

Gale Jody Storm
Form 4
March 12, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Gale Jody Storm

2. Issuer Name and Ticker or Trading Symbol
FARO TECHNOLOGIES INC
[FARO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
SVP/General Counsel/Secretary

(Last) (First) (Middle)
C/O FARO TECHNOLOGIES,
INC., 250 TECHNOLOGY PARK

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2018

LAKE MARY, FL 32746

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/08/2018		M		950 A \$ 33.05	6,263	D
Common Stock	03/08/2018		S		950 D \$ 60.2368	5,313	D
Common Stock	03/09/2018		M		9,716 A \$ 33.05	15,029	D
Common Stock	03/09/2018		S		9,716 D \$ 59.7281	5,313	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 33.05	03/08/2018		M	950	<u>(3)</u> 03/02/2023	Common Stock	950
Employee Stock Option (right to buy)	\$ 33.05	03/09/2018		M	9,716	<u>(3)</u> 03/02/2023	Common Stock	9,716

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Gale Jody Storm
C/O FARO TECHNOLOGIES, INC.
250 TECHNOLOGY PARK
LAKE MARY, FL 32746

SVP/General Counsel/Secretary

Signatures

/s/ Jody Storm 03/12/2018
Gale

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
 - Represents the sale of 950 shares in multiple transactions ranging in price from \$60.00 to \$60.80 per share, resulting in a weighted average sale price of \$60.2368. The reporting person will provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each price within the range.
 - Represents the sale of 9,716 shares in multiple transactions ranging in price from \$59.55 to \$60.15 per share, resulting in a weighted average sale price of \$59.7281. The reporting person will provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each price within the range.
 - 5,333 stock options vested on March 2, 2017 and March 2, 2018; and the remaining 5,333 stock options are scheduled to vest on March 2, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.