SEC Form 4 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION																		
								Wash	ington, D.C. 2	0549				OMB APPROVAL				
Section 16. Form 4 or Form 5 obligations may continue. See					ed purs	AT OF CHANGES IN BENEFICIAL OWNE d pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940									Estin		er: verage burde sponse:	3235-0287 en 0.5
1. Name and Address of Reporting Person* <u>COLE STEPHEN</u>									cker or Tradir OLOGIE			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				wner		
1	(Last) (First) (Middle) C/O FARO TECHNOLOGIES, INC. 250 TECHNOLOGY PARK					3. Date of Earliest Transaction (Month/Day/Year) 01/04/2021								Officer (give title Other (specify below) below)				
(Street) LAKE MARY FL (City) (State)			32746 (Zip)			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 Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3) 2. Transac Date (Month/Dat				action	tion 2A. Deemed Execution Date,			a, 3. Transact Code (Ins	4. Securi		rities Acquired (A) o ed Of (D) (Instr. 3, 4 a		d 5. Amou Securitie Benefici Owned I	int of es ially Following	Forn (D) o	n: Direct	7. Nature of Indirect Beneficial Ownership	
								Code \	/ Amou	unt	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
	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)	Execution Date, 1 if any 0			Fransaction Code (Instr.		umber vative urities uired r osed ) r. 3, 4 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. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownershi (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiratio Date		ïtle	Amount or Number of Shares					

## Explanation of Responses:

(2)

1. Deferred stock units ("DSUs") granted pursuant to the FARO Technologies, Inc. (the "Company") 2014 Incentive Plan (the "Incentive Plan") and the FARO Technologies, Inc. 2018 Non-Employee Director Deferred Compensation Plan (the "Deferred Compensation Plan").

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(2)

2. Each DSU represents the right to receive one share of the Company's common stock no later than 60 business days following the date the reporting person incurs a separation of service from the Company, or in limited circumstances upon a change in control of the Company cash equal to the fair market value of one share of the Company's common stock on the date of the change in control, pursuant to the terms of the Deferred Compensation Plan.

## **Remarks:**

Deferred Stock Units<sup>(1)</sup>

> <u>/s/ Allen Muhich, Attorney-in-</u> <u>Fact for Stephen Cole</u> 01/05/2021

\*\* Signature of Reporting Person Date

Common

Stock

265

\$<mark>0</mark>

1,960

D

(2)

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).

01/04/2021

\*\* 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.