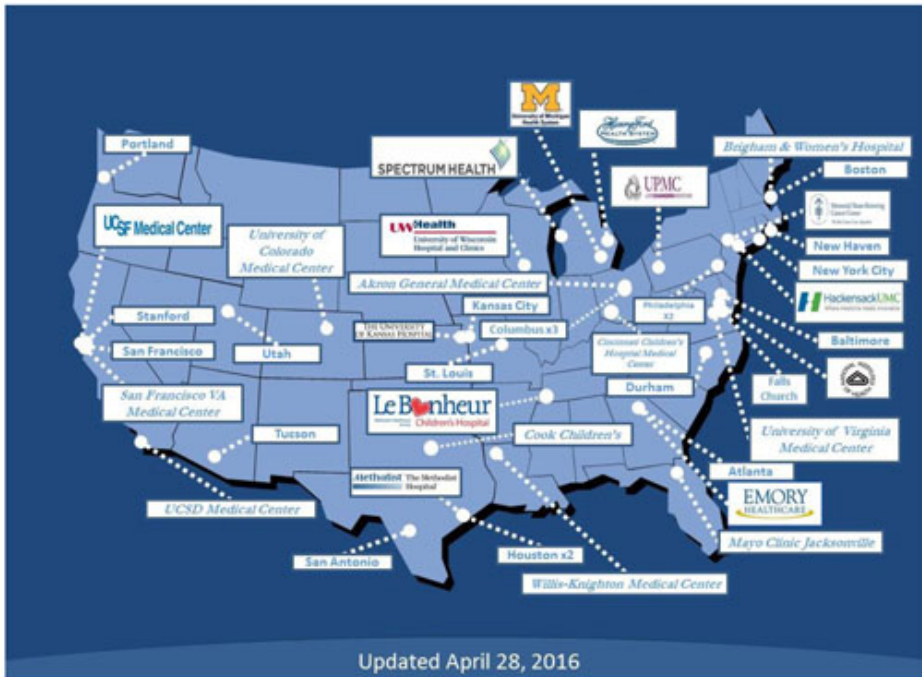
BUSINESS MODEL – RAZOR / RAZORBLADE

- ClearPoint Hardware/Software: \$100,000 - \$150,000 ASP
- ClearPoint Disposables: \$7,500 (average) ASP per procedure with potentially strong margins
- Recurring revenue from the sale of disposables
- Procedures covered by existing inpatient DRG reimbursement codes



Growing the ClearPoint Footprint

Installed Base of 45 sites in the US



Europe: Warsaw, Poland



Emory University Hospital



UCSF Medical Center



Brigham and Women's Hospital

	<u>Parkinson's</u>	<u>Epilepsy</u>	<u>Brain Tumors</u>
Total Prevalence (US)	1,500,000	2,200,000	80,000 (annual diagnosis)
Prevalence – Drug Treatment Resistant (DTR)	125,000	264,000	
Incidence – DTR	7,500	18,000	Resections: 80,000 Stereotactic Biopsy: 10,000
ClearPoint Enabled Therapy	Electrode Placement (DBS)	Laser Ablation RNS ¹	Biopsy / Laser Ablation / Drug Delivery
Potential ClearPoint Procedures, Annually ²	12,500	28,000	14,500

55,000+ Potential Procedures Per Year

Note: Prevalence and Incidence based on either market research conducted by a third party on behalf of MRI Interventions or research conducted by MRI Interventions of publicly available sources.

(1) Responsive neurostimulation device (RNS)

(2) Potential Annual ClearPoint Procedures based upon 5% of prevalence and 85% of incidence; Potential Annual ClearPoint Procedures for brain tumors based on market research conducted by a third party on behalf of MRI Interventions.

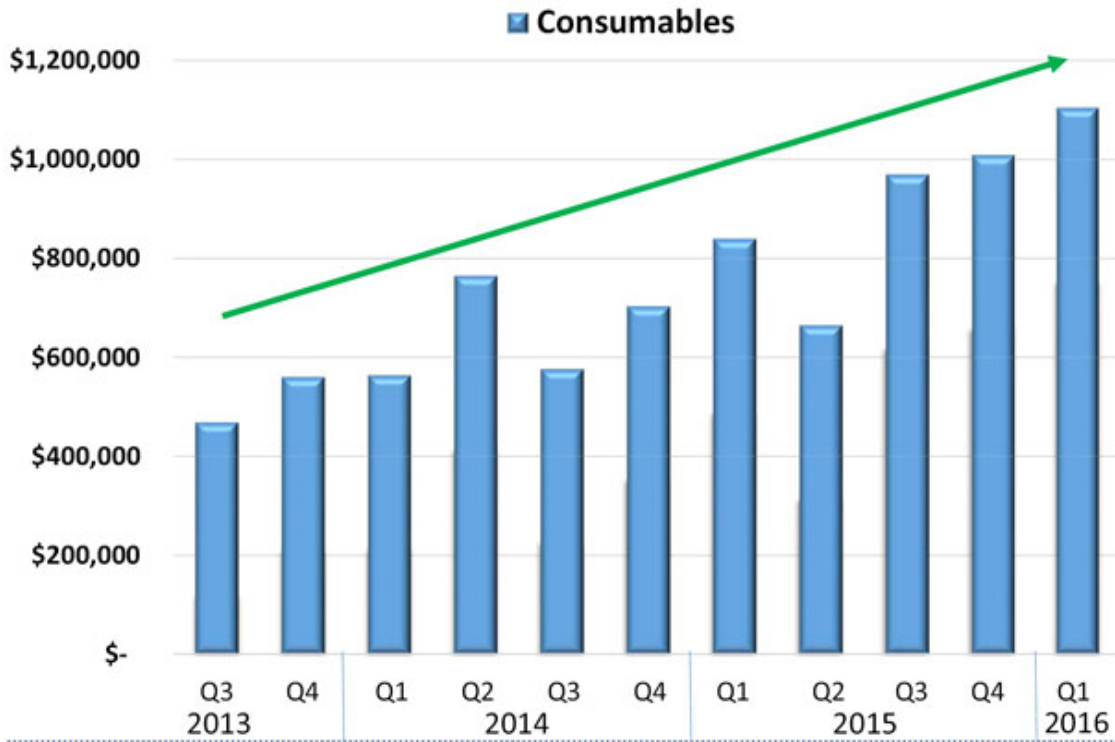
ClearPoint Future Opportunities

Multiple Therapies for Future Growth

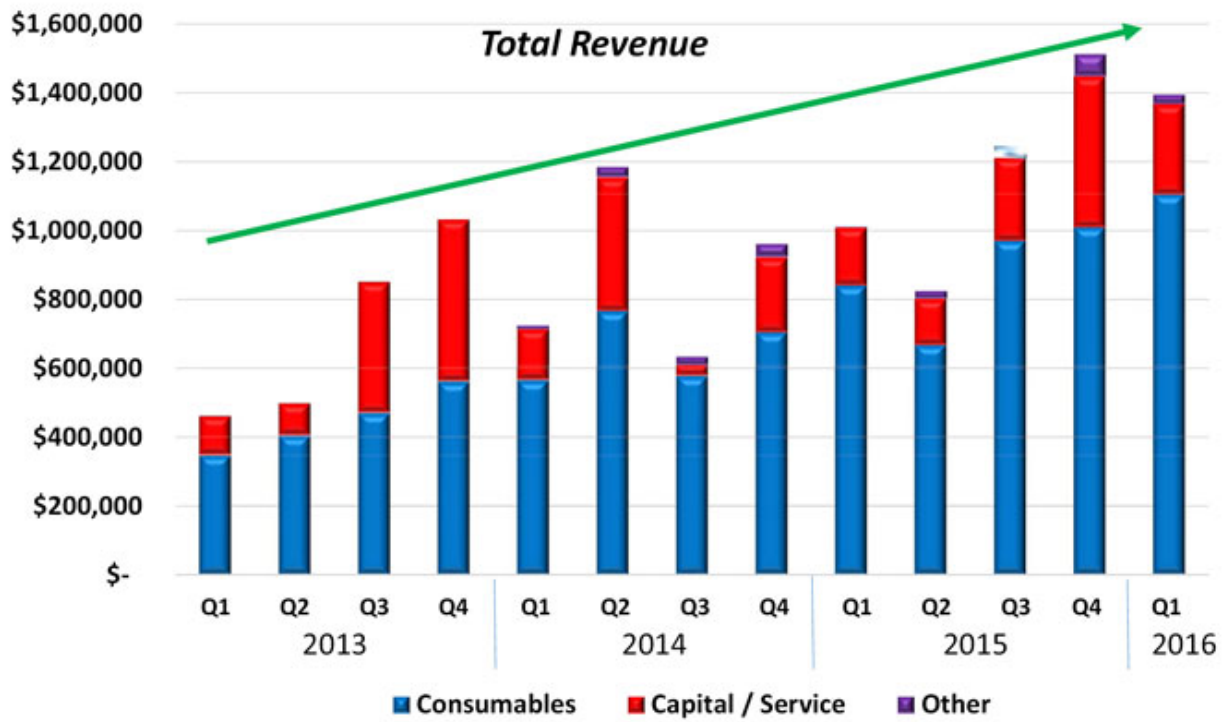


<u>Neuro Disorder</u>	<u>Patient Population</u>	<u>Treatment Resistant Patient Population</u>	<u>ClearPoint Enabled Therapy</u>	<u>Current Status</u>
Dystonia	250,000	25,000	DBS	Active Use, HDE
OCD	3,300,300	100,000	DBS	Active Use, HDE
Severe Depression	6,000,000	1,200,000	DBS	IDE Trials (DBS)
Parkinson's Disease	1,500,000	125,000	Drug Delivery	Clinical Trials – Phase 1
Brain Tumors (GBM)	11,000	11,000	Drug Delivery	Clinical Trials – Phase 1
Huntington's	30,000	30,000	Drug Delivery	Pre-Clinical
ALS	30,000	30,000	Drug Delivery	Pre-Clinical
Alzheimer's	5,400,000	500,000	DBS	Research

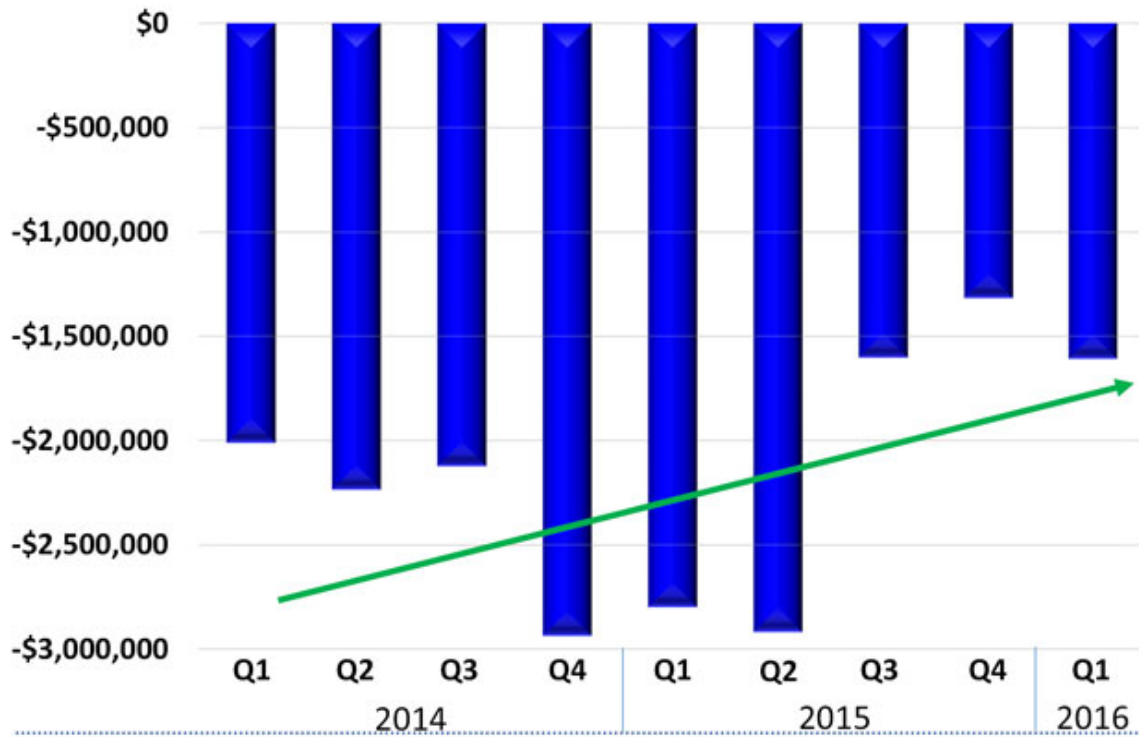
ClearPoint Consumable Revenues



Total Revenue, 2013 - 2015



Cash Flow From Operations



Increase Utilization

- Focus on adding surgeons at existing accounts
- Target high volume sites, including epilepsy and tumor neurosurgeons within each account; gain greater share of their procedures
- Add Clinical Specialists and sales reps to commercial team; compensate for utilization growth

Enhance Communication

- Increase peer-to-peer events, presence at trade shows
- Highlight existing data on ClearPoint applications to neurologists and neurosurgeons
- Communicate value proposition across procedures:
 - Accuracy
 - Real time visualization
 - Improved workflow
 - Increase patient volume

Expand Account Base

- Identify highest volume potential accounts across multiple procedures
- Support local hospital marketing efforts
- Capitalize on interest in drug delivery to expand in oncology accounts

Achieve Cash Breakeven

- Tightly control working capital, consumption of cash
- Hire additional personnel only in key functions – commercial team; engineering

At the Center of an Emerging Industry Trend



MRI is at the point of convergence in an industry trend impacting some of the most influential and innovative medical device companies in the world



Ticker: MRIC

MRI Interventions, Inc.
Irvine, CA

949.900.6833

mriinterventions.com



Transforming minimally invasive neurosurgery by enabling real-time visualization with MRI



Ticker: MRIC

LD Micro Invitational *Investor Presentation*

June 9, 2016



Transforming minimally invasive neurosurgery by enabling real-time visualization with MRI

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- **Focused commercial effort in neurosurgery; FDA/CE cleared products**
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 - Compatible with all major MRI manufacturers; multiple devices
 - Attractive razor/razorblade business model with strong potential
 - Established, proprietary IP position

Financial Results

- **Revenue of ~\$1.4 mm in Q1, 2016**
- **Focused on reducing operating cash burn**
- **Solid gross margins on disposable product (65%+)**

Leadership – Extensive Med Device Experience



Key Management

<i>Executive</i>	<i>Title</i>	<i>Prior Experience</i>
Frank Grillo	President, CEO	INTUITIVE SURGICAL™, KYPHON- BOSTON SCIENTIFIC
Peter Piferi	COO	Ethicon, HeartWare, Cordis
Wendelin Maners	VP Marketing	Boston Scientific, CSA MEDICAL
Robert Korn	VP Sales	Medtronic, Codman
Hal Hurwitz	CFO	pwc, ev3

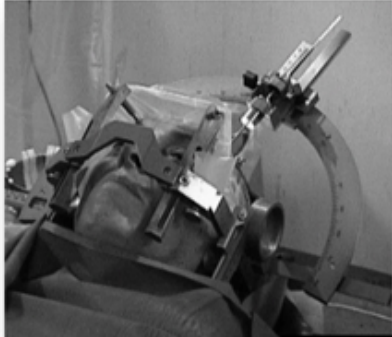
Board of Directors

Kimble Jenkins, Chairman MRI INTERVENTIONS Morgan Keegan <small>Morgan Keegan & Company, LLC</small>	Maria Sainz CARDIOKINETICS concentric stryker GUIDANT	Dr. Phillip Pizzo STANFORD SCHOOL OF MEDICINE <small>Stanford University Medical Center</small>	Pascal Girin WRIGHT. ev3	Timothy Richards VNUS COVIDIEN B BRAUN SHARING EXPERTISE	Frank Grillo, CEO Boston Scientific KYPHON- BOSTON SCIENTIFIC INTUITIVE SURGICAL™
	Jack Spencer ERNST & YOUNG	Charles Koob Simpson Thacher	Andrew Rooke Major Investor		

Without ClearPoint, minimally invasive neuro procedures are performed “blind”



Conventional Stereotactic Procedure

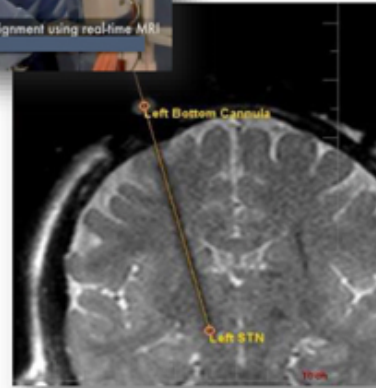


No real-time visualization

ClearPoint Neuro Procedure



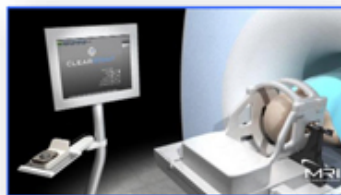
dialing-in the correct alignment using real-time MRI



Next generation platform enabling real-time, MRI-guided, minimally invasive brain surgery

ClearPoint® Neuro Navigation System

Integrated Software, Hardware and Single-Use MRI Safe Devices



- **ClearPoint Software**
 - Proprietary software for targeting and trajectory calculation / determination
 - Dicom image based
- **SmartFrame®; SmartGrid®**
 - Single use devices, with MRI fiducials “seen” in MRI images, enable targeting and trajectory calculations
 - Proprietary drape for creating sterile environment
- **MRI Safe Hardware**
 - Head fixation frame, monitor, other components for the procedure

Compatible with All Major MRI Platforms

SIEMENS

PHILIPS

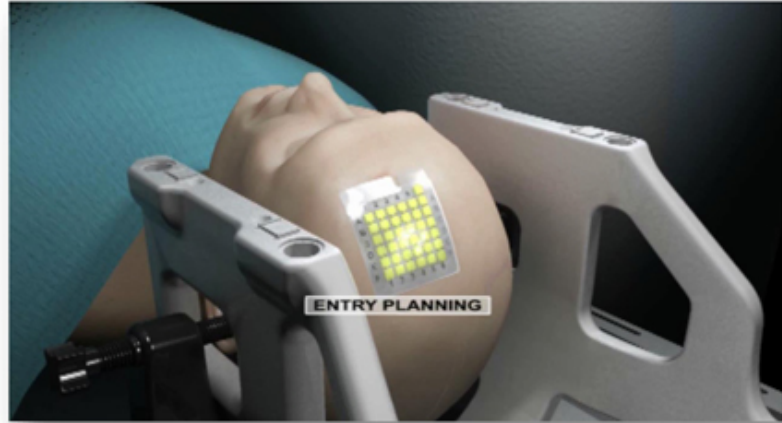
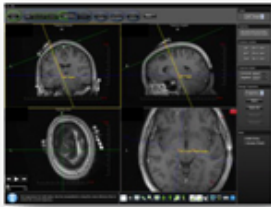
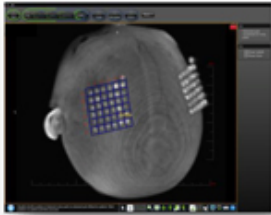
GE Healthcare

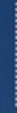
IMRIS

BrainSUITE



Target Selection & Entry Planning

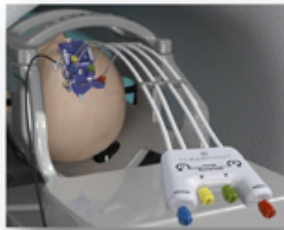




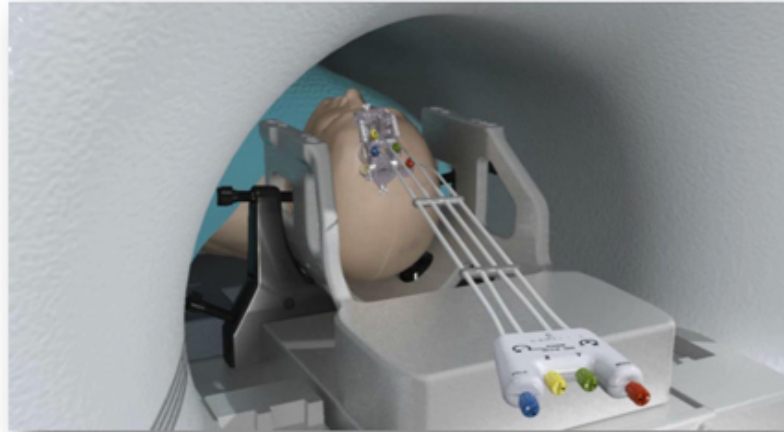
SmartFrame® Trajectory Guide



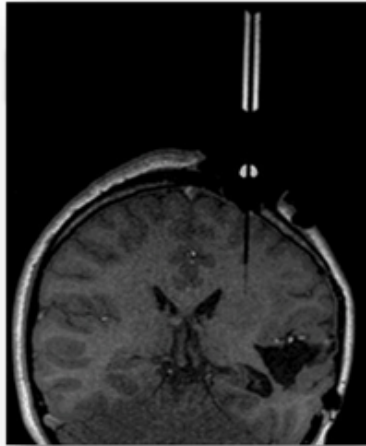
SmartFrame® Hand Controller



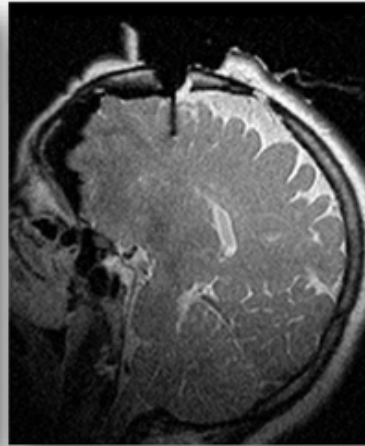
Trajectory Alignment & Device Insertion



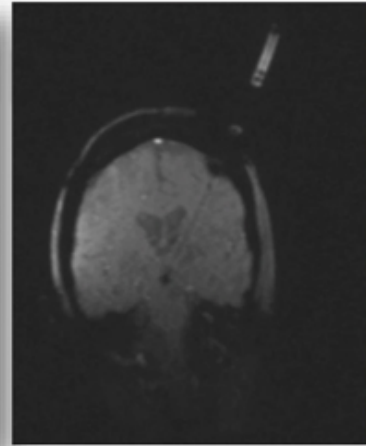
Delivery of Neurological Therapy



Drug Delivery¹



Electrode Placement



Laser Ablation²

- (1) Drug Delivery - The SmartFlow[®] cannula received 510(k) clearance for injection of cytarabine, a chemotherapy drug, to the ventricles or removal of CSF from the ventricles during intracranial procedures. Delivery of other therapeutic agents, and delivery of agents to other areas of the brain, using the SmartFlow cannula is investigational.
- (2) Laser Ablation - MR Thermometry is an MRI-based functionality available on most MR scanner platforms and it is a feature built into products from several third party vendors. The ClearPoint system enables MRI-guided procedures and allows physicians to use this inherent MR capability during a procedure.

Multi-Therapy MRI-Guided Navigational System



Notable Neurosurgeon Supporters



Dr. Philip Starr
ASSFN Past President



Dr. Paul Larson
UCSF & VA



Dr. Robert Gross
Emory University



Dr. Robert Wharen, Jr.
Mayo Clinic -
Jacksonville



Dr. Krys Bankiewicz
Bankiewicz Lab, UCSF

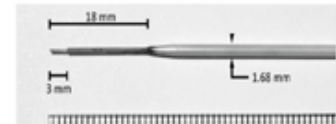


Dr. Russ Lonser
OSU - NIH

Published Peer-Reviewed Journal Support



Compatible With Multiple Therapies



SmartFlow™ cannula for local drug delivery

Patented Intellectual Property

Over 100 issued patents around the world



70+ U.S. Patents

45+ OUS Patents

20+ U.S.
Patent Applications

30+ OUS
Patent Applications



- ***Issued patents cover areas such as:*** MRI-guided surgical systems that include software and devices; the SmartFrame® trajectory guide; other ClearPoint® disposable components; active intracranial probes; MRI-compatible catheters and Hand Drill; MRI-safety technology; Scalp Mount Base
- Key ClearPoint-related patents do not begin to expire until 2027

Martin's Story ClearPoint-Enabled Electrode Placement



7 days after ClearPoint procedure – Arrow Indicates Surgery Site



ClearPoint's Use in Drug Delivery

Seven Programs Underway Now...



Major Challenges in Delivering Drugs to the Brain

- Blood brain barrier blocks systemic delivery of almost all drugs – 98% of small molecules
- Direct injection without ClearPoint is blind, so target is frequently missed
 - *Neopharm Trial - 51% of 572 catheters failed to meet all positioning criteria (did not use ClearPoint)*

Major Benefits of Drug Delivery with ClearPoint

- Excellent accuracy of delivery, combined with real time MRI visualization, provides confidence that drug is being delivered at target
- For short infusion times, drug delivery and diffusion can be visualized with real-time MRI

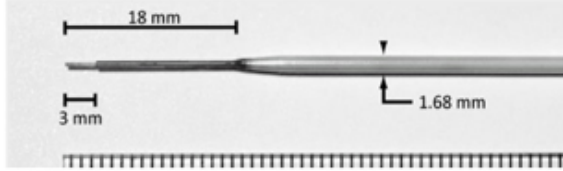
Current Trials:

	AAV2-hAADC for Parkinson's disease – Phase 1 Study at UCSF - Initial sponsorship by Michael J. Fox Foundation		IL13 for Brain Tumor - Phase 1 study at the NIH
	AAV2-GDNF for Parkinson's disease – Phase 1 Study at the NIH		Radio Immunotherapy for Brain Tumor – Phase 1 Study at MSK
	MDNA55 for Recurrence or Progression of Glioblastoma - Preparing Phase 2		Nanoliposomal Irinotecan for Brain Tumor – - Phase 1 Study at UCSF
	Human Parthenogenetic Stem Cell-Derived Neural Stem Cells for Parkinson's disease - Pre-clinical leading to Phase 1		

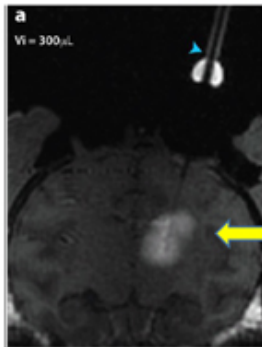
ClearPoint Drug Delivery



- MR visualization of neuro target
- MR-guided placement of catheter
- Therapeutic agent delivered under MR-guidance*



Specialized, FDA-cleared drug delivery cannula's / catheters



Drug infusion is visible real time under MRI

Growing Set of Peer-reviewed Publications...

Stroke and Neurosurgery
Stroke 2015; 46(12):2234-2241
 DOI: 10.1161/STROKEAHA.115.123456

Novel Platform for Enhanced Delivery Validation in Non-human Primate
 R. Mark Richardson*, Adrian P. Kralj, Kathryn H. Rosenblatt, Ernesto Aguilar Salgado, Massimo S. Fanciulli, Paul S. Larson, Philip A. Starr, Marjan J. Martini, Russell R. Linnar, Kyrilof S. Barbot, and Douglas S. Greiner
 Departments of Neurological Surgery and Therapeutics Inc., Irvine, Calif., USA

Laboratory Investigation
 Received November 10, 2015
 Accepted for publication February 14, 2016
 Published online April 16, 2016

Interventional MRI-guided Putaminal Delivery of AAV2-GDNF for a Planned Clinical Trial in Parkinson's Disease
 R. Mark Richardson*, Adrian P. Kralj, Kathryn H. Rosenblatt, Ernesto Aguilar Salgado, Massimo S. Fanciulli, Paul S. Larson, Philip A. Starr, Marjan J. Martini, Russell R. Linnar, Kyrilof S. Barbot, and Douglas S. Greiner
 *Departments of California San Francisco, San Francisco, California, USA; Department of Radiology, University of California San Francisco, San Francisco, California, USA

Conclusion: The ClearPoint system allows Real-time Convection-enhanced Delivery to be performed with a high level of precision, predictability, and safety.

Abstract
 Background: An integrated software-guided neurosurgical navigation system for real-time convection-enhanced drug delivery of this delivery system.

RESULTS: The average volume of drug delivered was 100% of the planned volume, with a targeting error rate of 0.5%. Convection-enhanced drug delivery was achieved in all cases, with no evidence of drug damage. Results: The average volume of drug delivered was 100% of the planned volume, with a targeting error rate of 0.5%. Convection-enhanced drug delivery was achieved in all cases, with no evidence of drug damage. Results: The average volume of drug delivered was 100% of the planned volume, with a targeting error rate of 0.5%. Convection-enhanced drug delivery was achieved in all cases, with no evidence of drug damage.

* CAUTION: SmartFlow™ Cannula is approved for injection of Cytarabine or removal of CSF from the ventricles during intracranial procedures. Uses other than the approved indication are limited by Federal law to investigational use.

The ClearPoint Difference



With ClearPoint	Without ClearPoint (Stereotactic)
Direct, high resolution visualization; Performed in an MRI Suite	No direct visualization; Performed in an operating room
Highly accurate, based on real time images	Accuracy to target based only on prior images
Patient may be under general anesthesia ⁽¹⁾	Patient may be awake for own brain surgery ⁽¹⁾
MRI only procedure - One procedure, one place	May require OR and MRI for same procedure (laser ablation)
Patient stays in one location	No need to transfer patient from OR to MRI in middle of laser ablation procedure
Real time observation of drug diffusion	Drug diffusion estimated based on algorithm

Better for Patients

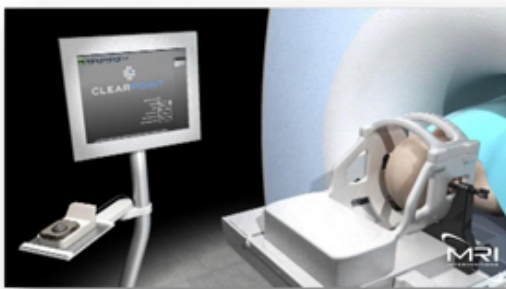
Better for Surgeons

Better for Hospitals

(1) Microelectrode recording and macrostim are processes that involve listening to neuronal firings (i.e., physiological recordings) and observing physiological responses to stimuli during brain surgery. In connection with our 510(k) clearance in 2010, the FDA requested a warning within ClearPoint's Instructions for Use based on the lack of data with respect to deep brain stimulation (DBS) procedures. The warning states that the ClearPoint system, alone, should not be used to guide a DBS lead to a specific brain target and that final placement of DBS leads requires physiological recordings to confirm that they are located in the correct brain target and functioning as intended.

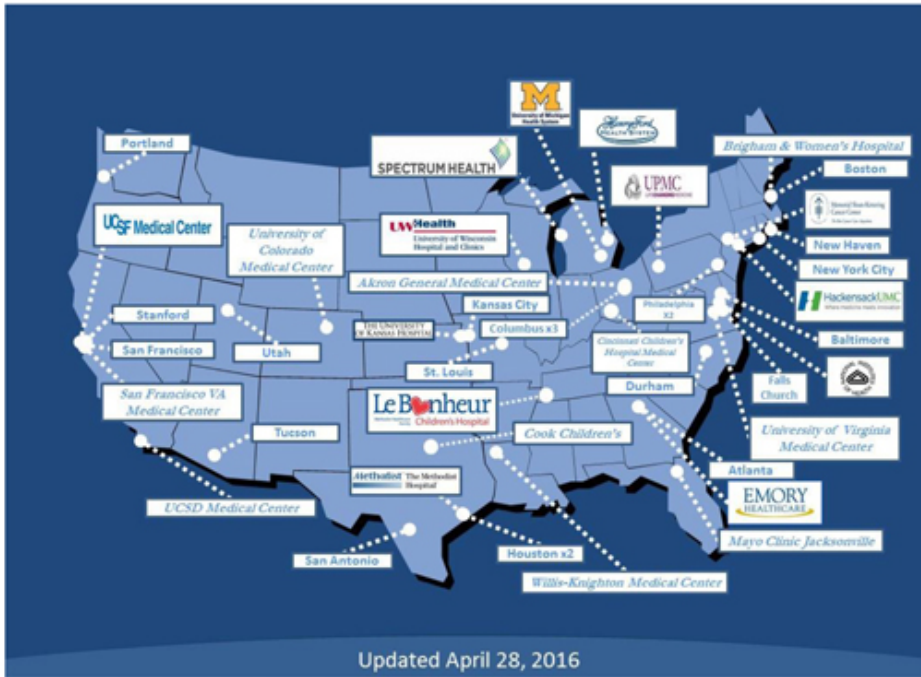
BUSINESS MODEL – RAZOR / RAZORBLADE

- ClearPoint Hardware/Software: \$100,000 - \$150,000 ASP
- ClearPoint Disposables: \$7,500 (average) ASP per procedure with potentially strong margins
- Recurring revenue from the sale of disposables
- Procedures covered by existing inpatient DRG reimbursement codes



Growing the ClearPoint Footprint

Installed Base of 45 sites in the US



Emory University Hospital



UCSF Medical Center



Brigham and Women's Hospital

Europe: Warsaw, Poland

	<u>Parkinson's</u>	<u>Epilepsy</u>	<u>Brain Tumors</u>
Total Prevalence (US)	1,500,000	2,200,000	80,000 <i>(annual diagnosis)</i>
Prevalence – Drug Treatment Resistant (DTR)	125,000	264,000	
Incidence – DTR	7,500	18,000	Resections: 80,000 Stereotactic Biopsy: 10,000
ClearPoint Enabled Therapy	Electrode Placement (DBS)	Laser Ablation RNS ¹	Biopsy / Laser Ablation / Drug Delivery
Potential ClearPoint Procedures, Annually²	12,500	28,000	14,500

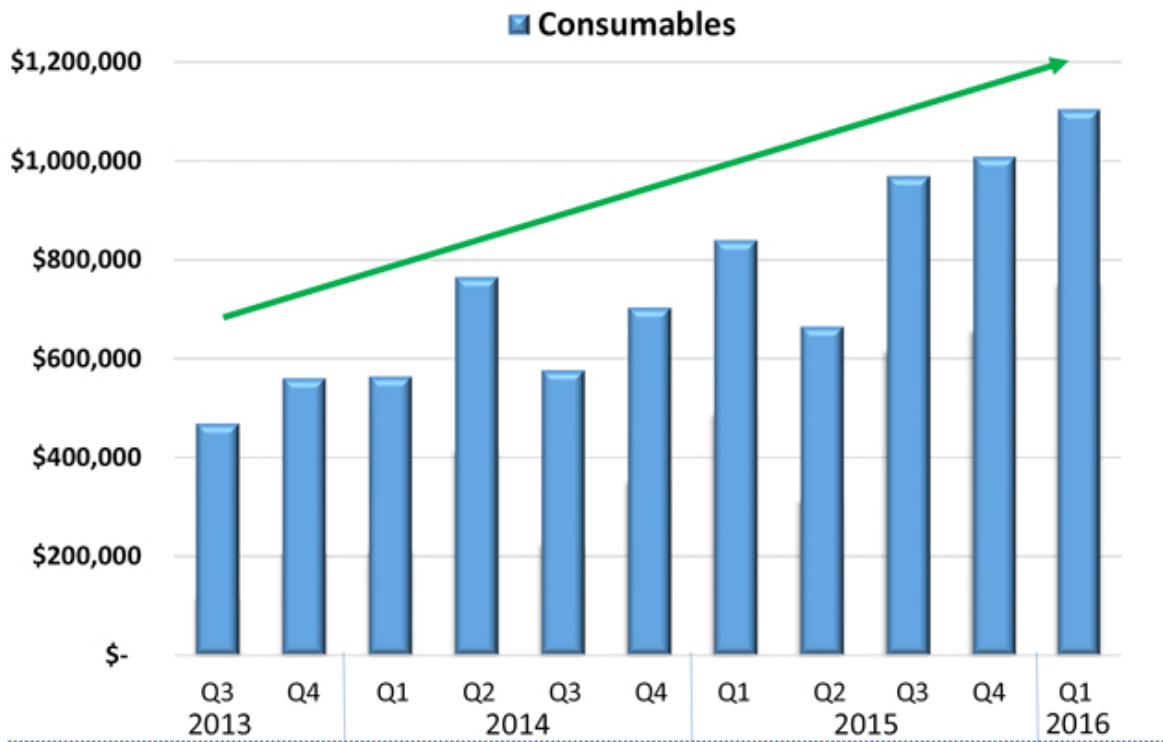
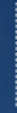
55,000+ Potential Procedures Per Year

Note: Prevalence and Incidence based on either market research conducted by a third party on behalf of MRI Interventions or research conducted by MRI Interventions of publicly available sources.

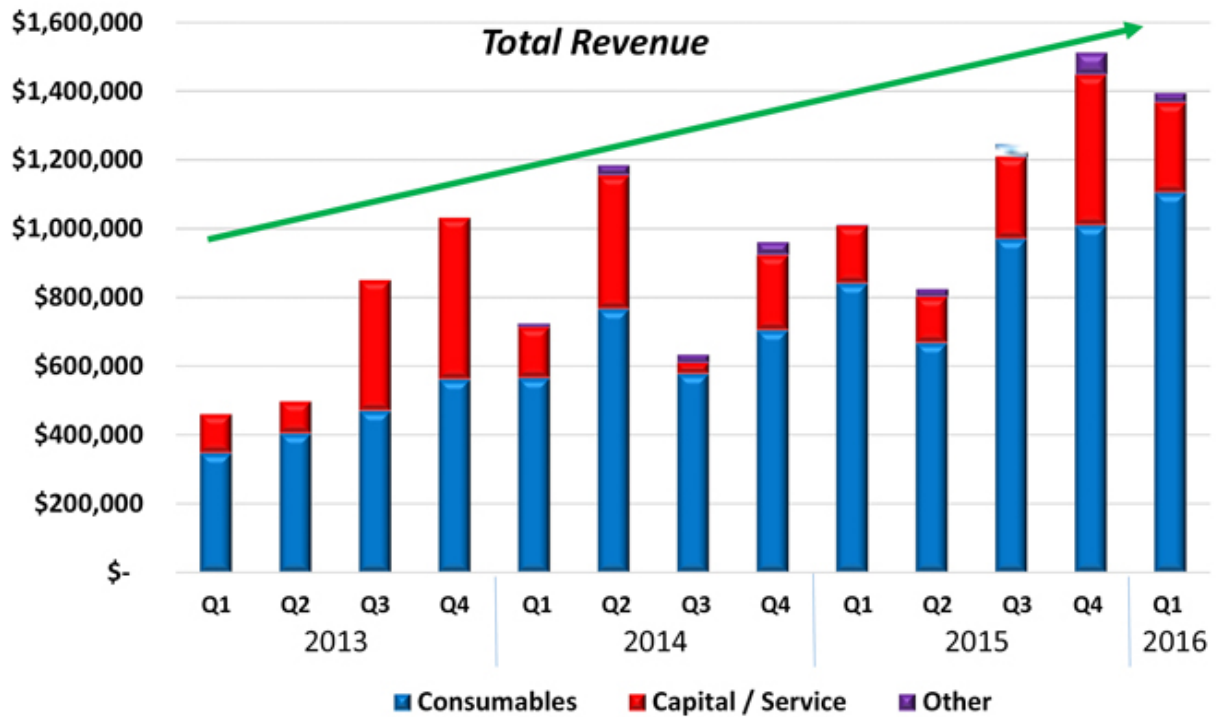
(1) Responsive neurostimulation device (RNS)

(2) Potential Annual ClearPoint Procedures based upon 5% of prevalence and 85% of incidence; Potential Annual ClearPoint Procedures for brain tumors based on market research conducted by a third party on behalf of MRI Interventions.

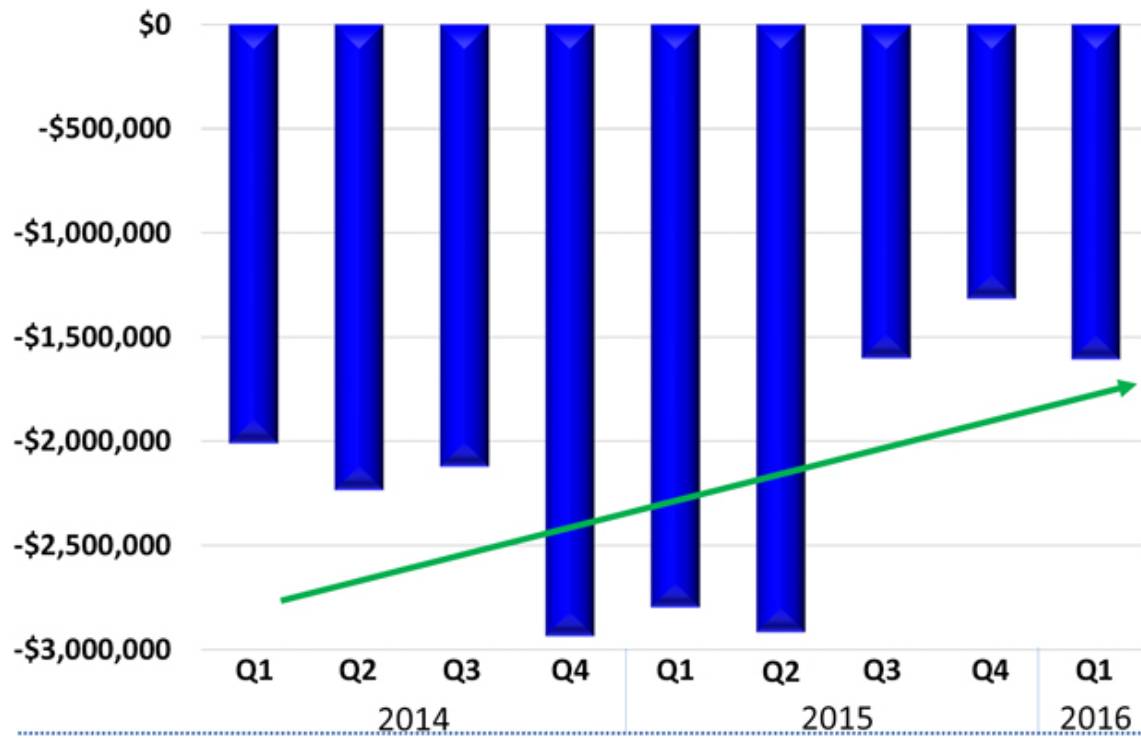
ClearPoint Consumable Revenues



Total Revenue, 2013 - 2015



Cash Flow From Operations



Commercial Priorities

Driving Adoption of the ClearPoint System



Increase Utilization

- Focus on adding surgeons at existing accounts
- Target high volume sites, including epilepsy and tumor neurosurgeons within each account; gain greater share of their procedures
- Add Clinical Specialists and sales reps to commercial team; compensate for utilization growth

Enhance Communication

- Increase peer-to-peer events, presence at trade shows
- Highlight existing data on ClearPoint applications to neurologists and neurosurgeons
- Communicate value proposition across procedures:
 - Accuracy
 - Real time visualization
 - Improved workflow
 - Increase patient volume

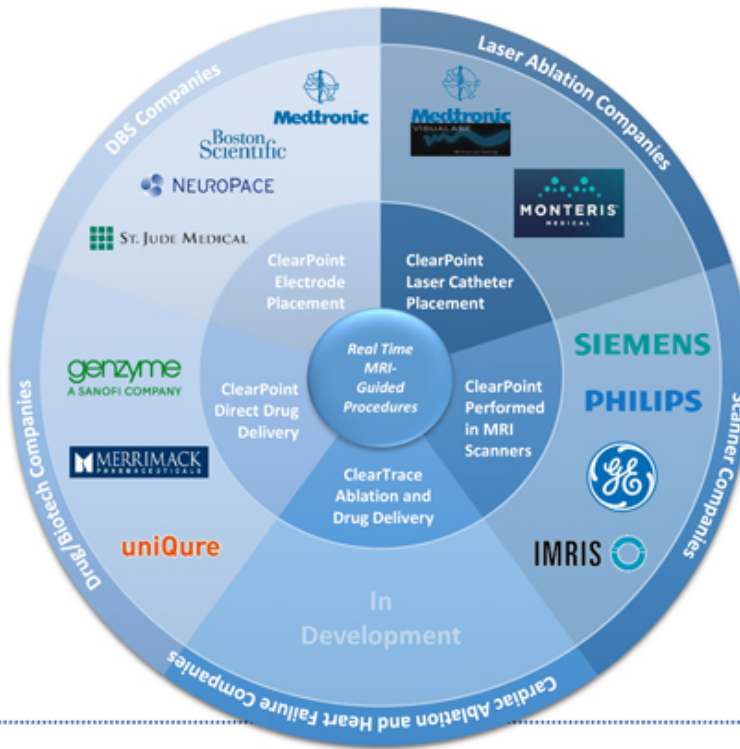
Expand Account Base

- Identify highest volume potential accounts across multiple procedures
- Support local hospital marketing efforts
- Capitalize on interest in drug delivery to expand in oncology accounts

Achieve Cash Breakeven

- Tightly control working capital, consumption of cash
- Hire additional personnel only in key functions – commercial team; engineering

At the Center of an Emerging Industry Trend



MRIC is at the point of convergence in an industry trend impacting some of the most influential and innovative medical device companies in the world



Ticker: MRIC

MRI Interventions, Inc.
Irvine, CA

949.900.6833

mriinterventions.com



Transforming minimally invasive neurosurgery by enabling real-time visualization with MRI

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