

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) September 10, 2014

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)(Zip Code)

(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 7.01 Regulation FD Disclosure.

On September 10, 2014, and September 11, 2014, Vuzix Corporation (the “Company”) will make a presentation at the Rodman and Renshaw Annual Global Investment Conference and the Aegis Capital Corp. conference, respectively. A copy of the presentation is furnished herewith as Exhibit 99.1.

This Form 8-K and the information attached herewith shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Presentation of Vuzix Corporation

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: September 10, 2014

VUZIX CORPORATION

By: /s/ Paul Travers
Paul Travers
Chief Executive Officer



**Corporate Overview
September 2014**



Paul Travers
President
Vuzix Corp. (OTCQB: VUZI)



Cautionary Note Regarding Forward Looking Statements

Certain statements included in this presentation may be considered forward-looking. All statements in this presentation that are not historical facts are forward-looking statements. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from those implied by such statements, and therefore these statements should not be taken as guarantees of future performance or results. We may use words such as "expects," "anticipates," "intends," "plans," "believes," "could," "seeks," "estimates," and variations of such words and similar expressions in identifying forward-looking statements. The forward-looking statements include statements concerning: our possible or assumed future results of operations; our possible or assumed future results of operations; our business strategies; our ability to attract and retain customers; our ability to sell additional products and services to customers; our cash needs and financing plans; our competitive position; our industry environment; our potential growth opportunities; expected technological advances by us or by third parties and our ability to leverage them; the effects of future regulation; and the effects of competition. These statements are based on our management's beliefs and assumptions and on information currently available to our management. It is important to note that forward-looking statements are not guarantees of future performance, and that our actual results could differ materially from those set forth in any forward-looking statements. Due to risks and uncertainties, actual events may differ materially from current expectations. For a more in depth discussion of these and other factors that could cause actual results to differ from those contained in forward-looking statements, see the discussions under the heading "Risk Factors" in the Company's annual report on Form 10-K filed by Vuzix Corporation and other documents the Company's files from time to time with the SEC. Vuzix disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

Vuzix Background

- Founded 1997
 - Worldwide Operations
- Leading supplier of Wearable display technology
- Cornerstone IP and Patent Portfolio
 - 39 patents and 10 patents pending
- Employees
 - 30 total with 12 engineering staff
- Award-winning Technology and Design
 - Immersive Viewing, Virtual Reality, Augmented Reality
- World-Class Team with Global Partners
 - Technology, Channel, Manufacturing, Content, Applications
- Revolutionary New Products
 - Smart Glasses for Mobility and Video headphones
- Publicly traded OTCQB:VUZI



Wearable Technology from Enterprise to Entertainment

The Wearable Technology Revolution:

- ABI Research forecasts the wearable computing device market will grow to 485 million annual device shipments by 2018
- More than 75 million of these will be wearable display, creating a >\$15 billion product category
- Gartner Group states: "In 2017, smart glasses may begin to save the field service industry \$1B per year"



Vuzix CEO Paul Travers Featured on Fox Business' Opening Bell with Maria Bartiromo

Recorded August 2014 – available at:

<http://www.executiveinterviews.com/delivery/v1/mini/default.asp?order=U15738US>



Why Wearable Displays?

The Solution

- Video glasses afford big screens in a compact, wearable package
- Wearable interactive displays can connect the cloud to the real world (AR)
- The perfect hands-free mobile phone display screen for private viewing anytime, anywhere

The Challenges – But its not easy to do well

- Make them look and feel like regular eyeglasses
- Make them HD, smart and see-through



Vuzix is a Industry Leader with Extensive Experience

Current Line of Wide Screen Video Glasses

- 75 inch virtual screens
- All digital HDMI electronics
- Full 3D Blue-ray support
- Virtual Reality Glasses
- Includes head tracker
- Limited by technology to standard definition, today



Next Gen Video Head Phones

- Demoed at CES 14 and won two awards
- HDMI 3D and streaming WiFi ready
- Designed for PC, Console, Smartphone
- 720P - highest resolution with largest FOV at 55+ degrees (Front row of theater)
- AR & VR Application ready with tracking, audio, microphone, camera
- High precision optics for gaming to work
- Fully immersive video or VR experience

CES Industry Award-Winning Products Last 10 Years



Vuzix M100 Smart Glasses Features – Focused on Enterprise

- Hands-free wearable display, computing & communications platform
- WQVGA digital see-through display
- 1080p camera
- Earbud & Microphone
- Inertial Sensor
- Compass & GPS
- Voice Recognition
- Gesture Recognition
- WiFi & Bluetooth
- Safety and Prescription Glass mountable
- Up to 8 hours of use
- Based on Android OS
- Runs thousands of Android apps



M100 Software Developer Community:



.... And Growing

- Partnerships from streaming video to sales channels and the developer community



at&t



NOKIA
Connecting People



 **VisionSmarts**
YOUR IMAGE ANALYSIS PARTNER

 **voxware**
Voice Management Suite



zoom

 **Tenaris**

 **vired**
enterprise mobility

Applications For Smart Glasses And Augmented Reality

 <p>Industrial - Warehousing</p> <ul style="list-style-type: none"> Peer to Peer Communications Hands Free - Safety Correct Pick, Place, Ship Warehouse Navigation Inventory Control <p>Minimizes human error while reducing costs!</p>	 <p>Off-Shore Heavy Equipment Operations</p> <ul style="list-style-type: none"> Real-Time Communications Over-The-Shoulder Coaching Spatial Awareness Emergency Evacuation Alerts Work Discrepancy Resolution <p>Worker safety, less down time!</p>	 <p>Medical Applications</p> <ul style="list-style-type: none"> Peer to Peer Communications Pre, Intra, Post OP Checklists Patient Medical History Patient's Vital Data Invasive Procedural Checklist Symptom Identification & Documentation <p>Improved quality of care while reducing costs!</p>
 <p>Automotive</p> <ul style="list-style-type: none"> Peer to Peer Communications Production Line Checklists Assembly/Disassembly Assistance Dealer Technicians Remote Diagnostics Training <p>Minimizing human error while reducing costs!</p>	 <p>Airlines</p> <ul style="list-style-type: none"> Peer to Peer Communications Boarding Check-In Security Customer Data Aircraft Maintenance Flight Operations <p>Increase passenger safety while reducing costs!</p>	 <p>Customer Service</p> <ul style="list-style-type: none"> Peer to Peer Communications Product Stock Status Shelf Location Product Specifications Product Price Sales Associate Training <p>Satisfied customers increased revenues!</p>

Real Time, Hands Free, Info on Tap, Image/Video Capture, Scan Code Reading and More...

Smart Glasses for Warehouse and Inventory Management

SAP in action at Bosch AND Bechtle Installations

As easy as 1-2-3-4 Done!



1 - Scan in



2 - Scan source



3 Scan product



4 Scan handler



5 Done

* Can be as much as 2 x faster and significantly more accurate

SAP and Vuzix: The future of Field Service
SAP has multiple applications in final test and about to release for the M100
Warehousing to Field Service

<http://www.youtube.com/watch?v=UlpGDrSmg38>



Vuzix and Lenovo Partnership

Brings Smart Glasses to China



**Building Eco-System and
Taking Orders NOW!**



NTT Docomo Commercial Use



お知らせ [2013年9月17日] #CEATEC JAPAN2013スペシャルサイトオープン

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インテリジェントグラス
次世代の情報コンシェルジュの世界

Language Translation Visual and Voice
Facial Recognition and Face Tracking
Open Mobile Alliance

The Form Factor Needs Improvement for the Mass Markets

- One of the most frequent questions I get: When will Vuzix finally hire a fashion ID firm?
Its not that easy
- Conventional refractive and reflective optics simply have limits

Conventional Optics for Video Viewers & Gaming



Carl Zeiss - Cinemizer



Sony - HMZ



Oculus- Rift

Conventional Options for SmartGlasses



Epson - Moverio



Kopin - Golden-I

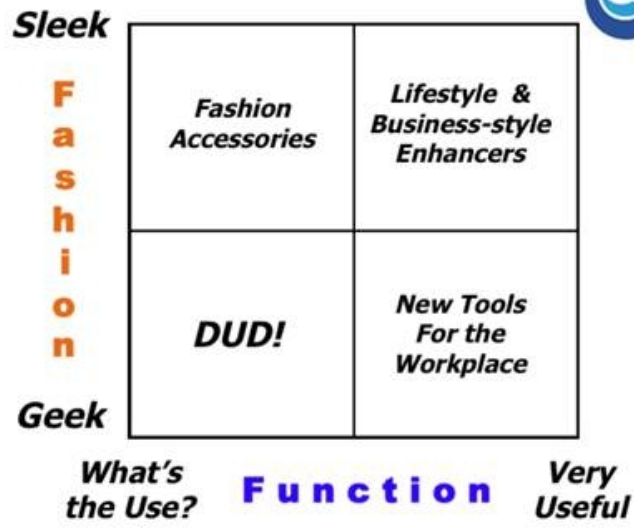


Google- Glass

First Cell Phone

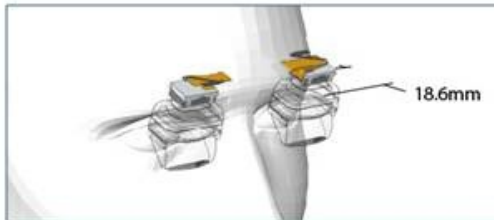


But Smart Glasses are just getting started



New Approaches are needed; Waveguide Optics

- Waveguides are a revolutionary way of moving light
 - Image is injected into a 1.4mm thin waveguide like a fiber optic
 - Not bent through bulk material like conventional optics
- Provides a significant improvement in
 - Mass, cost, volume, simplicity and optical performance



Conventional Optics



Waveguide Optics

-

Purpose built Waveguide Optics for fashionable Smart Glasses

- New Rochester manufacturing facility operational 9/2/2014
- Proprietary Nano-Imprinting for Low Cost Manufacturing
- HD very thin optics with large FOVs
- Easily scalable to mass market levels



A Day in the Life of Cloud Connected You...



Vuzix first waveguide solution M2000AR for enterprise



- ***First waveguide based solution***
- Ruggedized for industrial applications
- 720p display and 1080p camera
- M2000AR – currently HDMI connection
- Programmable electronic shutter adjusts for indoor/outdoor use



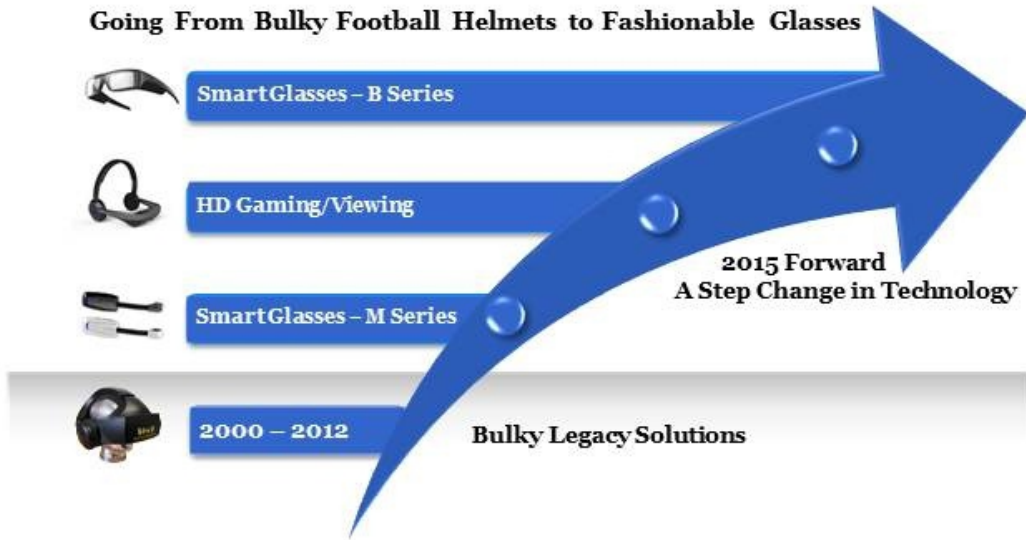
Smart Glasses – B Series for Enterprise and Consumer



- Vuzix Waveguide based optics engine
- First binocular fashion-wear smart glasses coming mid 2015
- Hands-free operation by voice and gesturing
- Run apps onboard or on a paired Android or iOS device
- qHD displays and 1080p camera
- Wireless connectivity with integrated power
- True eyeglass styling with electro-tint

To Recap: 2015 will complete a transition to Smart Glasses and HD

Going From Bulky Football Helmets to Fashionable Glasses



Going to Market Globally

- US – Multi-year history with Direct accounts and major national distributors
- EMEA – Distributors and VARs in 30+ countries
- Web store with fulfillment and warehouses in US, UK, EU, and Japan
- Apple.com has offered in over 22 EU countries
- Exploring new market sectors and geographic licensing
- Exclusive M100 Smart Glass partnership with Lenovo for China starting Fall 2014



Interim Financial Data – 6 months ended June 30

	6 Mths June 30, 2014	6 Mths June 30, 2013
Total Sales	\$ 1,522	\$ 1,439
Cost of Sales	913	744
Gross Margin	609	695
Operating Expenses	2,527	2,509
Operating (Loss)	(1,918)	(1,814)
Interest and Other	-155	-485
Gain (Loss) on Derivative Valuation	3,824	-294
Net Income (Loss)	\$ 1,751	\$ (2,593)
Earnings (Loss) Per Share (Diluted)	\$ 0.15	\$ (0.73)

**Numbers in thousands excluding EPS*

Balance Sheet

	June 30, 2014	Dec 31, 2013
ASSETS		
Cash	\$ 1,971	\$ 310
Accounts Receivable	166	215
Inventory & Prepaids	978	1,155
Current Assets	3,115	1,680
Net Fixed Asset & Intangibles	1,726	1,182
TOTAL ASSETS	4,841	2,862
Current Liabilities	3,115	3,661
Long-term Debt	1,237	203
Derivative Liability - Long term ¹	8,961	12,036
Total Liabilities	13,313	15,900
Share Capital	26,069	23,254
(Deficit)	-34,541	-36,292
Stockholder's Equity (Deficit)	-8,472	-13,038
Total Liabilities & Stockholders' Equity	\$ 4,841	\$ 2,862

**Numbers in thousands*

Capitalization Table

Security	Average Exercise Price	As of June 30, 2014
Common Shares - Outstanding	–	10,315,141
Preferred Stock	–	–
Convertible Debt (excludes interest)	\$2.25	1,333,343
Warrants - Outstanding	\$2.74	6,363,211
Options - Outstanding	\$9.72	214,518
Fully Diluted		18,226,213

Recent Events:

- 705,196 warrants exercised from during first 6 months of 2014, with cash proceeds of \$1,586,691
- Convertible debt of \$3,000,000 issued on June 3, 2014 – 5% coupon, due June 2017
- Pricing resets features on remaining warrants and convertible debt driving derivative liability valuation

Vuzix Objectives

- Releasing new features for M100 industrial users that include Nuance based voice control local and 44 languages, touch-less 3D gesturing, line of fashion prescription eyewear and safety glass mounts
- Opening App store for M100 Enterprise and Prosumer apps
- Launch Gen 2 M100 OS and applications to expand and improve features including iOS version
- Bringing up volume manufacturing of M100 in China September 2014
- Support sales of > 1000 M100s per month, with lots of extra capacity for growth
- Complete design and demonstrate fashionable eyeglass form factor using waveguide optics
- Complete development work and tooling for introduction of video headphone model in early 2015



Executive Management

Paul J. Travers, Founder and President and Chief Executive Officer

More than 25 years experience in the consumer electronics field, and 20 years experience in the virtual reality and virtual display fields with Vuzix being his third successful startup

Grant Russell, EVP and Chief Financial Officer

Over 30 years experience leading in the consumer electronics industry with experience such as co-founding Advanced Gravis Computer, the world's largest PC and Macintosh joystick manufacturer at the time

Dan Cui, Vice President of Sales and Business Development

Over 30 years of sales and marketing experience focused on introducing leading edge products on a global basis

Vuzix Investment Highlights

- Acknowledged as one of the world leaders in Smart Glasses, established over the last 20 years, and at the front end of **market opportunities in the billions of dollars**
- Extensive cornerstone IP and technology base in wearable displays and smart glasses
- Strong R&D plan and product roadmap to commercialize its next generation technology for both Vuzix and potential third party OEMs and licensees
- Experienced team with a clear vision of the important role that mobile displays will play in the future
- Lenovo China exclusive sales & marketing partnership
- Multiple application partners like SAP Warehousing and Field Service





**Thank You
DEMOS**