

COMPETITIVE TECHNOLOGIES INC
Form DEFA14A
January 19, 2007

**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

Filed by the Registrant ☒ [x]
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
☒ [x] Definitive Additional Materials
☐ [] Soliciting Material Pursuant to §240.14a-12

Competitive Technologies, Inc.

(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):

☒ [x] No fee required
☐ [] Fee computed on table below per Exchange Act Rules 14a-6(i)(4) 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:

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☐ [] Fee paid previously with preliminary materials.

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(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed

COMPETITIVE TECHNOLOGIES, INC.
777 Commerce Drive, Suite 100
Fairfield, Connecticut 06825

On January 19, 2007, Competitive Technologies, Inc. issued the following press release:

COMPETITIVE TECHNOLOGIES NOTIFIES SEC OF NANO GROUP'S FALSE AND MISLEADING STATEMENTS

Fairfield, CT (January 19, 2007) - Competitive Technologies, Inc.-(AMEX: CTT), a full service technology transfer and licensing provider, today announced that it has notified the Securities and Exchange Commission concerning the false and misleading statements made by the Committee to Restore Stockholder Value (the "Nano Group"), regarding their inaccurate claim that a quorum was present on January 16, 2007, at CTT's Annual Meeting of Stockholders ("Annual Meeting").

The independent Inspectors of Election, IVS Associates, Inc., have preliminarily confirmed that only 39.94% of CTT's outstanding shares were present in person or by proxy at CTT's Annual Meeting, far below the majority of shares required by CTT's Bylaws in accordance with Delaware law. As no quorum was present, the only business conducted was a vote by the shareholders to adjourn the meeting. According to the preliminary report of the independent Inspectors of Election, the vote to adjourn the meeting until February 2, 2007, was approved. No other business was conducted at the Annual Meeting, and contrary to the misleading statements of the Nano Group, no election of directors took place at the meeting. The election of directors is expected to take place on February 2, 2007, at the reconvened Annual Meeting.

CTT believes that the Nano Group has perpetuated a campaign to intentionally mislead CTT's stockholders. The Nano Group has continued to falsely claim that the Nano Group's slate of director nominees, including John B. Nano, was elected on January 16, 2007, which was impossible without a quorum.

CTT is encouraging all of its stockholders to cast their ballots in support of its nominees as soon as possible. The Annual Meeting has been adjourned until February 2, 2007 at 1:00 p.m. Eastern Time at the American Stock Exchange, 86 Trinity Place, New York, NY.

Voting instructions are as follows:

Voting Instructions for Beneficial Holders (those who hold their shares in “street” name):		
Vote by Telephone		Vote by Internet
Follow these four easy steps:		Follow these four easy steps:
1. Read the accompanying proxy material and WHITE voting instruction form.		1. Read the accompanying proxy material and WHITE voting instruction form.
2. Call Toll Free on a Touch-Tone Phone: 1-800-454-8683		2. Go to Website: WWW.PROXYVOTE.COM
3. Enter your 12 digit Control Number located on the right hand side of your WHITE voting form.		3. Enter your 12 digit Control Number located on the right hand side of your WHITE voting form.
4. Follow the recorded instructions.		4. Follow the instructions provided.

Voting Instructions for Registered Stockholders:		
Vote by Telephone		Vote by Internet
Follow these four easy steps:		Follow these four easy steps:
1. Read the accompanying proxy material and WHITE voting instruction		1. Read the accompanying proxy material and WHITE voting instruction form.

form.		
2. Call Toll Free on a Touch-Tone Phone: 1-800-690-6903		2. Go to Website: WWW.PROXYVOTE.COM
3. Enter your 12 digit Control Number located on the right hand side of your WHITE voting form.		3. Enter your 12 digit Control Number located on the right hand side of your WHITE voting form.
4. Follow the recorded instructions.		4. Follow the instructions provided.

Stockholders also may vote by attending the reconvened Annual Meeting in person. Any CTT stockholder of record as of the close of business on November 20, 2006, who has not yet returned a proxy card, or voted by Internet or by telephone is strongly encouraged to contact Morrow & Co., Inc., a proxy solicitation firm that is assisting us in the solicitation of proxies, at 1-800-267-0201. Any stockholder who held shares in "street name" through their broker, bank or other custodian as of the close of business on November 20, 2006, may also contact such broker, bank or other custodian to receive proxy materials and vote their shares. If any stockholder has any questions or needs assistance in voting its shares, they are advised to call Morrow & Co., Inc., at 1-800-267-0201. The Company has engaged an independent firm to verify the voting results.

Statements about our future expectations, including development and regulatory plans, and all other statements in this press release, other than historical facts, are “forward-looking statements” within the meaning of applicable Federal Securities Laws, and are not guarantees of future performance. If and when used herein, the words “may,” “will,” “should,” “anticipate,” “believe,” “appear,” “intend,” “plan,” “expect,” “estimate,” “approximate,” and similar expressions, as they relate to us or our business or management, are intended to identify such forward-looking statements. These statements involve risks and uncertainties related to our ability to obtain rights to market technologies, market acceptance of and competition for our licensed technologies, growth strategies and strategic plans, operating performance and financing of our operations, industry trends, and other risks and uncertainties inherent in our business, including those set forth in Item 1A under the caption “Risk Factors,” in our most recent Annual Report on Form 10-K for the year ended July 31, 2006, filed with the Securities and Exchange Commission (“SEC”) on October 30, 2006, and other factors that may be described in our other filings with the SEC, and are subject to change at any time. Our actual results could differ materially from these forward-looking statements. We undertake no obligation to update publicly any forward-looking statement.

Important Additional Information Filed with the SEC

CTT has filed a definitive proxy statement with a WHITE proxy card for the election of directors nominated by the Board of Directors with the SEC. CTT STOCKHOLDERS ARE URGED TO READ THE PROXY STATEMENT FILED WITH THE SEC BECAUSE IT CONTAINS IMPORTANT INFORMATION. Investors can obtain free copies of the proxy statements through the website maintained by the SEC at www.sec.gov. In addition, investors can obtain free copies of the proxy statements from CTT by contacting Secretary, c/o Competitive Technologies, Inc., 777 Commerce Drive, Suite 100, Fairfield, Connecticut, 06825, or you can contact us by phone at (203) 368-6044, or email at ctt@competitivetech.net.

CTT, its directors and named executive officers may be deemed to be participants in the solicitation of CTT’s security holders in connection with its 2007 Annual Meeting of Stockholders, which will be held on January 16, 2007, and any adjournment thereof. Security holders may obtain information regarding the names, affiliations and interests of such individuals in CTT’s definitive proxy statement that was filed with the SEC on December 21, 2006.
