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

П

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 burden

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Person [*] Hall Kathleen			2. Issuer Name and Ticker or Trading Symbol <u>FARO TECHNOLOGIES INC</u> [FARO]		tionship of Reporting Pe all applicable) Director	10% Owner	
p.			-	X	Officer (give title below)	Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,	
C/O FARO TECHNOLOGIES, INC.			08/31/2018		Chief Operating Officer		
250 TECHNOL	OGY PARK						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	vidual or Joint/Group Filir	ng (Check Applicable	
(Street)				Line)			
LAKE MARY	FL	32746		X	Form filed by One Re	porting Person	
	ГL	52740	_		Form filed by More that Person	an 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		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 (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	08/31/2018		М		17,090	A	\$33.05	26,199	D	
Common Stock	08/31/2018		М		974	Α	\$34.55	27,173	D	
Common Stock	08/31/2018		S		18,064	D	\$68.0377(1)	9,109	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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Seci Acq (A) o Disp of (E	5. Number of Derivative Securities Acquired A) or Disposed of (D) (Instr. 8, 4 and 5)			e of Securities			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	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$33.05	08/31/2018		М			17,090	(2)	03/02/2023	Common Stock	17,090	\$0	8,546	D	
Employee Stock Option (right to buy)	\$34.55	08/31/2018		М			974	(3)	03/03/2024	Common Stock	974	\$0	22,732	D	

Explanation of Responses:

1. Represents the sale of 18,064 shares in multiple transactions ranging in price from \$68.00 to \$68.225 per share, resulting in a weighted average sale price of \$68.0377. The reporting person will provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each price within the range.

2. 8,545 of the options vested on each of 3/2/2017 and 3/2/2018. 8,546 of the options will vest on 3/2/2019.

3. 7,902 of the options vested on 3/3/2018. 7,902 of the options will vest on each of 3/3/2019 and 3/3/2020.

Remarks:

/s/ Jody S. Gale, Attorney-in-

<u>Fact for Kathleen J. Hall</u> (power of attorney previously filed)

09/04/2018

Date

** Signature of Reporting Person

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

 \ast 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.