

FARO TECHNOLOGIES INC  
 Form 4  
 March 07, 2012

**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 \*  
**RAAB SIMON**

(Last) (First) (Middle)

**C/O FARO TECHNOLOGIES  
 INC., 250 TECHNOLOGY PARK**

(Street)

**LAKE MARY, FL 32746**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/06/2012**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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. 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 Indirect Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	03/06/2012		S	D	22,582	261,733	I	See Footnote (4)
						\$ 52.26 (1) (2)		
Common Stock	03/06/2012		S	D	10,420	251,313	I	See Footnote (4)
						\$ 53.11 (1) (3)		
Common Stock	03/06/2012		G	V	20,000	231,313	I	See Footnote (4)
Common						110,000	I	See



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range. The reporting person hereby undertakes to provide upon request by the Securities Exchange Commission staff, the issuer, or a shareholder of the issuer, full information regarding the number of shares sold at each separate price.

(2) Reflects the weighted average sale price. The range of prices for such transaction is \$52.00 - \$52.87.

(3) Reflects the weighted average sale price. The range of prices for such transaction is \$53.00 - \$53.52.

(4) Represents shares held by Xenon Research, Inc., a corporation in which the reporting person has investment control over the shares of the issuer owned by such corporation. The reporting person and his wife, Diana Raab, own all of the outstanding shares of Xenon Research, Inc.

(5) Represents shares held by two family limited liability companies (the "LLCs"), of which the reporting person and his wife have beneficial ownership.

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.