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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

OMB	3235
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response	0.5

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

(Print or Type Respo	onses)								
1. Name and Addre Maners Wendelin	on <sup>*</sup> 2. Issuer Na Symbol MRI INTE [MRIC]			eer or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify below)				
(Last) C/O MRI INTER MUSICK	<sup>(b)</sup> C., 5 3. Date of Ea (Month/Day) 12/01/2014	Year)	nsac	ction	below) Vice President, Marketing				
IRVINE, CA 926	4. If Amendi Filed(Month/E	· ·	e Oı	riginal	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Zip)	Table I -	Non-Der	riva	tive Securities Acqu	uired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)			Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Beneficial Ownership	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)														
Security	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion )	5. Number of Derivative Securities Acquired (A) of (D) (Instr. 3, 4, and 5)		of Underlying Securities		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)		Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Stock Options (right to buy)	\$ 0.91	12/01/2014		A		350,000		<u>(1)</u>	12/01/2024	Common Stock	350,000	\$0	350,000	D	

## **Reporting Owners**

Den estin - Ormen Neme / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Maners Wendelin C C/O MRI INTERVENTIONS, INC. 5 MUSICK IRVINE, CA 92618			Vice President, Marketing				

## **Signatures**

/s/ Oscar Thomas, Power of Attorney for Wendelin C. Maners	12/03/2014	
Signature of Reporting Person	Date	

## **Explanation of Responses:**

\* 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).

(1) The shares subject to this option vest ratably on the first, second and third anniversaries of the grant date, December 1, 2015, December 1, 2016 and December 1, 2017.

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

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