

FARO TECHNOLOGIES INC  
Form 8-K  
November 07, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 5, 2012

**FARO TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State or other jurisdiction  
of incorporation)

**0-23081**  
(Commission  
File Number)

**59-3157093**  
(IRS Employer  
Identification No.)

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250 Technology Park, Lake Mary, Florida 32746

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (407) 333-9911

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On November 5, 2012, Jay W. Freeland, chief executive officer and a director of FARO Technologies, Inc., adopted a stock trading plan in accordance with Rule 10b5-1 (the Trading Plan ) of the Securities Exchange Act of 1934, as amended. The Trading Plan provides for the automatic cashless exercise of options to purchase shares of FARO common stock held by Mr. Freeland and the sale of the net shares received by Mr. Freeland if the trading price for FARO s common stock reaches certain pre-determined levels set forth in the Trading Plan. The Trading Plan becomes effective on December 20, 2012 and will terminate on December 19, 2013, unless earlier terminated in accordance with the terms of the Trading Plan. The Trading Plan has been adopted during FARO s open window for insider transactions, and, under the terms of the Trading Plan, Mr. Freeland will have no discretion or control over the timing or effectuation of sales. Mr. Freeland s previous Trading Plan, which was disclosed by FARO in the Current Report on Form 8-K dated June 13, 2011, terminated in accordance with its terms on July 14, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FARO Technologies, Inc.

(Registrant)

November 7, 2012

/s/ Keith Bair

By: Keith Bair

Its: Chief Financial Officer