FARO TECHNOLOGIES INC

Form 4

February 14, 2007

FORM 4

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

OMB Number:

3235-0287

Check this box if no longer subject to

Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: Estimated average

2005

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OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

See Instruction

(Middle)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **DAMOURS HURBERT**

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol

FARO TECHNOLOGIES INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[FARO]

(Last) (First) 3. Date of Earliest Transaction

X_ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year) 09/08/2006

FARO TECHNOLOGIES, 125 **TECHNOLOGY PARK**

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

3.

X Form filed by One Reporting Person Form filed by More than One Reporting

LAKE MARY, FL 32746

(City) (State) (Zip)

(Street)

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

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s)

4,702

Code V Amount (D) Price

(Instr. 3 and 4)

D

Common Stock

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transactic Code (Instr. 8)	Securities	6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Non-employee Director Stock Option (right to buy)	\$ 3.13					04/28/2001	04/28/2010	Common Stock	3,0
Non-employee Director Stock Option (right to buy)	\$ 2.57					05/02/2002	05/02/2011	Common Stock	3,0
Non-employee Director Stock Option (right to buy)	\$ 2.46					05/16/2003	05/12/2012	Common Stock	3,0
Non-employee Director Stock Option (right to buy)	\$ 4.42					04/29/2004	04/29/2013	Common Stock	3,0
Non-employee Director Stock Option (right to buy)	\$ 21.56					05/12/2005	05/12/2014	Common Stock	3,0
Common Stock	(1)					<u>(1)</u>	<u>(1)</u>	Common Stock	1,3
Common Stock	(1)	09/08/2006		A	2,200	<u>(1)</u>	<u>(1)</u>	Common Stock	2,2

Reporting Owners

Reporting Owner Name / Address	Relationships					
Treporting of mark remains a remainder	Director	10% Owner	Officer	Other		
DAMOURS HURBERT FARO TECHNOLOGIES 125 TECHNOLOGY PARK LAKE MARY, FL 32746	X					

Reporting Owners 2

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Signatures

/s/ Martin A. Traber as Attorney In Fact for Hubert d'Amours

02/14/2007

**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) Restricted stock was granted pursuant to the Company's 2004 Equity Incentive Plan and vests in three annual installments beginning one year from date of grant.

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.

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