

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Buss Saggi</u> (Last) (First) (Middle) <u>C/O FARO TECHNOLOGIES INC.</u> <u>250 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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, EUROPE REGION</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/25/2011</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/04/2011</u>	

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	02/25/2011		A		1,176 ⁽¹⁾	A	\$0	36,353	D	
Common Stock	03/02/2011		M		15,000	A	\$19.34	51,353	D	
Common Stock	03/02/2011		M		5,112	A	\$13.04	56,465	D	
Common Stock	03/04/2011		M		5,113	A	\$13.04	61,578	D	
Common Stock	03/04/2011		S		10,225	D	\$36.49	51,081 ⁽²⁾	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. 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
Employee Stock Option (right to buy)	\$35.9	02/25/2011		A		8,938		(3)	02/25/2018	Common Stock	8,938	\$0	8,938	D	
Employee Stock Option (right to buy)	\$19.34	03/02/2011		M		15,000		(4)	08/16/2014	Common Stock	15,000	\$0	0	D	
Employee Stock Option (right to buy)	\$13.04	03/02/2011		M		5,112		(5)	03/04/2019	Common Stock	5,112	\$0	10,225	D	
Employee Stock Option (right to buy)	\$13.04	03/04/2011		M		5,113		(5)	03/04/2019	Common Stock	5,113	\$0	5,113	D	

Explanation of Responses:

- Reflects restricted stock units that vest in three equal annual installments beginning on the first anniversary of the date of grant.
- On March 4, 2011, the reporting person reported sales of common stock in two open market trades that did not in fact occur (6,902 shares on March 2, 2011, and 3,098 shares on March 3, 2011). On March 4, 2011, 272 shares previously subject to restricted stock units were forfeited due to performance vesting conditions. As of March 4, 2011, the reporting person owned 51,081 shares of common stock, which number included 3,460 shares subject to restricted stock units.
- The option vests in three equal annual installments beginning on the first anniversary of the date of grant.
- The option vested in three equal annual installments on each of 08/16/05, 08/16/06, and 08/15/07.
- The option vested as to 5,112 options on 3/4/10 and as to 5,113 options on 3/4/11; 5,113 options will vest on 3/4/12.

/s/ Keith S. Bair, as Attorney-in-Fact 04/01/2011

** 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.

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