SEC Form	4
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Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287							
Estimated average burden							
hours per response:	. 0.5						

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			01.00		vesiment oon							
1. Name and Address of Reporting Person [*] Donofrio John				uer Name and Ticke RO TECHNO	0			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O FARO TECHNOLOGIES, INC. 250 TECHNOLOGY PARK (Street)			te of Earliest Transa 4/2024	ction (Month/	Day/Year)		Officer (give title below)		(specify			
		4. If A	mendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person					
							Form filed by More than One Reporting Person					
				Rule 10b5-1(c) Transaction Indication								
(City)	(State)	(Zip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								
		Table I - No	n-Derivative S	ecurities Acq	uired, Disp	oosed of, or Bene	ficially	Owned				
1 Title of Security	(Inetr 3)		2 Transaction	2A Deemed	3	4 Securities Acquired (A	N or	5 Amount of	6 Ownershin	7 Nature		

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	06/14/2024		A		10,404(1)	Α	\$ <mark>0</mark>	64,336	D		

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

3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Date (Mon Execution Date, if any Transaction Code (Instr. of Expiration Date (Month/Day/Year) Amount of Securities Derivative Security derivative Securities Ownership Form: of Indirect Beneficial Conversion or Exercise

	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	SA. Deenied Execution Date, if any (Month/Day/Year)	Transa Code (8)				Expiration Da (Month/Day/Y	Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

1. The reported shares are represented by restricted stock units, or RSUs, all of which vest on the day prior to the date of the Issuer's next annual meeting of stockholders.

Remarks:

1. Title of

2.

/s/ Matthew Horwath, Attorney-in-Fact for John 06/14/2024 Donofrio ** 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.

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.