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EMERGING VISION INC
Form DEFA14A
June 29, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No. ___)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement Confidential, For Use of the Commission
Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Under ss.240.14a-12

EMERGING VISION, INC.

(Names of Registrant as Specified in its Charter)

(Names 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.

(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.

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[] 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:

[LETTERHEAD OF STERLING OPTICAL]

Dear Shareholder:

In 2003, Emerging vision, Inc. experienced new energy and growth in its retail brands and operations. Both our Sterling Optical and our Site for Sore Eyes brands saw the franchise development effort gain momentum. During 2003, we welcomed more new franchisees than the previous three years combined. This growth, together with the further implementation of revenue generating and cost saving programs, has resulted in a profitable operation for the first time in many years for the Company. This positive trend has continued through the first quarter of 2004.

Consistently ranked among the top ten optical retailers in the United States, new merchandising programs that include a model inventory for our franchised locations have strengthened our supplier relationships and maintain the Company's position as an industry leader.

The Company's management team, led by our three Chief Operating Officers, Sam Herskowitz, Myles Lewis and Christopher Payan, continues to provide the strong leadership needed to drive and grow our business. As a result, it is with great conviction that we look forward to the future of the Company. Our financial turnaround has opened the door to many potential opportunities for growth and improved shareholder value. In 2004, we celebrate the 90th anniversary of Sterling Optical and the 25th anniversary of Site for Sore Eyes. We are confident that both of these time-honored and powerful brands will continue to meet and exceed their potential for many years to come.

On behalf of the Board of Directors and management of Emerging Vision, Inc., I want to express sincere thanks to our franchisees, customers, suppliers and you, our shareholders, for your continued commitment and support. We are proud of the success we have had in 2003 and look forward to continued growth of the Company and its brands.

Sincerely,

/s/ Dr. Alan Cohen

Dr. Alan Cohen
Chairman of the Board