

FARO TECHNOLOGIES INC

Form 4

May 17, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CALDWELL JOHN E

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)

125 TECHNOLOGY PARK

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/16/2007

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

LAKE MARY, FL 32746

(City) (State) (Zip)

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                         | Code V Amount                                                              | Price                                                                                                              |                                                                      |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 1,841                                                                                                              | D                                                                    |                                                                   |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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

## Edgar Filing: FARO TECHNOLOGIES INC - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)        | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |
|------------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------|
|                                                            |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D)                                                            |                                        |
| Non-employee<br>Director Stock<br>Option (right to<br>buy) | \$ 1.61                                                               |                                         |                                                             |                                         |                                                                                                                 | 08/08/2003                                                     | 08/08/2012                                                     | Common<br>Stock 3,0                    |
| Non-employee<br>Director Stock<br>Option (right to<br>buy) | \$ 4.42                                                               |                                         |                                                             |                                         |                                                                                                                 | 04/29/2004                                                     | 04/29/2013                                                     | Common<br>Stock 3,0                    |
| Non-employee<br>Director Stock<br>Option (right to<br>buy) | \$ 21.56                                                              |                                         |                                                             |                                         |                                                                                                                 | 05/12/2005                                                     | 05/12/2014                                                     | Common<br>Stock 3,0                    |
| Restricted<br>Common Stock                                 | <u>(1)</u>                                                            |                                         |                                                             |                                         |                                                                                                                 | <u>(1)</u>                                                     | <u>(1)</u>                                                     | Common<br>Stock 1,3                    |
| Restricted<br>Common Stock                                 | <u>(1)</u>                                                            |                                         |                                                             |                                         |                                                                                                                 | <u>(1)</u>                                                     | <u>(1)</u>                                                     | Common<br>Stock 2,2                    |
| Restricted<br>Common Stock                                 | <u>(1)</u>                                                            | 05/16/2007                              |                                                             | A                                       | 2,200                                                                                                           | <u>(1)</u>                                                     | <u>(1)</u>                                                     | Common<br>Stock 2,2                    |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |         |       |
|---------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                               | Director      | 10% Owner | Officer | Other |
| CALDWELL JOHN E<br>125 TECHNOLOGY PARK<br>LAKE MARY, FL 32746 | X             |           |         |       |

## Signatures

/s/ Martin A. Traber as Attorney In Fact for John E.  
Caldwell

05/17/2007

\_\_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.

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