

Vuzix Corp
 Form 4
 September 15, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Travers Paul J

(Last) (First) (Middle)
 2166 BRIGHTON HENRIETTA
 TOWNLINE ROAD
 (Street)

ROCHESTER, NY 14623

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Vuzix Corp [VUZI]

3. Date of Earliest Transaction (Month/Day/Year)
 09/14/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/14/2015 | | P | 500 | A \$ 4.75 | 2,549,962 | D ⁽¹⁾ |
| Common Stock | 09/15/2015 | | P | 500 | A \$ 4.7199 | 2,550,462 | D ⁽²⁾ |

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

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SEC 1474 (9-02)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Travers Paul J 2166 BRIGHTON HENRIETTA TOWNLINE ROAD ROCHESTER, NY 14623 | X | X | President and CEO | |

Signatures

/s/ Paul Travers 09/15/2015

**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).

(1) Following this purchase, 1,679,962 share were held directly by Mr. Travers and 870,000 shares were held by grantor retained annuity trusts as follows: 609,000 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust I dated May 14, 2015, 182,700 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust II dated May 14, 2015, and 78,300 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust III dated May 14, 2015.

(2) 1,680,462 share are held directly by Mr. Travers and 870,000 shares are held by grantor retained annuity trusts as follows: 609,000 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust I dated May 14, 2015, 182,700 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust II dated May 14, 2015, and 78,300 shares by Serge Turcotte as trustee of the Paul Travers Annuity Trust III dated May 14, 2015.

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.