FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

wasnington,	D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERS	SHIP
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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>BURGER MICHAEL D</u>					2. Issuer Name and Ticker or Trading Symbol FARO TECHNOLOGIES INC [ FARO ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner					
	`	OLOGIES, INC	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/19/2021								X Officer (give title below)  President and CEO					
(Street) LAKE M			32746 (Zip)	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Lin	ndividual or Joint/Group Filing (Check Applicable e) 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. Transa Date (Month/D					ear)   i	2A. Deemed Execution Date, if any (Month/Day/Year		Transaction Code (Instr. 5		4. Securit Disposed 5)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		Benefici	es ally Following	Form (D) or	n: Direct r Indirect estr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	mount (A) or (D)		Transac	action(s) 3 and 4)			(msu. 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)	3A. Deemed Execution Date, if any (Month/Day/Yea	4. Transa Code (				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 derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable		expiration Pate	Title	Amount or Number of Shares						
Restricted Stock Units	(1)	02/19/2021		A		11,930		(2)		(2)	Common Stock	11,930	\$0	11,930	)	D		

## **Explanation of Responses:**

- 1. Each restricted stock unit ("RSU") represents the contingent right to receive the economic equivalent of one share of FARO Technologies, Inc. common stock.
- $2. \ The \ RSUs \ vest \ in \ three \ equal \ annual \ installments \ beginning \ February \ 19, \ 2022.$

## Remarks:

/s/ Allen Muhich, attorney-infact for Michael D. Burger (power of attorney previously

02/23/2021

<u>filed)</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.