FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| washington, D.C. 2004 |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person* <u>JULIEN ANDRE</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol FARO TECHNOLOGIES INC [FARO] | | | | | | | | | S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|--|---|--|--|-----------|--|--|---|------|--|------|---|--|-----------------------------------|---|--|--|--|--|---|--|
| (Last) (First) (Middle) 125 TECHNOLOGY PARK | | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/08/2006 | | | | | | | | | Officer (give title Other (below) below) | | | | |
| (Street) LAKE MARY FL 32746 | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | Persor | | | · | | |
| | | Tab | le I - Non | -Deriv | /ative | Se | curitie | s Ac | quired, [| Disp | osed c | of, or Be | nefic | ially | Owned | i | | | | |
| Date | | | | | ransaction e nth/Day/Year) | | 2A. Deemed Execution Date if any (Month/Day/Ye | | Code (Inst | | Dispose | ities Acquired (A) or d Of (D) (Instr. 3, 4 a | | Securitie Beneficie Owned F Reported | | es ally Following d | Form: Direct | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | V | Amount | (A) or (D) | | ce | Transaction(s) (Instr. 3 and 4) | | | | | |
| Common | Stock | | Table II | Do wis vo | 411.00 | <u> </u> | wition | Λ | using Di | | | or Bor | oficio | | | ,307 | | D | | |
| | | ' | | | | | | | uired, Di s, options | | | | | | owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution I if any (Month/Day | Date, | 4. Transaction Code (Instr 8) | | r. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 5 | . Price of Derivative Security Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | Amou or Numb of Share | er | | | | | | |
| Non- employee Director Stock Option (right to buy) | \$4.88 | | | | | | | | 04/29/2000 | 04 | 1/29/2009 | Common Stock | 3,00 | 0 | | 3,000 | | D | | |
| Non- employee Director Stock Option (right to buy) | \$3.13 | | | | | | | | 04/29/2001 | 04 | 1/29/2010 | Common Stock | 3,00 | 0 | | 3,000 | | D | | |
| Non- employee Director Stock Option (right to buy) | \$2.57 | | | | | | | | 05/02/2002 | 05 | 5/02/2011 | Common Stock | 3,00 | 0 | | 3,000 | | D | | |
| Non- employee Director Stock Option (right to buy) | \$2.49 | | | | | | | | 05/02/2002 | 05 | 5/02/2010 | Common Stock | 21,00 | 00 | | 21,000 |) | D | | |
| Non- employee Director Stock Option (right to buy) | \$2.49 | | | | | | | | 05/02/2003 | 05 | 5/02/2012 | Common Stock | 3,00 | 0 | | 3,000 | | D | | |
| Non- employee Director Stock Option (right to | \$4.42 | | | | | | | | 04/29/2004 | 04 | 1/29/2013 | Common Stock | 3,00 | 0 | | 3,000 | | D | | |

| 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 | Conversion Date Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Month/Day/Year) | | Transa Code (| nsaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | tive ties red sed | 6. Date Exerc Expiration Da (Month/Day/\) | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | Code V (A) (D) | | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Non- employee Director Stock Option (right to buy) | \$21.56 | | | | | | | 05/12/2005 | 05/12/2014 | Common Stock | 3,000 | | 3,000 | D | |
| Common Stock | (1) | | | | | | | (1) | (1) | Common Stock | 1,333 | | 1,333 | D | |
| Common Stock | (1) | 09/08/2006 | | A | | 2,200 | | (1) | (1) | Common Stock | 2,200 | \$0 | 2,200 | D | |

Explanation of Responses:

1. Restricted stock was granted pursuant to the Company's 2004 Equity Incentive Plan and vests in three annual installments beginning one year from date of grant.

/s/ Martin A. Traber as **Attorney In Fact for Andre** <u>Julien</u>

02/14/2007

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.