

FARO TECHNOLOGIES INC
 Form 3
 April 16, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â West James | | (Month/Day/Year) | FARO TECHNOLOGIES INC [FARO] | |
| (Last) | (First) | (Middle) | 04/14/2008 | |
| 125 TECHNOLOGY PARK | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| LAKE MARY, Â FL Â 32746 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Chief Technical Officer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,707 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|------------|------------|-----------------|--------|----------|-------------------|---|
| Employee Stock Option (right to buy) | Â (1) | 02/09/2014 | Common Stock | 6,900 | \$ 27.4 | D (1) | Â |
| Employee Stock Option (right to buy) | 03/05/2008 | 03/05/2017 | Common Stock | 12,075 | \$ 24.36 | D (2) | Â |
| Employee Stock Option (right to buy) | Â (1) | 08/12/2015 | Common Stock | 3,963 | \$ 22.28 | D (1) | Â |
| Common Stock | 10/01/2008 | Â (3) | Common Stock | 2,113 | \$ (3) | D (3) | Â |
| Employee Stock Option (right to buy) | 03/12/2009 | 03/12/2015 | Common Stock | 9,100 | \$ 31.6 | D (4) | Â |
| Common Stock | 03/12/2009 | Â (5) | Common Stock | 1,200 | \$ (5) | D (5) | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| West James 125 TECHNOLOGY PARK LAKE MARY, FL 32746 | Â | Â | Â Chief Technical Officer | Â |

Signatures

/s/ Steven Vazquez as Attorney-in-Fact for James West 04/16/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The option was granted to reporting person under the Issuer's 2004 Equity Incentive Plan and is fully vested.
- (2) The option was granted to reporting person under the Issuer's 2004 Equity Incentive Plan, and vests in three equal annual installments beginning on March 5, 2008.
Each restricted stock unit represents a contingent right to receive one share of the Company's common stock. The restricted stock units
- (3) were granted pursuant to the Company's 2004 Equity Incentive Plan and vest on October 1, 2008, subject to the satisfaction of other conditions.
- (4) The option was granted to reporting person under the Issuer's 2004 Equity Incentive Plan, and vests in three equal annual installments beginning on March 12, 2009.
Each restricted stock unit represents a contingent right to receive one share of the Company's common stock. The restricted stock units
- (5) were granted pursuant to the Company's 2004 Equity Incentive Plan and vest in three equal annual installments beginning one year from date of grant, subject to the satisfaction of other conditions.

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.