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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 19, 2020**

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**MICROVISION, INC.**

(Exact name of registrant as specified in its charter)

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**DELAWARE**  
(State or other jurisdiction  
of incorporation)

**001-34170**  
(Commission  
File Number)

**91-1600822**  
(IRS Employer  
Identification No.)

**6244 185th Avenue NE, Suite 100  
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)

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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))

| Title of each class                              | Trading<br>Symbol(s) | Name of each exchange<br>on which registered |
|--------------------------------------------------|----------------------|----------------------------------------------|
| <b>Common Stock, \$0.001 par value per share</b> | <b>MVIS</b>          | <b>The Nasdaq Stock Market LLC</b>           |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

The annual meeting of stockholders of the Company was held on May 19, 2020, pursuant to notice duly given. The stockholders voted on six proposals, which are described in detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission April 3, 2020.

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 |
|-------------------|------------|------------|------------------|
| Simon Biddiscombe | 55,352,656 | 19,959,313 | 33,479,341       |
| Robert P. Carlile | 54,444,592 | 20,867,377 | 33,479,341       |
| Yalon Farhi       | 56,512,819 | 18,799,150 | 33,479,341       |
| Perry M. Mulligan | 47,312,610 | 27,999,359 | 33,479,341       |
| Sumit Sharma      | 58,263,249 | 17,048,720 | 33,479,341       |
| Berne D.L. Strom  | 54,458,082 | 20,853,887 | 33,479,341       |
| Brian Turner      | 50,295,071 | 25,016,898 | 33,479,341       |

Proposal 2. Approval of an amendment to the Amended and Restated Certificate of Incorporation to amend the total number of shares of the company's authorized common stock required a majority of outstanding shares for approval and did not pass.

|          |            |
|----------|------------|
| For:     | 61,533,922 |
| Against: | 46,526,977 |
| Abstain: | 730,411    |

There were no broker non-votes on Proposal 2.

Proposal 3. Approval of an amendment to the Amended and Restated Certificate of Incorporation to enable a reverse stock split of the company's common stock required a majority of outstanding shares for approval and passed.

|          |            |
|----------|------------|
| For:     | 74,240,160 |
| Against: | 34,252,243 |
| Abstain: | 298,907    |

There were no broker non-votes on Proposal 3.

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Proposal 4. The stockholders approved the 2020 MicroVision, Inc. Incentive Plan by the votes set forth in the table below:

|                   |            |
|-------------------|------------|
| For:              | 40,727,975 |
| Against:          | 31,814,097 |
| Abstain:          | 2,769,897  |
| Broker Non-Votes: | 33,479,341 |

Proposal 5. 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, 2020, by the votes set forth in the table below:

|          |            |
|----------|------------|
| For:     | 84,496,389 |
| Against: | 16,929,091 |
| Abstain: | 7,365,830  |

There were no broker non-votes on Proposal 5.

Proposal 6. The stockholders approved, on an advisory basis, the compensation of the Company's named executive officers by the votes set forth in the table below:

|                   |            |
|-------------------|------------|
| For:              | 44,501,607 |
| Against:          | 27,729,222 |
| Abstain:          | 3,080,887  |
| Broker Non-Votes: | 33,479,341 |

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**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/ David J. Westgor

David J. Westgor

Vice President, General Counsel & Secretary

Dated: May 21, 2020