

Buss Sigggi
Form 4/A
April 01, 2011

FORM 4

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

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).

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 *
Buss Sigggi

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

SVP, EUROPE REGION

C/O FARO TECHNOLOGIES
INC., 250 TECHNOLOGY PARK

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
03/04/2011

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

LAKE MARY, FL 32746

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/25/2011		A	(1)	\$ 0	36,353	D
Common Stock	03/02/2011		M		\$ 19.34	51,353	D
Common Stock	03/02/2011		M		\$ 13.04	56,465	D
Common Stock	03/04/2011		M		\$ 13.04	61,578	D
Common Stock	03/04/2011		S		\$ 36.49	51,081 (2)	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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 35.9	02/25/2011		A	8,938	⁽³⁾ 02/25/2018	Common Stock	8,938
Employee Stock Option (right to buy)	\$ 19.34	03/02/2011		M	15,000	⁽⁴⁾ 08/16/2014	Common Stock	15,000
Employee Stock Option (right to buy)	\$ 13.04	03/02/2011		M	5,112	⁽⁵⁾ 03/04/2019	Common Stock	5,112
Employee Stock Option (right to buy)	\$ 13.04	03/04/2011		M	5,113	⁽⁵⁾ 03/04/2019	Common Stock	5,113

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Buss Sigggi C/O FARO TECHNOLOGIES INC. 250 TECHNOLOGY PARK LAKE MARY, FL 32746			SVP, EUROPE REGION	

Signatures

/s/ Keith S. Bair, as
Attorney-in-Fact

04/01/2011

__Signature of Reporting Person

Date

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).

(1) Reflects restricted stock units that vest in three equal annual installments beginning on the first anniversary of the date of grant.

(2) On March 4, 2011, the reporting person reported sales of common stock in two open market trades that did not in fact occur (6,902 shares on March 2, 2011, and 3,098 shares on March 3, 2011). On March 4, 2011, 272 shares previously subject to restricted stock units were forfeited due to performance vesting conditions. As of March 4, 2011, the reporting person owned 51,081 shares of common stock, which number included 3,460 shares subject to restricted stock units.

(3) The option vests in three equal annual installments beginning on the first anniversary of the date of grant.

(4) The option vested in three equal annual installments on each of 08/16/05, 08/16/06, and 08/15/07.

(5) The option vested as to 5,112 options on 3/4/10 and as to 5,113 options on 3/4/11; 5,113 options will vest on 3/4/12.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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