SEC Form 4

FORM 4

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

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

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 * D'Alessandro Danilo (Last)　　　(First)　　　(Middle) C/O CLEARPOINT NEURO, INC. 120 S. SIERRA AVE., SUITE 100 (Street) SOLANA BEACH CA　　92075 (City)　　　(State)　　　(Zip)	2. Issuer Name **and** Ticker or Trading Symbol ClearPoint Neuro, Inc. [CLPT] 3. Date of Earliest Transaction (Month/Day/Year) 03/06/2023 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director　　　　10% Owner X　Officer (give title below)　Other (specify below) Chief Financial Officer 6. Individual or Joint/Group Filing (Check Applicable Line) X　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				
Stock Options (right to buy)	$8.1	03/06/2023		A		15,637		(1)	03/06/2033	Common Stock	15,637	$0	15,637	D	
Restricted Stock Units	(2)	03/06/2023		A		46,913		(3)	(3)	Common Stock	46,913	$0	46,913	D	

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 Danilo D'Alessandro　　　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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.