

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>FRASER GREGORY A</u> (Last) (First) (Middle) <u>125 TECHNOLOGY PARK</u> (Street) <u>LAKE MARY FL 32746</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FARO TECHNOLOGIES INC [FARO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CFO, EVP, Secretary/Treasurer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/04/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock, par value \$.001	09/04/2003		M		37,000	A	\$3.31	429,265	D	
Common Stock, par value \$.001	09/04/2003		S		4,500	D	\$11.9	424,765	D	
Common Stock, par value \$.001	09/04/2003		S		5,000	D	\$11.995	419,765	D	
Common Stock, par value \$.001	09/04/2003		S		10,000	D	\$12.025	409,765	D	
Common Stock, par value \$.001	09/04/2003		S		12,500	D	\$12.02	397,265	D	
Common Stock, par value \$.001	09/04/2003		S		5,000	D	\$12.04	392,265	D	
Common Stock, par value \$.001	09/05/2003		M		4,500	A	\$3.31	396,765	D	
Common Stock, par value \$.001	09/05/2003		S		4,500	D	\$11.95	392,265	D ⁽¹⁾	
Common Stock, par value \$.001								50,000	I ⁽¹⁾	Held by Wife

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$3.31	09/04/2003		M		37,000		12/09/1999 ⁽²⁾	12/09/2008	Common	37,000	\$0	23,000	D	
Employee Stock Option (right to buy)	\$3.31	09/05/2003		M		4,500		12/09/1999 ⁽²⁾	12/09/2008	Common	4,500	\$0	18,500	D	
Employee Stock Option (right to buy)	\$2.16							05/27/2003 ⁽³⁾	05/27/2012	Common	120,000		120,000	D	

Explanation of Responses:

- Previously over-reported the number of shares held by wife in the amount of 5,010 shares and understated the number of shares held directly by the reporting person by the same amount.
- The option was granted to reporting person under the Issuer's 1997 Employee Stock Option Plan, and vests in three equal annual installments beginning December 9, 1999.
- The option was granted to reporting person under the Issuer's 1997 Employee Stock Option Plan, and vests in three equal annual installments beginning May 27, 2003.

/s/ Martin A. Traber, Attorney-in-fact for Gregory A. Fraser 09/08/2003

** 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.

