

MICROVISION INC
Form 8-K
June 07, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): June 6, 2013

MICROVISION, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

001-34170
(Commission File
Number)

91-1600822
(IRS Employer
Identification No.)

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6222 185th Avenue NE

Redmond, Washington 98052

(Address of principal executive offices) (Zip Code)

(425) 936-6847

Registrant's telephone number, including area code

N/A

(Former name or former address, if changed since last report)

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective as of June 6, 2013, Stephen Holt, the principal financial officer of MicroVision, Inc. (the Company), has also been designated as the Company's principal accounting officer. James Johnston, who had been acting as the Company's principal accounting officer, will continue as the Company's Controller. Information regarding Mr. Holt was previously disclosed on the Company's Current Report on Form 8-K filed on April 23, 2013 and is incorporated by reference.

Item 5.07. Submission of Matters to a Vote of Security Holders.

The annual meeting of stockholders of the Company was held on June 6, 2013, pursuant to notice duly given. The stockholders voted on three proposals, which are described in detail in the Company's definitive proxy statement dated April 22, 2013.

The results are as follows:

Proposal 1. All of the Company's nominees for director were elected by the votes set forth in the table below:

| Nominee | For | Withheld | Broker Non-Votes |
|-------------------|-----------|----------|------------------|
| Richard A. Cowell | 6,029,139 | 175,145 | 13,518,800 |
| Slade Gorton | 5,986,704 | 217,580 | 13,518,800 |
| Jeanette Horan | 6,027,265 | 177,019 | 13,518,800 |
| Perry Mulligan | 6,030,625 | 173,659 | 13,518,800 |
| Alexander Tokman | 5,978,306 | 225,988 | 13,518,800 |
| Brian Turner | 6,030,266 | 174,018 | 13,518,800 |

Proposal 2. The stockholders approved the proposed 2013 MicroVision, Inc. Incentive Plan by the votes set forth in the table below:

| | |
|-------------------|------------|
| For: | 5,660,243 |
| Against: | 507,566 |
| Abstain: | 36,475 |
| Broker Non-Votes: | 13,518,800 |

Proposal 3. The stockholders ratified the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013, by the votes set forth in the table below:

| | |
|------|------------|
| For: | 19,319,762 |
|------|------------|

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| | |
|----------|---------|
| Against: | 198,188 |
| Abstain: | 205,134 |

The proposal to ratify the appointment of Moss Adams LLP was a routine matter and, therefore, there were no broker non-votes relating to that matter.

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.

MICROVISION, INC.

/s/ Thomas M. Walker
Thomas M. Walker
Executive Vice President

Dated: June 7, 2013