

MICROVISION INC
Form DEFA14A
August 26, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

MICROVISION, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

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x No fee required

.. Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

****** IMPORTANT NOTICE TO SHAREHOLDERS******

SPECIAL MEETING ADJOURNED UNTIL SEPTEMBER 13, 2013

August 26, 2013

Dear Fellow Stockholder:

I am writing to inform you that the Special Meeting of Shareholders of MicroVision, Inc. (MicroVision) scheduled to be held on Thursday, August 22, 2013 has been adjourned to allow stockholders additional time to cast their votes. The special meeting will reconvene at 11:00 a.m., Pacific Time on September 13, 2013, and will be held at The Redmond Inn, 17601 Redmond Way, Redmond, WA 98052. The record date for the stockholders entitled to vote at the special meeting remains the close of business on June 27, 2013.

Although more than 95% of the votes cast have voted FOR approval of the registered direct offering of common stock and warrants to purchase common stock proposal, we have not yet received enough votes to achieve a quorum to hold the special meeting. We are therefore continuing to solicit your vote. **Your vote is important no matter how many or how few shares you own.** It is important that you sign and return your proxy as soon as possible in order to save your company additional solicitation expenses and to ensure that your shares are represented at the special meeting.

YOUR VOTE IS NEEDED AND IS IMPORTANT

WE URGE YOU TO EXERCISE YOUR RIGHT TO VOTE TODAY.

If you sign and return the enclosed proxy card or voting instruction form without instructions on how to vote your shares, your shares will be voted as recommended by the Board of Directors (FOR Proposal 1). If your shares of MicroVision common stock are registered in the name of your broker as holder of record, **your shares cannot be voted unless you give your specific instructions.**

If you hold your shares in multiple accounts, you may receive more than one reminder letter and voting form. Please vote using each voting form you receive, to ensure that all your shares are represented at the Special Meeting.

For the reasons set forth in the definitive Proxy Statement dated July 10, 2013, your Board of Directors unanimously recommends that you vote **FOR** Proposal 1.

If you have any questions or if you need assistance voting, please call Morrow & Co., LLC, our proxy solicitor, at 1-800-662-5200

Thank you for your investment in MicroVision and for taking the time to vote your shares.

Sincerely,

/s/ Alexander Tokman

Alexander Tokman

Chief Executive Officer

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|--------------------------|---|-----|----------------|-----------------|
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