## 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

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

| .,                               |                        |          | or Section 30(h) of the Investment Company Act of 1940                      |  |   |                       |  |  |
|----------------------------------|------------------------|----------|---|--|---|-----------------------|--|--|
| . Name and Addre<br>Donofrio Joh | ss of Reporting Perso  | on*      | 2. Issuer Name and Ticker or Trading Symbol<br>FARO TECHNOLOGIES INC [FARO] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |   |                       |  |  |
|                                  | <u>11</u>              |          |   | X  | Director  | 10% Owner             |  |  |
| (Last)<br>ONE VILLAGE            | (First)<br>CENTER ROAD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/20/2008              |  | Officer (give title below)  | Other (specify below) |  |  |
| Street)<br>VAN BUREN<br>TOWNSHIP | MI                     | 48111    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                    | 6. Indiv<br>Line)<br>X   | idual or Joint/Group Filing<br>Form filed by One Repor<br>Form filed by More than | ting Person           |  |  |
| (City)                           | (State)                | (Zip)    |   |  | Person  |                       |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

|                                 |  |   | ,    |   | ,      |   | ,,  |   |   |          |
|---------------------------------|--|---|------|---|--------|---|---|---|---|----------|
| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      | ransaction<br>ode (Instr.<br>)<br>4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |          |
|                                 |  |   | Code | v   | Amount | (A) or<br>(D)   | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (1150.4) |
| Common Stock                    | 06/20/2008                                 |   | Р    |   | 125    | A   | \$27  | 725   | D |          |
| Common Stock                    | 06/20/2008                                 |   | Р    |   | 275    | A   | \$26.99   | 1,000   | D |          |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D) | Derivative (Month/Day/Year)<br>eccurities<br>(xcquired<br>A) or<br>Disposed<br>of (D)<br>Instr. 3, 4 |                     |                    | 7. Title<br>Amour<br>Securi<br>Underl<br>Deriva<br>Securi<br>and 4) | nt of<br>ties<br>ying<br>tive<br>ty (Instr. 3 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|---------------------|--------------------|---|---|---|--|--|---------------------------------------|
|   |   |  |   | Code                         | v | (A)  | (D)  | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares        |   |  |  |                                       |

Explanation of Responses:

<u>/s/ Steven Vazquez as</u> Attorney-in-Fact for John

Donofrio

06/24/2008

\*\* 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.