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 4, 2016

MRI INTERVENTIONS, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	000-54575	58-2394628
(State or other jurisdiction of incorporation)	(Commission File Number)	(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))

Item 2.02. Results of Operations and Financial Condition.

On November 4, 2016, MRI Interventions, Inc. (the "Company") issued a press release announcing its financial performance for the quarter and nine months ended September 30, 2016. A copy of the press release is furnished herewith as Exhibit 99.1.

The information in Item 2.02 of this Form 8-K, as well as Exhibit 99.1 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 7.01. Regulation FD Disclosure

On November 4, 2016, MRI Interventions, Inc. (the "Company") posted an updated investor presentation to its website at http://ir.stockpr.com/mriinterventions/investor-presentation. A copy of the investor presentation is being furnished herewith as Exhibit 99.2. The Company may use the investor presentation 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 Exhibit 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 Exhibit 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	Press Release dated November 4, 2016
Exhibit 99.2	MRI Interventions, Inc. Investor Presentation dated November 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.

Date: November 4, 2016

MRI INTERVENTIONS, INC.

By: /s/ Harold A. Hurwitz

Harold A. Hurwitz
Chief Financial Officer

INDEX TO EXHIBITS

Exhibit Number	**Description**
Exhibit 99.1	Press Release dated November 4, 2016
Exhibit 99.2	MRI Interventions, Inc. Investor Presentation dated November 2016

Exhibit 99.1

Contact: Harold A. Hurwitz, Chief Financial Officer
(949) 900-6833

For Immediate Release

MRI INTERVENTIONS, INC. ANNOUNCES 2016 THIRD QUARTER AND NINE MONTH RESULTS

Highlights Include: Record Revenues of $1.6 Million; Record Number of ClearPoint® Procedures; and Continued Improvement in Operating Loss and Cash Utilization

IRVINE, CA, November 4, 2016 – MRI Interventions, Inc. (OTCQB: MRIC) today announced financial results for the quarter and nine months ended September 30, 2016.

Quarter Ended September 30, 2016 – Highlights

- Achieved a record quarterly number of procedures with 128 patients benefitting from the Company's ClearPoint technology, a 32% increase in procedures over the same period in 2015;
- Revenues were $1.6 million for the three months ended September 30, 2016, and $1.2 million for the same period in 2015, an increase of 30%. Disposable revenue grew 32% as compared to the same period in 2015;
- Completed a private offering of equity units, which resulted in gross cash proceeds of $4.2 million and conversion of $1.75 million in secured debt, and included participation by Voyager Therapeutics;
- Reduced operating cash burn to $1.4 million, which included a semi-annual interest payment of approximately $240,000;
- Reduced operating loss to $1.7 million, as compared to $1.9 million in the same period of 2015;
- Publication of four different clinical papers relating to use of our technology. This included an article in the research journal *Stem Cells Translational Medicine*, which outlined a novel approach for optimal delivery of therapeutic neural stem cells utilizing the ClearPoint Neuro-Navigation System by researchers at the Texas Biomedical Research Institute. This article discusses delivery of neural stem cells into a region of the brain that controls motor skills compromised by Parkinson's Disease. An MRI-guided technique to implant these cells would move scientists one step closer to delivery of this therapy to Parkinson's patients;
- Completion by the University of Pittsburgh Medical Center ("UPMC") of its 75th MRI-guided procedure using the ClearPoint Neuro-Navigation System. UPMC is now performing the complete suite of ClearPoint MRI-guided procedures, including electrode placement, laser ablation, biopsy and drug delivery;
- Utilization of the ClearPoint Neuro-Navigation System at a practical clinic entitled "Laser Ablation Surgery: Opportunities, Indications, Technique and Outcomes" during the September 2016 Congress of Neurological Surgeons.

"We had good growth in disposable product sales this quarter, including strong orders from our drug delivery partners. As we look toward the end of the year, we expect we will achieve more than 500 procedures for the first time in a twelve-month period, with a growing presence in laser ablation, biopsy, and other procedures contributing to our growth. On the capital side, two systems sales contributed to our overall revenue, and we look forward to a strong fourth quarter," said Frank Grillo, Chief Executive Officer, MRI Interventions, Inc. "We were pleased with the execution of the PIPE financing we completed in the third quarter, the support of two large debt holders who converted into equity, and the participation of Voyager Therapeutics and their purchase of $2 million in equity. Companies in the neurological drug delivery space continue to show strong interest in our technology, and we believe in the growth and potential in this area."

Quarter Ended September 30, 2016 – Financial Results

Revenues were $1.6 million for the three months ended September 30, 2016, and $1.2 million for the same period in 2015, an increase of $370,000, or 30%, primarily attributable to increases in the Company's ClearPoint System disposable and reusable products.

ClearPoint disposable product sales for the three months ended September 30, 2016 were $1.3 million, compared with $970,000 for the same period in 2015, representing an increase of $309,000, or 32%. This increase was due primarily to an increased volume of procedures performed using the Company's ClearPoint System within a larger installed base for ClearPoint during the three months ended September 30, 2016, relative to the same period in 2015.

ClearPoint System reusable product sales for the three months ended September 30, 2016 were $309,000, compared with $239,000 for the same period in 2015, representing an increase of $70,000, or 29%. This increase was due primarily to differences in the equipment configuration of ClearPoint systems sold during the three-month periods ended September 30, 2016 and 2015. Reusable products consist primarily of computer hardware and software bearing sales prices that are appreciably higher than those for disposable products and historically have fluctuated, sometimes significantly, from quarter to quarter.

Gross margin on product revenues was 53% for the three months ended September 30, 2016, compared to 54% for the same period in 2015. The decrease in gross margin was due primarily to increases in: (a) the cost of disposable and reusable product components the Company purchased from third-party manufacturers; and (b) the allocation of indirect costs to manufacturing in connection with the Company's transition from a focus on research and development to commercial activities; partially offset by: (c) an improvement in direct labor productivity; and (d) a decrease in the cost of scrapped product.

Research and development costs were $691,000 for the three months ended September 30, 2016, compared to $480,000 for the same period in 2015, an increase of $211,000, or 44%. The increase was due primarily to increases in: (a) compensation primarily related to an increase in headcount in January 2016; (b) intellectual property costs allocated to research and development; and (c) costs incurred in connection with the Company's development of the next generation of the ClearPoint operating system; partially offset by (d) an increase in the allocation of costs to manufacturing in connection with the Company's transition from a focus on research and development to commercial activities; and (e) decreases in other product development costs and regulatory fees.

Selling, general and administrative expenses were $1.9 million for the three months ended September 30, 2016 as compared with $2.1 million for the same period in 2015, a decrease of $247,000, or 12%. This decrease was attributable primarily to: (a) decreases in personnel costs, including share-based compensation and travel costs, professional fees, marketing costs and medical device excise taxes; and (b) an increase in the allocation of costs to manufacturing in connection with the Company's transition from a focus on research and development to commercial activities; partially offset by an increase in public company and investor relations costs.

The Company's operating loss for the three months ended September 30, 2016 was $1.7 million, as compared with $1.9 million for the same period in 2015, an improvement of $217,000, or 11%.

During the three months ended September 30, 2016 and 2015, the Company recorded non-cash gains of $324,000 and $2.0 million, respectively, resulting from additions to, and changes in the fair value of, its derivative liabilities. For the three months ended September 30, 2016, such derivative liabilities related to: (a) the issuance of warrants in connection with 2012 and 2013 private placement transactions; and (b) the amendments, in June and August 2016, of certain notes to add contingent conversion terms and potential down round pricing protection of warrants issued in connection with such notes. For the three months ended September 30, 2015, derivative liabilities were limited to the issuance of warrants in connection with the 2012 and 2013 private placement transactions.

On August 31, 2016, the Company entered into second amendments with holders of certain notes that provided, in the event the Company closes a private equity offering, for: (a) the conversion to equity of an aggregate of $1.75 million of principal based on the private offering price; and (b) a reduction in the exercise price for shares of common stock that may be purchased upon exercise of warrants issued in connection with the issuance of such notes based the private offering's terms for warrant exercise pricing. Execution of the second amendments constituted a debt extinguishment under generally accepted accounting principles, necessitating the Company to record a non-cash loss from debt restructuring of approximately $933,000, representing the aggregate difference in the fair value of the derivative liabilities between the points in time (i) immediately preceding, and (ii) immediately subsequent to, the execution of the second amendments.

Net interest expense for the three months ended September 30, 2016 was $240,000, compared with $314,000 for the same period in 2015. The decrease was due primarily to the reduced principal balance of the note payable to Brainlab AG resulting from the restructuring of that note in April 2016.

Reflecting the effects of these non-cash items, net loss for the three months ended September 30, 2016 was $2.6 million, as compared with $245,000 for the same period in 2015.

Nine Months Ended September 30, 2016 – Financial Results

Revenues were $4.1 million for the nine months ended September 30, 2016, and $3.1 million for the same period in 2015, an increase of $1.0 million, or 33%, attributable primarily to increases in the Company's ClearPoint system disposable and reusable products.

ClearPoint disposable product sales for the nine months ended September 30, 2016 were $3.4 million, compared with $2.5 million for the same period in 2015, representing an increase of $922,000, or 37%, substantially due to a greater volume of procedures performed using our ClearPoint system within a larger installed base for ClearPoint in the nine months ended September 30, 2016, relative to the same period in 2015.

ClearPoint reusable product sales for the nine months ended September 30, 2016 were $610,000, compared with $469,000 of such sales for the same period in 2015, representing an increase of $141,000, or 30%. This increase was due primarily to a greater number of ClearPoint systems sold during the nine-month period ended September 30, 2016, relative to the same period in 2015. Sales of the Company's reusable products, which consist primarily of computer hardware and software bearing sales prices that are appreciably higher than those for disposable products, may vary, sometimes significantly, from quarter to quarter.

Gross margin on product revenues was 51% for the nine months ended September 30, 2016, compared to 55% for the same period in 2015. The decrease in gross margin was due primarily to: (a) increases in the cost of disposable and reusable product components we purchased from third-party manufacturers, production scrap and write-offs of expired product, and the allocation of indirect costs to manufacturing in connection with the Company's transition from a focus on research and development to commercial activities; partially offset by: (b) decreases in production variances, inventory adjustments and the provision for excess and obsolete inventory.

Research and development costs were $2.1 million for the nine months September 30, 2016, compared to $1.4 million for the same period in 2015, an increase of $664,000, or 46%. The increase was due primarily to increases in: (a) software development costs incurred in connection with the Company's development of the next generation of the ClearPoint operating system; (b) personnel costs, related primarily to additional headcount and related search commissions; and (c) intellectual property costs allocated to research and development; partially offset by an increase in the allocation of departmental costs to manufacturing in connection with the Company's transition from a focus on research and development to commercial activities.

Selling, general and administrative expenses were $5.7 million for the nine months ended September 30, 2016 as compared with $6.6 million for the same period in 2015, a decrease of $860,000, or 13%. This decrease was attributable primarily to decreases in: (a) personnel costs, including share-based compensation and travel; (b) medical device excise taxes, suspended by federal legislation for a two-year period beginning January 1, 2016; (c) professional fees; (d) marketing costs; and (e) occupancy costs; partially offset by an increase in public company costs.

In 2015, the Company announced the consolidation of all major business functions into its Irvine, California headquarters. In connection with this consolidation, the Company closed its Memphis, Tennessee office and did not retain any of its Memphis-based employees. A total of seven employees were impacted by the consolidation, including three of the Company's executives. As a result, the Company incurred expense of $1.3 million primarily related to termination costs, including the modifications of option terms, during the nine months ended September 30, 2015.

The Company's operating loss for the nine months ended September 30, 2016 was $5.7 million, as compared with $7.6 million for the same period in 2015, an improvement of $1.9 million, or 25%.

During the nine months ended September 30, 2016 and 2015, the Company recorded non-cash gains of $748,000 and $981,000, respectively, resulting from additions to, and changes in the fair value of, its derivative liabilities. During the nine months ended September 30, 2016, such derivative liabilities related to: (a) the issuance of warrants in connection with 2012 and 2013 private placement transactions; and (b) the amendments, in June and August 2016, of certain notes to add contingent conversion terms and potential down round pricing protection of warrants issued in connection with such notes. For the nine months ended September 30, 2015, derivative liabilities were limited to the issuance of warrants in connection with the 2012 and 2013 private placement transactions.

In April 2016, the Company entered into a securities purchase agreement with Brainlab AG ("Brainlab") under which a note payable to Brainlab in the principal amount of $4.3 million (the "Brainlab Note") was restructured and, among other items, the Company: (i) entered into a patent and technology license agreement with Brainlab for software relating to the Company's SmartFrame device, in consideration for the cancellation of $1.0 million of the principal amount of the Brainlab Note; and (ii) issued to Brainlab, in consideration for the cancellation of approximately $1.3 million of the principal amount of the Brainlab Note, equity units, consisting of shares of the Company's common stock and warrants to purchase shares of common stock. As a result of the foregoing, the Company recorded a debt restructuring gain of $941,000 representing the difference between (a) the aggregate fair value of the license agreement, which had no cost basis on the Company's consolidated balance sheets, and the equity units, and (b) the aggregate principal amount of the Brainlab Note cancelled as consideration.

On June 30, 2016, the Company entered into amendments with Brainlab, with respect to the restructured Brainlab Note, and with two holders of secured, non-convertible promissory notes issued by the Company in March 2014 (the "2014 Secured Notes"). Pursuant to the amendments, the parties agreed that, in the event the Company closes a qualified public offering: (i) $2,000,000 of the principal balance of those notes, plus all unpaid accrued interest on that amount, will automatically convert into the security offered in the qualified public offering; and (ii) the exercise price for 46,207 shares of common stock underlying warrants issued in connection with those notes will be reduced as provided in the amendments. Based on the provisions of the amendments, on June 30, 2016, the Company recorded a non-cash debt restructuring loss of $820,000 resulting from the restructuring of the Brainlab Note and those 2014 Secured Notes subject to the amendments.

On August 31, 2016, the Company entered into second amendments with the two holders of the 2014 Secured Notes that provided, in the event the Company closes a private equity offering, for: (a) the conversion to equity of an aggregate of $1.75 million of principal based on the private offering price; and (b) a reduction in the exercise price for shares of common stock that may be purchased upon exercise of warrants issued in connection with the issuance of such notes based the private offering's terms for warrant exercise pricing. Execution of the second amendments constituted a debt extinguishment under generally accepted accounting principles, necessitating the Company to record a non-cash loss on debt restructuring of approximately $933,000, representing the aggregate difference in the fair value of the derivative liabilities between the points in time (i) immediately preceding, and (ii) immediately subsequent to, the execution of the second amendments.

Net interest expense was $836,000 and $921,000 for the nine months ended September 30, 2016 and 2015, respectively. The decrease was due primarily to the reduced principal balance of the note payable to Brainlab resulting from the note's restructuring described above.

Reflecting the effects of these non-cash items, net loss for the nine months ended September 30, 2016 was $6.4 million, as compared with $7.3 million for the same period in 2015.

Reverse Stock Split

On July 21, 2016, the Company's Board of Directors approved a 1-for-40 reverse stock split of its issued common stock, which was effectuated on July 26, 2016. All disclosure of common shares and per share data in the accompanying condensed consolidated financial statements have been adjusted retroactively to reflect the reverse stock split for all periods presented.

Teleconference Information

Investors and analysts are invited to listen to a live broadcast review of the Company's 2016 third quarter and nine month financial results today at 4:30 p.m. Eastern Time (1:30 p.m. Pacific Time) that may be accessed by visiting the Company's website at www.mriinterventions.com and selecting "Investors" / "News" / "IR Calendar." The conference call may also be accessed at http://mriinterventions.equisolvewebcast.com/q3-2016. Investors and analysts who would like to participate in the conference call may do so via telephone at (877) 407-9034, or at (201) 493-6737 if calling from outside the U.S. or Canada.

For those who cannot access the live broadcast, a replay will be available shortly after the completion of the call until November 11, 2016 by calling (877) 660-6853, or (201) 612-7415 if calling from outside the U.S. or Canada, and then entering conference I.D. number 413671. An online archive of the broadcast will be available on the Company's website at www.mriinterventions.com, on the "Investor Relations" page.

About MRI Interventions, Inc.

Building on the imaging power of magnetic resonance imaging, or MRI, MRI Interventions is creating innovative platforms for performing the next generation of minimally invasive surgical procedures. The ClearPoint 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.

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, are forward-looking statements within the meaning of these laws. The Company's actual results may differ materially from those suggested as a result of various factors. Particular uncertainties and risks include those relating to: estimates regarding the sufficiency of the Company's cash resources; the Company's ability to obtain additional financing; future revenues from sales of the Company's ClearPoint System products; and the Company's ability to market, commercialize and achieve broader market acceptance for the Company's ClearPoint System products. More detailed information on these and additional factors that could affect the Company's actual results are described in the "Risk Factors" sections of the Company's Form 10-K for the year ended December 31, 2015, which has been filed with the Securities and Exchange Commission, as well as the Company's Form 10-Q for the quarter ended September 30, 2016, which will be filed with the Securities and Exchange Commission this month.

(tables follow)

MRI INTERVENTIONS, INC.
Condensed Consolidated Balance Sheets
(Unaudited)

	September 30, 2016	December 31, 2015
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 4,432,421	$ 5,408,523
Accounts receivable, net	803,537	1,218,043
Inventory, net	1,802,178	1,807,895
Prepaid expenses and other current assets	557,974	97,249
Total current assets	7,596,110	8,531,710
Property and equipment, net	430,705	440,606
Software license inventory	976,900	937,100
Other assets	10,640	27,306
Total assets	$ 9,014,355	$ 9,936,722
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Accounts payable	$ 1,510,827	$ 697,807
Accrued compensation	670,078	557,784
Other accrued liabilities	539,659	1,398,707
Derivative liabilities	449,028	658,286
Deferred product and service revenues	222,488	116,009
Senior secured note payable, net of unamortized discount of $64,835 at December 31, 2015	—	4,224,609
Total current liabilities	3,392,080	7,653,202
Accrued interest	657,351	542,500
Senior secured note payable	2,000,000	—
2014 junior secured notes payable, net of unamortized discount and deferred issuance costs of $210,592 and $467,611 at September 30, 2016 and December 31, 2015, respectively	1,764,408	3,257,389
2010 junior secured notes payable, net of unamortized discount of $2,374,069 and $2,535,230 at September 30, 2016 and December 31, 2015, respectively	625,931	464,770
Total liabilities	8,439,770	11,917,861
Commitments and contingencies		
Stockholders' equity (deficit):		
Common stock, $0.01 par value; 200,000,000 shares authorized; 3,610,524 shares issued and outstanding at September 30, 2016; and 2,284,537 shares issued and outstanding at December 31, 2015	36,105	22,845
Additional paid-in capital	92,726,362	83,722,596
Accumulated deficit	(92,187,882)	(85,726,580)
Total stockholders' equity (deficit)	574,585	(1,981,139)
Total liabilities and stockholders' equity (deficit)	$ 9,014,355	$ 9,936,722

MRI INTERVENTIONS, INC.
Condensed Consolidated Statements of Operations
(Unaudited)

	For The Three Months Ended September 30,	
	2016	**2015**
Revenues:		
Product revenues	$ 1,580,826	$ 1,209,321
Other service revenues	35,507	33,709
Development services revenues	—	3,404
Total revenues	1,616,333	1,246,434
Cost of product revenues	748,305	560,394
Research and development costs	691,330	480,280
Selling, general, and administrative expenses	1,886,220	2,132,777
Operating loss	(1,709,522)	(1,927,017)
Other income (expense):		
Gain from change in fair value of derivative liabilities	324,035	1,950,329
Loss from debt restructuring	(933,134)	—
Other income (loss), net	(4,877)	45,302
Interest income	1,317	2,692
Interest expense	(241,050)	(316,705)
Net loss	$ (2,563,231)	$ (245,399)
Net loss per share attributable to common stockholders:		
Basic and diluted	$ (0.92)	$ (0.13)
Weighted average shares outstanding:		
Basic and diluted	2,779,803	1,872,823

MRI INTERVENTIONS, INC.
Condensed Consolidated Statements of Operations
(Unaudited)

	For The Nine Months Ended September 30,	
	2016	**2015**
Revenues:		
Product revenues	$ 4,013,531	$ 2,963,073
Other service revenues	100,818	93,663
Development service revenues	—	25,842
Total revenues	4,114,349	3,082,578
Cost of product revenues	1,965,839	1,340,824
Research and development costs	2,098,465	1,434,723
Selling, general, and administrative expenses	5,748,524	6,608,829
Restructuring charges	—	1,252,584
Operating loss	(5,698,479)	(7,554,382)
Other income (expense):		
Gain from change in fair value of derivative liabilities	748,080	981,222
Loss from debt restructuring	(811,909)	—
Other income, net	209,504	243,505
Interest income	7,775	14,887
Interest expense	(843,983)	(936,043)
Net loss	$ (6,389,012)	$ (7,250,811)
Net loss per share attributable to common stockholders:		
Basic and diluted	$ (2.59)	$ (3.87)
Weighted average shares outstanding:		
Basic and diluted	2,467,437	1,871,974

MRI INTERVENTIONS, INC.
Condensed Consolidated Statements of Cash Flows

	For The Nine Months Ended September 30,	
	2016	**2015**
Cash flows from operating activities:		
Net loss	$ (6,389,012)	$ (7,250,811)
Adjustments to reconcile net loss to net cash flows from operating activities:		
Depreciation and amortization	125,076	153,545
Share-based compensation	736,982	1,421,198
Expenses paid through the issuance of common stock	259,898	107,570
Gain from change in fair value of derivative liabilities	(748,080)	(981,222)
Amortization of debt issuance costs and original issue discounts	323,016	342,645
Loss from retirement of fixed assets	1,689	—
Loss from debt restructuring	811,909	—
Increase (decrease) in cash resulting from changes in:		
Accounts receivable	414,506	(368,492)
Inventory	(33,958)	83,987
Prepaid expenses and other current assets	(96,358)	(104,121)
Other assets	—	(9,317)
Accounts payable and accrued expenses	(220,304)	(777,956)
Deferred revenue	106,479	62,852
Net cash flows from operating activities	(4,708,157)	(7,320,122)
Cash flows from investing activities:		
Purchases of property and equipment	(100,324)	(72,021)
Net cash flows from investing activities	(100,324)	(72,021)
Cash flows from financing activities:		
Proceeds from equity private placement	4,255,000	—
Offering costs	(417,865)	—
Repurchase of fractional shares from reverse split of common stock	(4,756)	—
Net cash flows from financing activities	3,832,379	—
Net change in cash and cash equivalents	(976,102)	(7,392,144)
Cash and cash equivalents, beginning of period	5,408,523	9,244,006
Cash and cash equivalents, end of period	$ 4,432,421	$ 1,851,862
SUPPLEMENTAL CASH FLOW INFORMATION		
Cash paid for:		
Income taxes	$ —	$ —
Interest	$ 976,295	$ 223,500

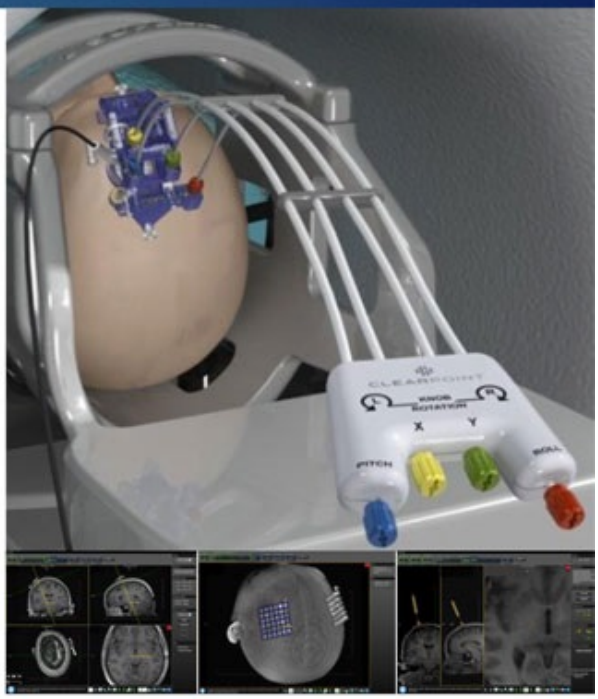
Exhibit 99.1

MRI INTERVENTIONS

Ticker: MRIC

Investor Presentation

November 2016



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

Forward Looking Statements

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.

MRI Interventions Investment Opportunity

Commercial Business

- **Focused commercial effort in neurosurgery; FDA/CE cleared products**
  - ClearPoint® System enables real-time MRI guidance for multiple procedures in neurosurgery
  - Products are FDA-cleared, CE-marked; 45+ hospitals
  - Capital equipment sale leads to strong recurring revenue, on per procedure basis. Several quarters of increasing procedures

Drug Delivery Upside

- **Growing Presence in Drug Delivery**
  - ClearPoint System now in 7 biotech/pharma clinical trials;
  - Virtual "portfolio" of biotech-like opportunities
  - Delivery of drugs dependent upon use of our products
  - Recent strategic investment by Voyager Therapeutics

Investment Timing

- **Several near-term milestones:**
  - Growth of laser therapy for ablation of tumors and seizure sites
  - Voyager reports results of first 10 patients in Parkinson's trial – Q4, 2016
  - UniQure to review results of first two cohorts in their Phase 1 Parkinson's trial – Q1, 2017
  - Additional drug company milestones throughout 2017

Key Procedures for Our Technology

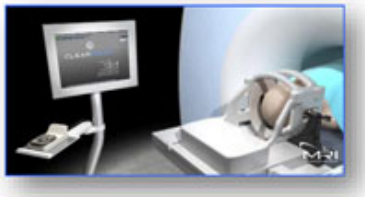
...and the challenges we address

Therapies	Patient Populations	Key Challenges We Address
Deep Brain Stimulation Medtronic St. Jude* Boston Scientific*	Parkinson's Disease; Dystonia	• 65% plus opt-out rate for DBS due to fear of surgery itself • Elimination of stereotactic headframe; patient friendly procedure
Laser Ablation Visualase/Medtronic Monteris	Epilepsy; Brain Tumor	• Two room procedure • Patient transport mid-procedure • Accuracy of ablation is critical
Drugs/Biologics Voyager UniQure Merrimack Int'l Stem Cell Medicenna Plus others	Parkinson's Disease; Brain Tumor	• Precise, Controlled Delivery is Essential • Drug diffusion visualization is a must have • *Need for ClearPoint underscored by Voyager's investment*

ClearPoint® Neuro Navigation System

Utilizes an existing diagnostic or intraoperative MRI to enable real time, intra-operative MRI Imaging during Neurosurgery

CLEARPOINT



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

Compatible with All Major MRI Platforms

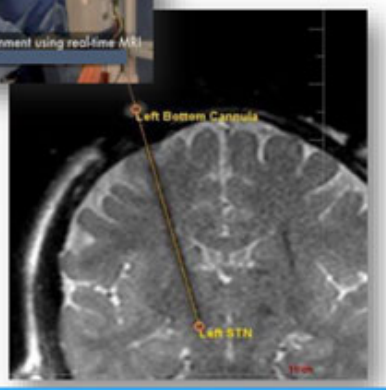
SIEMENS | PHILIPS | GE Healthcare | IMRIS | BrainSUITE

Without ClearPoint, Minimally Invasive Neuro Procedures Are Performed "Blind"

Conventional Stereotactic Procedure

No real time images – images from earlier in the day or week

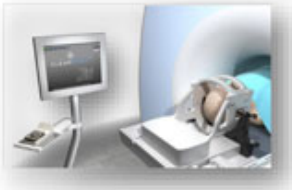
ClearPoint Neuro Procedure

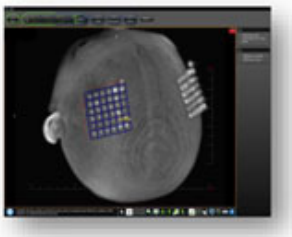


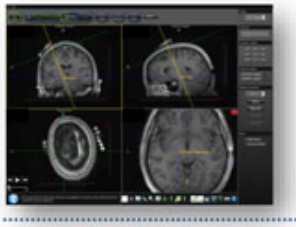
80% of interviewed neurosurgeons/neurologists believe real time MRI-guidance will or can become the future of functional neurosurgery. (*)

**Interviews conducted by a third party on behalf of MRI Interventions (n=36)*

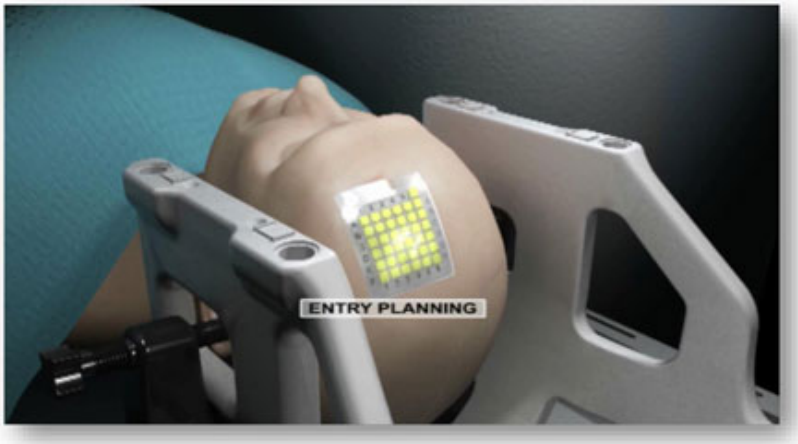
ClearPoint Procedure Overview





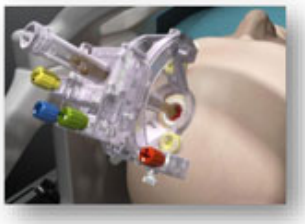


Target Selection & Entry Planning



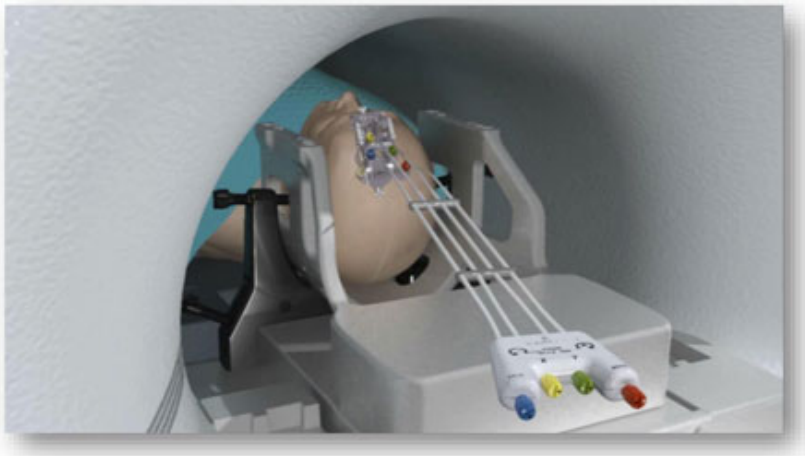
ClearPoint Procedure Overview

SmartFrame® Trajectory Guide



SmartFrame® Hand Controller

Trajectory Alignment & Device Insertion



Clinical Support, Validation

Notable Neurosurgeon Supporters

Dr. Philip Starr
ASSFN Past President

Dr. Paul Larson
UCSF & VA

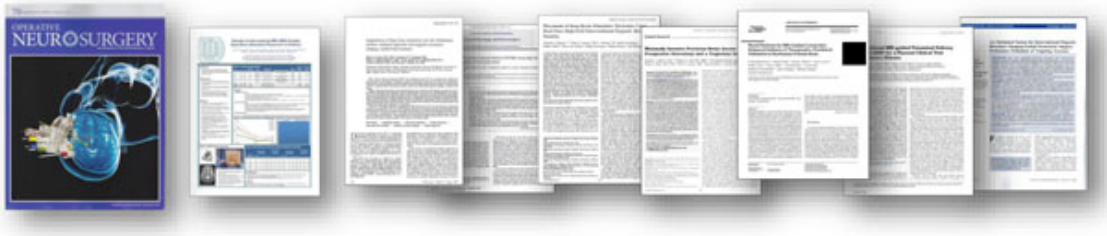
Dr. Robert Gross
Emory University

Dr. Robert Wharen, Jr.
Mayo Clinic - Jacksonville

Dr. Krys Bankiewicz
Bankiewicz Lab, UCSF

Dr. Russ Lonser
OSU - NIH

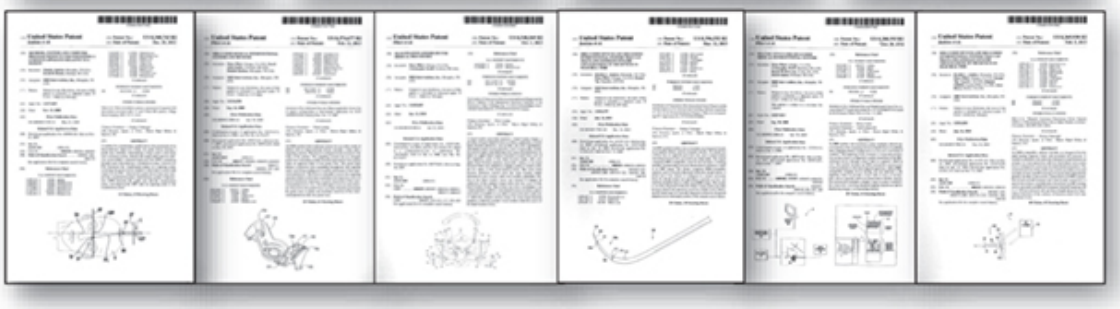
Published Peer-Reviewed Journal Support



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

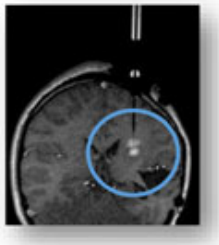
- Key ClearPoint-related patents do not begin to expire until 2027

MRIC's Unique Opportunity in Drug Delivery

Major Challenges in Delivering Drugs to the Brain

- Blood brain barrier blocks systemic delivery (pills, shots, IV) 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*

Major Benefits of Drug Delivery with ClearPoint



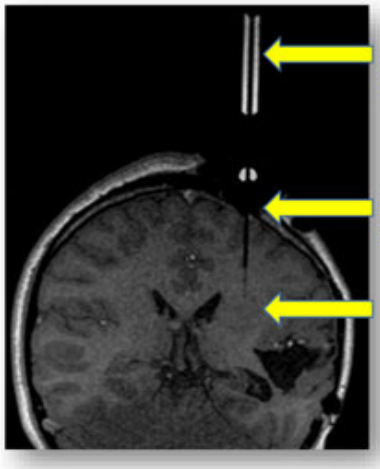
- Eliminates the blood brain barrier issue
- Neurosurgeon sees that target is reached
- Surgeon can watch drug infusion real time, is able to see appropriate coverage
- Reduces/eliminates unwanted systemic side effects
- Reduces dosage levels (as little as 1/300th of systemic volume)

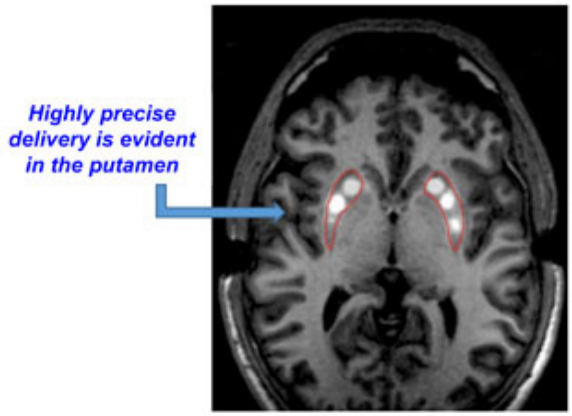
Business Model – MRIC Partners with Drug Companies and Researchers

- MRIC provides ClearPoint; Drug company provides drug candidate
- Drug company/sponsor pays for trial
- If drug is approved, MRIC gets device revs (~$7,000 - $14,000/case); Drug co gets drug revenues

Provides MRIC with "biotech-like upside" without "all or nothing downside"

ClearPoint Drug Delivery w/ SmartFlow® Cannula





Example of MR-guided infusion of AAV2-AADC in a patient from dose Cohort 2. In this patient 3 sites in the putamen were targeted ...*

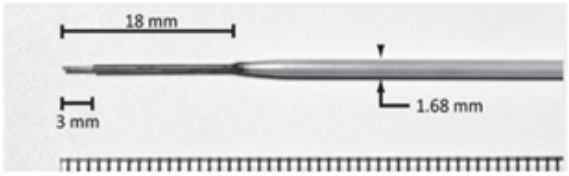
Conclusion: Administration of gene delivery under MR-guidance and MR-monitoring is important to assure proper targeting and vector distribution in the PD putamen.

**Poster presented by Bankiewicz, K. et. al; Movement Disorder Society, June 2016,*

* 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.

ClearPoint Drug Delivery w/ SmartFlow Cannula

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



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

Growing Set of Peer-reviewed Publications…

Laboratory Investigation

Novel Platform f… Enhanced Delive… Validation in Nor…

original article

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

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.

ClearPoint's Use in Drug Delivery
Seven Programs Underway Now...

Current Drug Delivery Trials Utilizing the ClearPoint System:

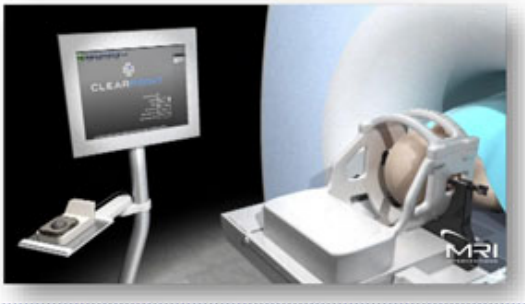
Voyager Therapeutics	**AAV2-hAADC for Parkinson's disease** • Phase 1 Study at UCSF Initial sponsorship by Michael J. Fox Foundation	National Institutes of Health	**IL13 for Brain Tumor** • Phase 1 study at the NIH
uniQure	**AAV2-GDNF for Parkinson's disease** • Phase 1 Study at the NIH	Memorial Sloan-Kettering Cancer Center	**Radio Immunotherapy for Brain Tumor** • Phase 1 Study at MSK
Medicenna Therapeutics, Inc.	**MDNA55 for Recurrence or Progression of Glioblastoma** • Preparing Phase 2	Merrimack Pharmaceuticals	**Nanoliposomal Irinotecan for Brain Tumor** • Phase 1 Study at UCSF
International Stem Cell Corporation	**Human Parthenogenetic Stem Cell-Derived Neural Stem Cells for Parkinson's disease** • Pre-clinical leading to Ph. 1		

The ClearPoint System is being used in the ongoing Phase 1b clinical trial of VY-AADC01 as a treatment for advanced Parkinson's disease, and we expect to continue to use the ClearPoint System in future clinical trials of VY-AADC01 and any other of our product candidates that are injected directly into the brain. *IPO S-1, Voyager Therapeutics*

ClearPoint Revenue Model

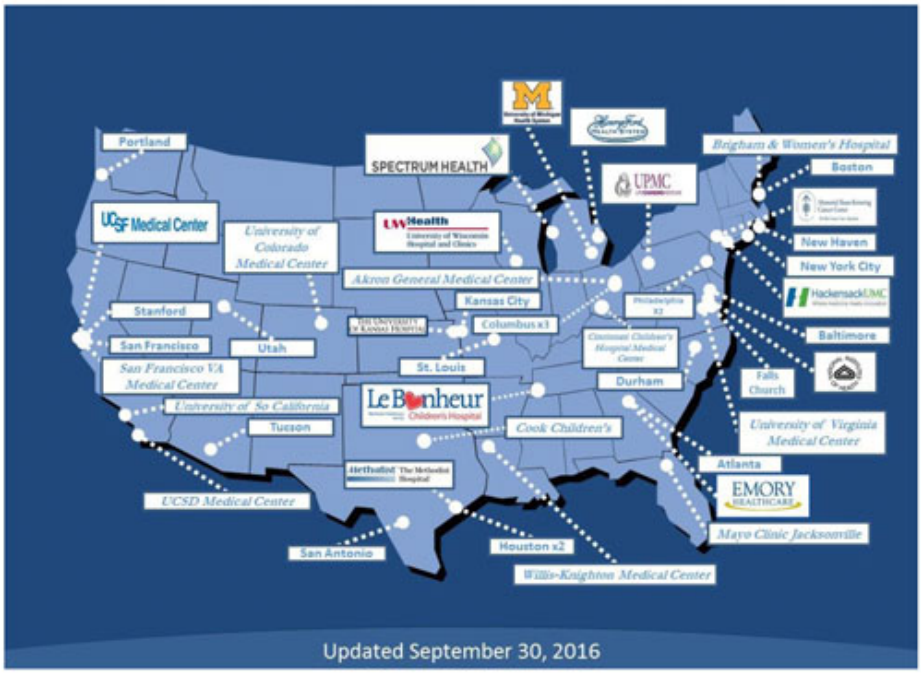
BUSINESS MODEL – RAZOR / RAZORBLADE

- 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

ClearPoint US Market Opportunity

	Parkinson's	Epilepsy	Brain Tumors
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

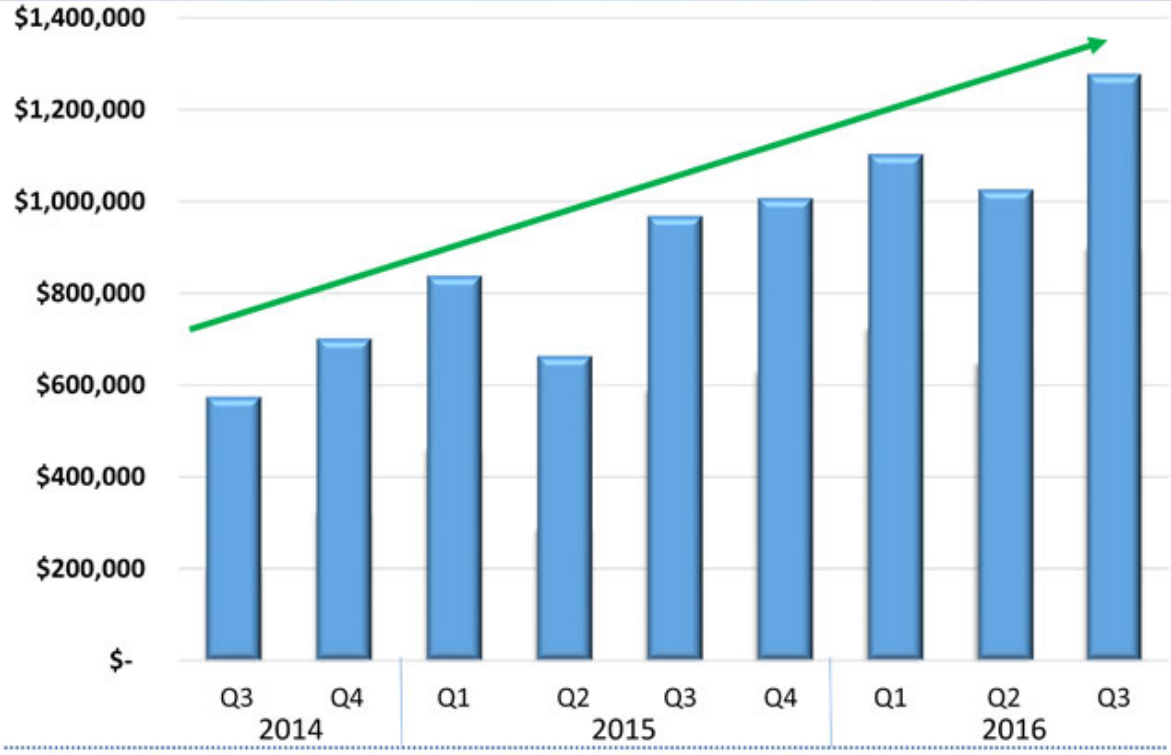
55,000+ Potential Procedures Per Year

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.

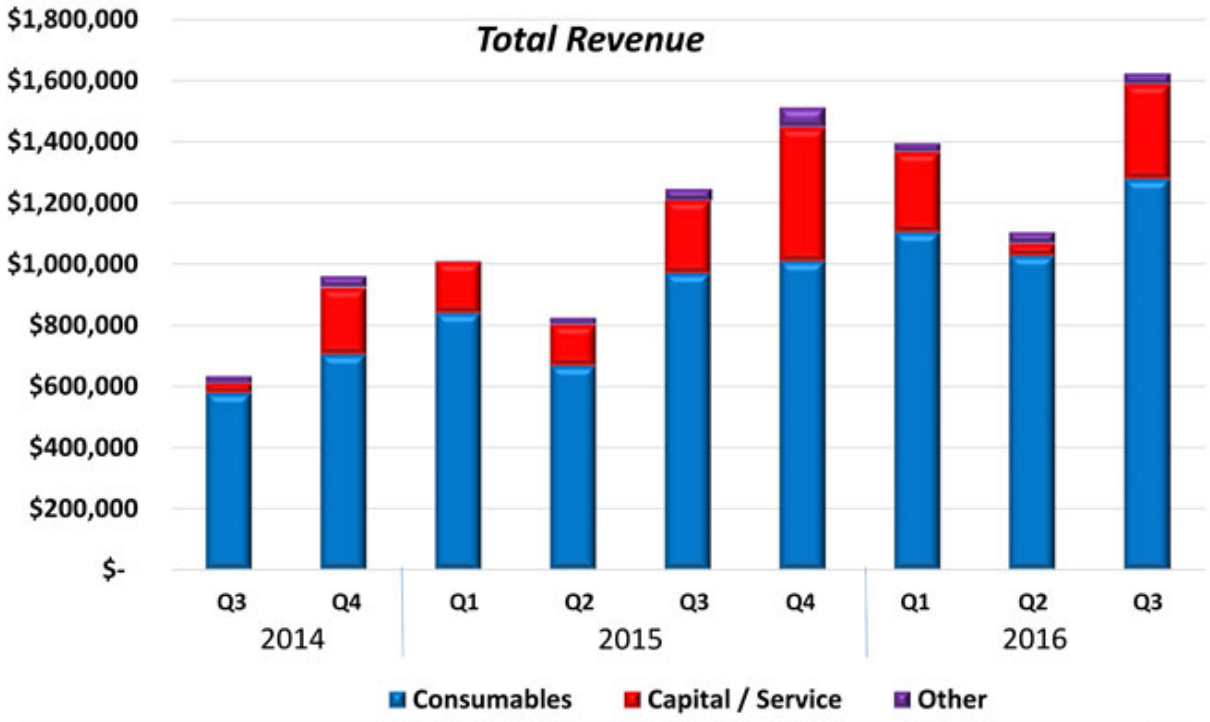
(1) Responsive neurostimulation device (RNS)

(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.

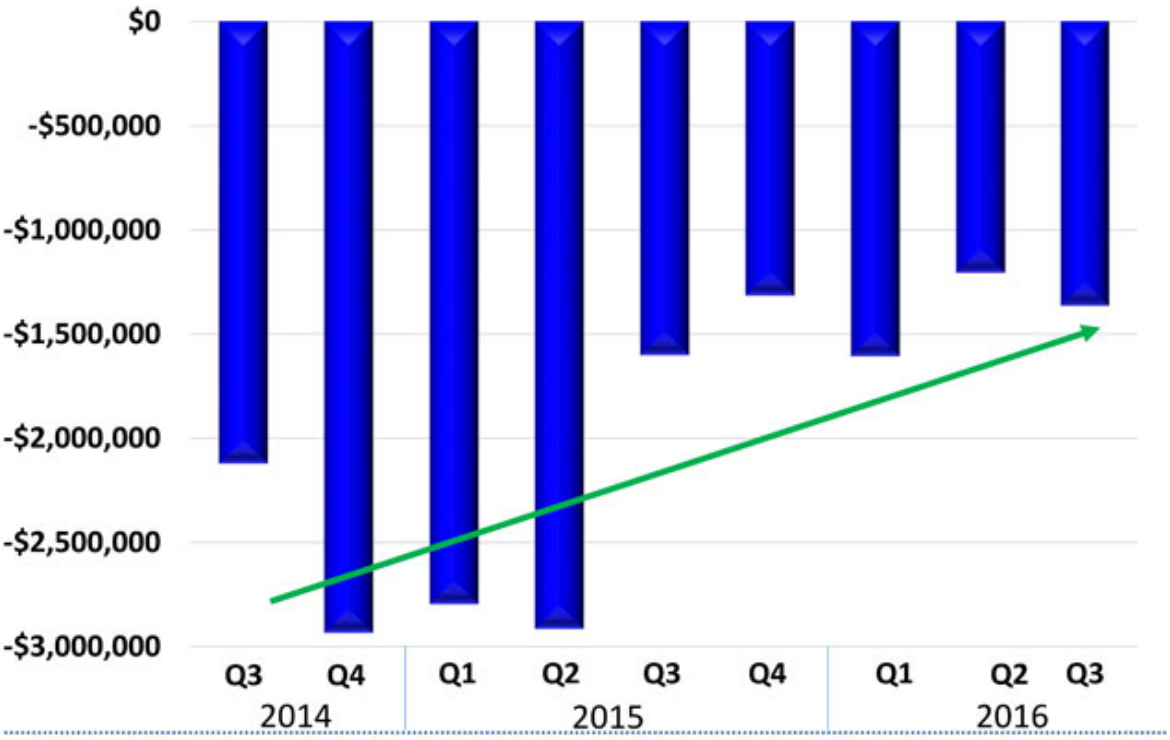
ClearPoint Consumable Revenues



Total Revenue, 2014 - 2016



Cash Flow From Operations



Experienced, Medical Device Leadership Team

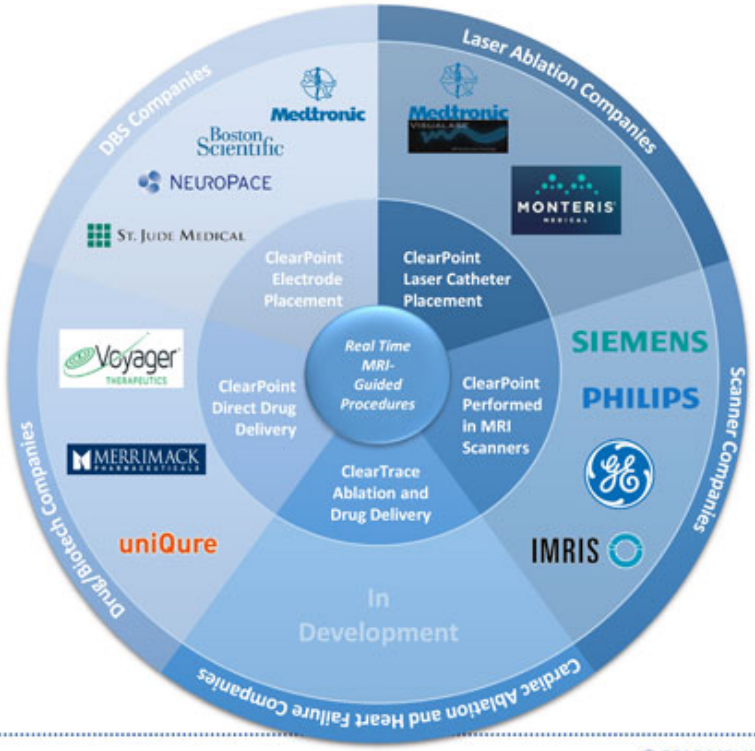
Key Management

Executive	*Title*	*Prior Experience*
Frank Grillo	President, CEO	Intuitive Surgical, Kyphon, Boston Scientific
Peter Piferi	COO	Edwards, 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
- Maria Sainz — CardioKinetics; concentric.; stryker; Guidant
- Dr. Phillip Pizzo — Stanford School of Medicine
- Pascal Girin — Wright; ev3
- Timothy Richards — Vnus; Covidien; B Braun
- Frank Grillo, CEO — Boston Scientific; Kyphon; Intuitive Surgical
- Jack Spencer — Ernst & Young
- Charles Koob — Simpson Thacher
- Andrew Rooke — Major Investor

Leading a New, Emerging Industry Trend

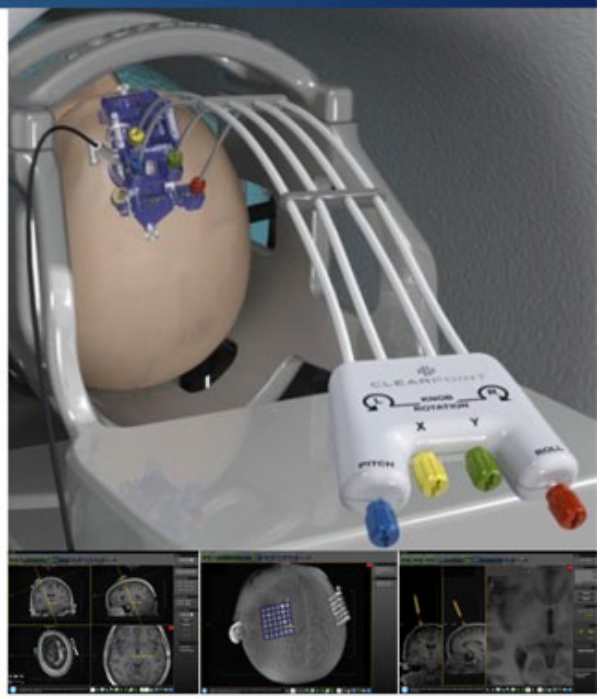


Ticker: MRIC

MRI Interventions, Inc.
Irvine, CA

949.900.6833

www.mriinterventions.com



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

