

FARO TECHNOLOGIES INC  
 Form 4  
 May 16, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**RAAB SIMON**

(Last) (First) (Middle)  
 125 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)  
 05/12/2005

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)  
 Chief Executive Officer

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 Beneficial Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Stock, par value \$.001	05/12/2005		S		\$ 500,000	D	(A) or (D) 28.57	1,365,598 (1)	I	See Footnote (7)
Common Stock, par value \$.001	05/16/2005		J(2)(3)(5)		212,890	D	(3) (5)	1,152,708	I	See footnote (7)
Common Stock, par value \$.001	05/16/2005		J(2)(4)(6)		208,667	D	(4) (6)	944,031	I	See footnote (7)

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Common Stock, par value \$.001	183,521	I	See footnote <u>(8)</u>
Common Stock, par value \$.001	33,000	D <u>(9)</u>	

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

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**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 Security (Instr. 3 and 4)	8. Amount of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Contract <u>(2)</u> <u>(3)</u> <u>(5)</u>	<u>(3)</u> <u>(5)</u>	05/16/2005		<u>J(2)(3)(5)</u>	250,000	<u>(3)(5)</u> 11/30/2005	Common Stock	250,000	
Contract <u>(2)</u> <u>(4)</u> <u>(6)</u>	<u>(4)</u> <u>(6)</u>	05/16/2005		<u>J(2)(4)(6)</u>	250,000	<u>(4)(6)</u> 03/30/2006	Common Stock	250,000	
Employee Stock Option (right to buy)	\$ 2.23					<u>(10)</u> 05/29/2012	Common Stock	90,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAAB SIMON 125 TECHNOLOGY PARK LAKE MARY, FL 32746			Chief Executive Officer	

## Signatures

/s/ Martin A. Traber as Attorney-in-Fact for Simon  
Raab

05/16/2005

\_\_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) See attached exhibit.
- (2) See attached exhibit.
- (3) See attached exhibit.
- (4) See attached exhibit.
- (5) See attached exhibit.
- (6) See attached exhibit.
- (7) See attached exhibit.
- (8) See attached exhibit.
- (9) See attached exhibit.
- (10) See attached exhibit.

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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