

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) October 31, 2013

VUZIX CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-35955

(Commission File Number)

04-3392453

(IRS Employer Identification No.)

2166 Brighton-Henrietta Townline Road, Rochester, New York 14623

(Address of principal executive offices)(Zipcode)

(585) 359-5900

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(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))
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Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On October 31, 2013, Vuzix Corporation received a notice from the TSX Venture Exchange Inc. (“TSXV”) that the Company’s common stock will be delisted on November 13, 2013. TSXV stated in its notice that the delisting is a result of the Company’s noncompliance with Policies 4.2 and 4.3 of the TSXV relating to the price of the securities issued by the Company in its recent public offering and the exchange of certain outstanding debt of the Company for securities in connection with such public offering. The Company’s common stock will continue to be quoted on the Over-the-Counter Bulletin Board under the symbol “VUZI”.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The exhibits listed in the following Exhibit Index are filed as part of this Current Report on Form 8-K.

Exhibit No. Description

99.1 Press Release Dated November 4, 2013

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.

Date: November 6, 2013

VUZIX CORPORATION

By: /s/ Grant Russell
Grant Russell
Chief Financial Officer



Vuzix Corporation Announces Delisting From the TSX Venture Exchange

ROCHESTER, NY (November 4, 2013): Vuzix Corporation (OTCQB: VUZI) (“Vuzix”), a leading developer and supplier of smart glasses, advises that, further to its: (i) Amendment No. 5 to its Registration Statement (filed on Form S-1) filed with applicable securities regulators on July 29, 2013; (ii) pricing prospectus dated July 30, 2013 filed with applicable securities regulators on July 30, 2013; and (iii) press releases dated July 30, 2013 and July 31, 2013, Vuzix today received a delisting notice from TSX Venture Exchange advising that the shares of Vuzix common stock (symbol VZX) will be delisted from the TSX Venture Exchange as a result of the common stock being sold and issued at a greater than 20% discount to the then current market price. And while Vuzix is disappointed with the delisting and acknowledges the transaction was closed without the TSXV Venture Exchange’s approval despite its efforts to secure such approvals, it stands by its decision that concluding the offering was in the best interests of the shareholders of Vuzix based on its financial position at the time. The shares of Vuzix have been suspended from trading on the TSX Venture Exchange since July 31, 2013 (former symbol TSX-V:VZX). The shares will be delisted effective as of November 13, 2013. Vuzix shares remain listed on the OTCQB market place listed under the symbol “VUZI”.

About Vuzix Corporation

Vuzix is a leading supplier of Video Eyewear products in the consumer, commercial and entertainment markets. The Company's products, personal display devices that offer users a portable high quality viewing experience, provide solutions for mobility, wearable displays and virtual and augmented reality. Vuzix holds 33 patents and 15 additional patents pending and numerous IP licenses in the Video Eyewear field. The company has won Consumer Electronics Show (or CES) awards for innovation for the years 2005 to 2013 and several wireless technology innovation awards, among others. Founded in 1997, Vuzix is a public company with offices in Rochester, NY, Oxford, UK and Tokyo, Japan. For more information visit www.vuzix.com.

For further Investor Information, please contact:

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