Edgar Filing: WALKER THOMAS M - Form 4

WALKER T Form 4										
April 28, 201									OMB AI	PPROVAL
-	UNITE	D STATES		RITIES A shington			NGE C	COMMISSION	OMB Number:	3235-0287
if no long subject to	Check this box if no longer subject to Section 16. SECURITIES					NERSHIP OF	Expires: January 31, 2005 Estimated average burden hours per			
Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p ^{is} Section 1	7(a) of the		ility Hol	ding Cor	npany	Act of	e Act of 1934, f 1935 or Sectio 40	response n	0.5
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> WALKER THOMAS M			2. Issuer Name and Ticker or Trading Symbol MICROVISION INC [MVIS]					5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle) 6222 185TH AVE NE			3. Date of Earliest Transaction(Month/Day/Year)04/26/2010					Director X Officer (give below)		Owner er (specify
	Filed(Month/Day/Year) Appli _X_F				Applicable Line) _X_ Form filed by 0	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
REDMOND		(7:						Person		porting
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction D (Month/Day/Yea	ar) Executio any		3. Transacti Code	4. Secur on(A) or D (Instr. 3,	ties Ac isposed 4 and 5 (A) or	quired l of (D)	uired, Disposed of 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	f, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial
Common Stock (1)	04/26/2010			A	12,897		\$ 3.41	53,711	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title I
Non-Qualified Stock Option (right to buy)	\$ 3.41	04/26/2010		А	19,104	04/26/2010(2)	04/26/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 3.41	04/26/2010		А	30,093	04/26/2011 <u>(3)</u>	04/26/2020	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WALKER THOMAS M						
6222 185TH AVE NE			VP General Counsel & Secretary			
REDMOND, WA 98052						
Signatures						

/s/Thomas M. 04/28/2010 Walker **Signature of

Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This award was granted as part of the reporting person's long-term incentive compensation. The award will vest on the third anniversary (1)of the date of grant subject to the terms of the 2006 Incentive Plan.
- This stock option was made in lieu of a cash payment for one half of the reorting person's 2009 short term incentive award. (2)
- This award was granted as part of the reporting person's long-term compensation. The reporting person vests ownership in the stock (3)option as follows: 25% upon each anniversary of the date of grant subject to the terms of the 2006 Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.