

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to
Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>SABRA MAZIN</u> (Last) (First) (Middle) <u>C/O CLEARPOINT NEURO, INC.</u> <u>120 S SIERRA AVENUE SUITE 100</u> (Street) <u>SOLANA BEACH CA</u> <u>92075</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ClearPoint Neuro, Inc. [CLPT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Operating Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/06/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Stock Options (right to buy)</u>	<u>\$8.1</u>	<u>03/06/2023</u>		<u>A</u>		<u>11,522</u>		<u>(1)</u>	<u>03/06/2033</u>	<u>Common Stock</u>	<u>11,522</u>	<u>\$0</u>	<u>11,522</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(2)</u>	<u>03/06/2023</u>		<u>A</u>		<u>34,567</u>		<u>(3)</u>	<u>(3)</u>	<u>Common Stock</u>	<u>34,567</u>	<u>\$0</u>	<u>34,567</u>	<u>D</u>	

Explanation of Responses:

1. The shares subject to this option vest as follows: (i) 20% of the total shares on the first anniversary of the grant date; (ii) 40% of the total shares on the second anniversary of the grant date; and (iii) 40% of the total shares on the third anniversary of the grant date.

2. Each restricted stock unit represents a contingent right to receive one share of CLPT common stock.

3. The restricted stock units vest as follows: (i) 20% of the total shares on the first anniversary of the grant date; (ii) 40% of the total shares on the second anniversary of the grant date; and (iii) 40% of the total shares on the third anniversary of the grant date.

Remarks:

/s/ Richard F. Mattern, by Power of Attorney for Mazin Sabra 03/08/2023
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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