UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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): November 2, 2006

MICROVISION, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware 0-21221 91-1600822 (State or Other Jurisdiction of (Commission File Number) (IRS Employer Incorporation) Identification No.)

6222 185th Avenue NE Redmond, Washington 98052 (Address of Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code: (425) 936-6847

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 2.02. Results of Operations and Financial Condition.

The information in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

On November 2, 2006, Microvision, Inc. issued a press release announcing its financial results for the quarter ended September 30, 2006. A copy of the press release is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

99.1 Microvision, Inc. Press Release Announcing Financial Results for the Quarter Ended September 30, 2006.

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.

By: /s/ Thomas M. Walker

Thomas M. Walker Vice President, General Counsel & Secretary

Date: November 2, 2006

Microvision Announces Third Quarter 2006 Results

Company Continues To Hit Operating Milestones and Reports Financial Results Consistent With Previous Guidance

REDMOND, Wash.--(BUSINESS WIRE)--Nov. 2, 2006--Microvision, Inc. (NASDAQ:MVIS), a global leader in light scanning technologies, today reported operating and financial results for the third quarter and first nine months of 2006.

Operating Results

"Our operating results for the third quarter and year-to-date include achieving several significant milestones on our roadmap to the commercialization of high volume products based on the company's new proprietary Integrated Photonics Module (IPM(TM)) architecture. These milestones include winning strategic development contracts with world-leading partners that are expected to greatly contribute to our goal of commercializing the ultra-miniature laser projectors (PicoP(TM)) and automotive head-up displays," said Alexander Tokman, President and CEO of Microvision.

Significant accomplishments during the third quarter and year to date include:

- -- Entered into an agreement with a major global Tier 1 automotive supplier to develop a commercial scanned-beam head-up display (HUD) product for automotive applications.
- -- Entered into a joint development agreement with a large Asian consumer electronics manufacturer to develop high-volume design for manufacturing of Microvision's proprietary IPM, a tiny display engine suitable for a variety of display applications. Potential applications for the IPM platform include cell phone embedded tiny projection displays, ultra-miniature projection displays used as accessories to various video output devices such as personal media players, laptops, DVD players, personal color eyewear, and head-up displays for automobiles and airplanes.
- -- Awarded a \$5.95 million contract by General Dynamics C4
 Systems to develop and deliver full-color, daylight readable,
 see-through helmet-mounted displays for the U.S. Army. This
 effort includes strategic initiatives consistent with the
 development of the IPM and personal color eyewear application.
- -- Released software connectivity products for the Flic laser bar code scanner to provide cost-effective solutions to the growing mobility market. The software products allow users of the Flic Scanner and Bluetooth enabled Flic Cordless Scanner to capture bar code data directly into a variety of business and consumer household applications running on Windows, Windows Mobile handheld and BlackBerry handheld devices.
- -- Announced strategic relationship with Fraunhofer Institute for Photonic Microsystems that augments Microvision's world-leading expertise in the design and production of small MEMS scanning mirrors. MEMS scanners are a key component to Microvision's IPM platform.

Financial Results

For the nine months ended September 30, 2006, the company reported revenue of \$5.2 million compared to \$12.0 million for the same period in 2005, and \$823,000 for the three months ended September 30, 2006 compared to \$3.3 million for the same period in 2005.

During first nine months of 2005 the Company earned \$4.9 million from work performed on a contract with Ethicon compared to \$764,000 for the same period in 2006. Sales of the Nomad system in the nine months ended September 30, 2005 included a \$1.2 million one-time sale to the US government not repeated in 2006. As of September 30, 2006, backlog totaled \$6.9 million compared to \$4.9 million at September 30, 2005. With the increase in contract backlog, the company believes it will achieve full year revenue of \$8.0 million to \$9.0 million as previously announced.

The company reported an operating loss for the nine months ended September 30, 2006 of \$21.1 million compared to \$18.3 million for the same period in 2005 and \$6.7 million for the three months ended

September 30, 2006 compared to \$6.9 million in the same period in 2005. The operating loss for the three and nine months ended September 30, 2006 includes \$81,000 and \$728,000, respectively, of severance costs and \$471,000 and \$1.5 million, respectively, of non cash compensation costs associated with the adoption of FASB 123(R) that were not included in 2005 results.

The company reported a loss available for common shareholders for the nine months ended September 30, 2006 of \$18.6 million compared to \$24.7 million for the same period in 2005 and \$7.7 million for the three months ended September 30, 2006 compared to \$12.6 million for the same period in 2005. The net loss available for common shareholders for the nine months ended September 30, 2006 includes a one-time \$3.1 million charge associated with the conversion of the company's preferred stock in May 2006.

Microvision ended the quarter with \$14.6 million in cash, cash equivalents and investment securities. Subsequent to the end of the quarter, the company raised \$1.9 million from the sale of 322,000 shares of Lumera common stock. The company continues to own 1,750,000 shares of Lumera common stock with a market value of approximately \$14.1 million as of November 1, 2006. The shares are pledged as collateral for the company's notes that are scheduled to be retired in March 2007.

For the nine months ended September 30, 2006, net loss per share was \$(0.60) compared to \$(1.13) for the same period in 2005, and \$(0.20) for the three months ended September 30, 2006 compared to \$(0.56) for the same period in 2005.

Conference Call

Microvision will host a conference call to discuss its third quarter of 2006 financial results at 4:30 p.m. ET on Thursday, November 2, 2006. Participants may join the conference call by dialing (800) 901-5247 (for U.S. participants) ten minutes prior to the start of the conference. International participants can dial (617) 786-4501. The conference pass-code number is 62217278. Additionally, the call will be broadcast over the Internet and can be accessed from the company's web site at www.microvision.com. The webcast and information needed to access the telephone replay will be available through the same link following the conference call.

About Microvision: www.microvision.com

Headquartered in Redmond, Wash., Microvision Inc. is the world leader in the development of high-resolution displays and imaging systems based on the company's proprietary silicon micro-mirror technology. The company's technology has applications in a broad range of military, medical, industrial, professional and consumer products.

Forward-Looking Statements Disclaimer

Certain statements contained in this release, including those relating to expected results, projections of future revenues, plans for product development and commercialization, future commercial arrangements, growth in demand, future product applications and benefits, as well as statements containing words like "believes," "expects," "anticipates," and other similar expressions, are forward-looking statements that involve a number of risks and uncertainties. Factors that could cause actual results to differ materially from those projected in the company's forward-looking statements include the following: our ability to raise additional capital when needed; risks related to Lumera's business and the market for its equity, market acceptance of our technologies and products; our financial and technical resources relative to those of our competitors; our ability to keep up with rapid technological change; our dependence on the defense industry and a limited number of government development contracts; government regulation of our technologies; our ability to enforce our intellectual property rights and protect our proprietary technologies; the ability to obtain additional contract awards; the timing of commercial product launches and delays in product development; the ability to achieve key technical milestones in key products; dependence on third parties to develop, manufacture, sell and market our products; potential product liability claims and other risk factors identified from time to time in the company's SEC reports, including the Company's Annual Report on Form 10-K filed with the SEC. Except as expressly required by the federal securities laws, we undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changes in circumstances or any other reason.

Microvision, Inc.

Consolidated Balance Sheet (In thousands) (Unaudited)

(Unaudited)	September 30, 2006	December 31, 2005
Assets		
Current Assets Cash and cash equivalents	\$14,026	\$6 , 860
Investment securities, available-for-sale	560	- 1 200
Accounts receivable, net of allowances Costs and estimated earnings in excess of billings on uncompleted contracts	777 719	1,380 1,204
Inventory Current restricted investments	1,030 3,045	759
Other current assets	1,556	
Total current assets	21,713	13,571
Investment in Lumera Property and equipment, net	- 3,964	3,582 2,902
Restricted investments	1,268	1,000
Restricted investment in Lumera Other assets	43	2,184 124
Total assets	\$26 , 988	\$23,363
Liabilities, Mandatorily Redeemable Convertible Preferred Stock and Shareholders' Equity (Deficit) Current Liabilities		
Accounts payable	\$705	
Accrued liabilities Billings in excess of costs and estimated earnings on uncompleted	3,917	4,513
contracts	168	51
Liability associated with common stock warrants	594	3,452
Current portion of notes payable Current portion of capital lease	4,732 46	7,896
obligations Current portion of long-term debt	58	32 22
Total current liabilities	10,220	18,294
Notes payable, net of current portion Liability associated with embedded	-	1,447
derivative feature Capital lease obligations, net of current	-	1,368
portion Long-term debt, net of current portion	143 474	105
Deferred rent, net of current portion	1,631	1,492
Total liabilities	12,468	22,706
Commitments and contingencies	-	-
Mandatorily redeemable convertible preferred stock	-	4,166
Shareholders' Equity (Deficit) Common stock at par value	40	25
Additional paid-in capital	245,075	
Deferred compensation Receivables from related parties, net Accumulated other comprehensive	(792)	(85) (792)
income Accumulated deficit	1,150 (230,953)	- (215,650)
Total shareholders' equity (deficit)	14.520	(3,509)
Total liabilities, mandatorily		
<pre>redeemable convertible preferred stock and shareholders' equity</pre>		
(deficit)	\$26 , 988	\$23,363

Microvision, Inc.

Consolidated Statement of Operations (In thousands, except earnings per share data) (Unaudited)

	Three months ended September 30,			
	2006			2005
Contract revenue Product revenue	\$541 282	\$2,180 1,150	\$3,657 1,544	\$9,244 2,793
Total revenue	823	3,330	5,201	12 , 037
Cost of contract revenue Cost of product revenue	343 675	1,647 2,117	2,493 3,650	5,143 5,484
Total cost of revenue		3,764		
Gross margin	(195)	(434)	(942)	1,410
Research and development expense Sales, marketing, general and administrative expense Gain on disposal of fixed assets		1,963 4,523		13,830
Total operating	6.507			10 514
expenses	6,50/	6,486	20,184	19,714
Loss from operations	(6,702)	(6,920)	(21,126)	(18,304)
Interest income Interest expense Gain on derivative	236 (1,346)	61 (997)		186 (2,067)
instruments, net Loss on debt extinguishment Other expense	125 - (5)	(3,313)	3,179 - (16)	(3,313)
Net loss before equity subsidiary transactions	(7,692)	(10,572)	(22, 283)	(21,846)
Loss on investment in equity subsidiary	-	(610)	(290)	(2,488)
Gain on sale of securities of equity subsidiary	_	_	7,270	1,570
Net loss	(7 , 692)	(11,182)	(15,303)	(22,764)
Less: Stated dividend on mandatorily redeemable convertible preferred stock Accretion to par value	-		(59)	
of preferred stock Inducement for conversion of preferred stock	- -		(3,076)	
Net loss available for common shareholders	\$(7,692) ======	\$(12,571) ======	\$(18,576) ======	\$(24,718) ======
Net loss per share - basic	\$(0.20)	\$(0.56) ======	\$(0.60)	\$(1.13)

CONTACT: Microvision, Inc., Redmond Jeff Wilson (investors), 425-882-6625 Matt Nichols (media), 425-882-6657