

EMAGIN CORP
Form DEFA14A
April 12, 2016

SCHEDULE 14A

(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for the use of the Commission only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

EMAGIN CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11 (a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

eMAGIN CORPORATION

**c/o Continental Proxy Services - You May Vote Your Proxy When You View The Material On The Internet.
8th Floor - You Will Be Asked To Follow The Prompts To Vote Your Shares.**

17 Battery Place, New York NY
10004-1123

eMAGIN

CORPORATION

2070 Route 52, Hopewell Junction, NY 12533

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

to be held on May 27, 2016

Dear Shareholder,

The 2016 Annual Meeting of Shareholders of eMagin Corporation will be held at the offices of Sichenzia Ross Friedman Ference LLP, 61 Broadway, 32nd Floor, New York, NY 10006, on Friday, May 27, 2016, at 10:00 AM Eastern Daylight Time.

Proposals to be considered at the Annual Meeting:

- (1) To consider and act upon a proposal to elect to the Company's Board of Directors the seven persons nominated by the Board of Directors;
- (2) To ratify RSM US LLP as the Company's independent auditors for the 2016 fiscal year;
- (3) To recommend, by a non-binding advisory vote, the approval of the compensation disclosed in the Proxy Statement of the Company's named executive officers; who are named in the Summary Compensation Table; and

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(4) To address such other matters as may properly come before the 2016 Annual Meeting or any adjournment or postponement thereof.

The Board of Directors recommends a vote “FOR” all nominees under Proposal 1, and “FOR” Proposals 2 and 3.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.

Vote Your Proxy on the Internet:

Have your notice available when you access the above website. Follow the prompts to vote your shares.

The Proxy Materials are available for review at:
<http://www.cstproxy.com/emagin/2016>

COMPANY ID:

PROXY NUMBER:

ACCOUNT NUMBER:

eMAGIN CORPORATION

2070 Route 52, Hopewell Junction, NY 12533

Important Notice Regarding the Availability of Proxy Materials for the 2016 Annual Meeting of Shareholders to Be Held On May 27, 2016

The following Proxy Materials are available to you to review at: <http://www.cstproxy.com/emagin/2016>

- the Company's Annual Report for the year ended December 31, 2015.
- the Company's 2016 Proxy Statement.
- the Company's Proxy Card.
- any amendments to the foregoing materials that are required to be furnished to shareholders.

This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you would like to receive a paper or e-mail copy of these documents, *you must request one*. There is no charge for such documents to be mailed to you. Please make your request for a copy as instructed below on or before May 16, 2016 to facilitate a timely delivery. You may also request that you receive paper copies of all future proxy materials from the Company.

ACCESSING YOUR PROXY MATERIALS ONLINE

Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically. You must reference your company ID., proxy number, and account number.

REQUESTING A PAPER COPY OF THE PROXY MATERIALS

By telephone please call 1-888-221-0690,

or

By logging on to <http://www.cstproxy.com/emagin/2016>

or

By email at: proxy@continentalstock.com

Please include the company name and your account number in the subject line.