

FARO TECHNOLOGIES INC

Reported by
MUHICH ALLEN L.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 07/27/21 for the Period Ending 07/26/21

Address	125 TECHNOLOGY PARK LAKE MARY, FL, 32746-6204
Telephone	4073339911
CIK	0000917491
Symbol	FARO
SIC Code	3829 - Measuring and Controlling Devices, Not Elsewhere Classified
Industry	Electronic Equipment & Parts
Sector	Technology
Fiscal Year	12/31

FORM 4

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

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OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
MUHICH ALLEN L.	FARO TECHNOLOGIES INC [FARO]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Financial Officer
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
C/O FARO TECHNOLOGIES, INC., 250 TECHNOLOGY PARK	7/26/2021	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
LAKE MARY, FL 32746		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	7/26/2021		M ⁽¹⁾		3147	A	\$0 ⁽²⁾	6311	D	
Common Stock	7/26/2021		F ⁽³⁾		1022	D	\$73	5289	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	⁽²⁾	7/26/2021		M ⁽¹⁾		3147	⁽⁴⁾	⁽⁴⁾	Common Stock	3147.0	\$0	3147	D	

Explanation of Responses:

- (1) Vesting of restricted stock units ("RSUs") previously granted to the Reporting Person.
- (2) Each RSU represents a contingent right to receive the economic equivalent of one share of common stock of FARO Technologies, Inc. (the "Issuer") upon vesting for no consideration.
- (3) Represents shares withheld by the Issuer to satisfy tax withholding obligations on the vesting of RSUs.
- (4) 3,147 of the shares underlying the RSUs vested on July 26, 2021, and the 3,147 remaining shares underlying the RSUs will vest on July 26, 2022.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUHICH ALLEN L. C/O FARO TECHNOLOGIES, INC. 250 TECHNOLOGY PARK LAKE MARY, FL 32746			Chief Financial Officer	

Signatures

/s/ Allen L. Muhich

7/27/2021

**Signature of Reporting Person

Date

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

* 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).

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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