SEC	Form	4
-----	------	---

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 APPROVAL

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

			······································						
1. Name and Address of Reporting Person [*] Gale Jody Storm		on*	2. Issuer Name and Ticker or Trading Symbol <u>FARO TECHNOLOGIES INC</u> [FARO]		tionship of Reporting Pers all applicable) Director	10% Owner			
				- X	Officer (give title below)	Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	I	,	,			
			03/20/2018	I	SVP/General Counsel/Secretary				
C/O FARO TEC	HNOLOGIES, IN	IC.		I					
250 TECHNOLOGY PARK									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)				Line)					
(Street)				X	Form filed by One Repo	orting Person			
LAKE MARY	FL	32746		1	, , ,	5			
					Form filed by More thar Person	n One Reporting			
(City)	(State)	(Zip)							

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. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or Price		Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock	03/20/2018		Α		1,198(1)	A	\$ <mark>0</mark>	6,511	D		
Common Stock	03/20/2018		Α		104 ⁽²⁾	A	\$ <mark>0</mark>	6,615	D		
Common Stock	03/20/2018		F		26	D	\$61.3	6,589	D		

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

	(e.g., puis, cans, 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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispo of (D) (In 3, 4 and 5	re es I (A) sed str.	Expiration Date (Month/Day/Year)		and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Employee Stock Option (right to buy)	\$61.3	03/20/2018		A		9,412		(3)	03/20/2025	Common Stock	9,412	\$0	9,412	D	
Employee Stock Option (right to buy)	\$59.97	03/20/2018		A		1,067 ⁽⁴⁾		03/20/2018	02/27/2022	Common Stock	1,067	\$0	3,556	D	

Explanation of Responses:

1. Issued as restricted stock units, which represent the contingent right to receive an equivalent number of shares of common stock. The restricted stock units vest on March 20, 2021.

2. On February 27, 2015, the reporting person was granted performance-based restricted stock units ("RSUs") representing a contingent right to receive 1,247 shares of common stock, with the number of RSUs earned to be determined based on the extent to which certain performance conditions for each of fiscal years 2015, 2016 and 2017 were met. As determined on March 20, 2018, the reporting person earned 104 RSUs based on the Company's fiscal year 2017 performance.

3. The stock option vests in three equal annual installments beginning March 20, 2019

4. On February 27, 2015, the reporting person was granted performance-based stock options to purchase 12,803 shares of common stock, with the number of stock options earned to be determined based on the extent to which certain performance conditions for each of fiscal years 2015, 2016 and 2017 were met. As determined on March 20, 2018, the reporting person earned stock options to purchase 1,067 shares of common stock based on the Company's fiscal year 2017 performance.

Remarks:

/s/ Jody Storm Gale

03/22/2018

** Signature of Reporting Person

03/22/20 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.