FARO TECHNOLOGIES INC

Form 4 March 07, 2017

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

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

1(b).

(Last)

(City)

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Hall Kathleen

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

FARO TECHNOLOGIES INC

(Middle)

(Zip)

[FARO]

(Check all applicable)

Chief Operating Officer

C/O FARO TECHNOLOGIES.

(First)

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

03/03/2017

X_ Officer (give title below)

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

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

INC., 250 TECHNOLOGY PARK

(Street)

(State)

03/03/2017

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Director

Applicable Line)

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

D

LAKE MARY, FL 32746

1. Title of 5. Amount of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 3,301 \$0 03/03/2017 A A 6,855 D (1) Stock Common 03/03/2017 163 ⁽²⁾ A \$0 7.018 D Α Stock Common

53

D

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

F

Persons who respond to the collection of information contained in this form are not required to respond unless the form

6,965

SEC 1474 (9-02)

Edgar Filing: FARO TECHNOLOGIES INC - Form 4

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)

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. Transactio Code (Instr. 8)	5. Number of onDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 34.55	03/03/2017		A	23,706	<u>(3)</u>	03/03/2024	Common Stock	23,706
Employee Stock Option (right to buy)	\$ 59.97	03/03/2017		A	1,671 (4)	03/03/2017	02/27/2022	Common Stock	1,671

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hall Kathleen

C/O FARO TECHNOLOGIES, INC.

250 TECHNOLOGY PARK

LAKE MARY, FL 32746

Chief Operating Officer

Signatures

/s/ Jody S. Gale, Attorney-in-Fact for Kathleen J. Hall (power of attorney previously filed)

03/07/2017

**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) Issued as restricted stock units, which represent the contingent right to receive an equivalent number of shares of common stock. The restricted stock units vest on March 3, 2020.

(2)

Reporting Owners 2

Edgar Filing: FARO TECHNOLOGIES INC - Form 4

On February 27, 2015, the reporting person was granted performance-based restricted stock units ("RSUs") representing a contingent right to receive 1,465 shares of common stock, with the number of RSUs earned to be determined based on the extent to which certain performance conditions for each of fiscal years 2015, 2016 and 2017 were met. As determined on March 3, 2017, the reporting person earned 163 RSUs based on the Company's fiscal year 2016 performance.

- (3) The stock option vests in three equal annual installments beginning March 3, 2018.
- On February 27, 2015, the reporting person was granted performance-based stock options to purchase 15,038 shares of common stock, with the number of stock options earned to be determined based on the extent to which certain performance conditions for each of fiscal years 2015, 2016 and 2017 were met. As determined on March 3, 2017, the reporting person earned stock options to purchase 1,671 shares of common stock based on the Company's fiscal year 2016 performance.

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.