Wright Emory Form 4 February 22, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Wright Emory

2. Issuer Name and Ticker or Trading

Symbol

ALIGN TECHNOLOGY INC

[ALGN]

(Last) (First) (Middle)

C/O ALIGN TECHNOLOGY

(Month/Day/Year)

02/20/2013

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title Other (specify

below) VP, Operations

INC., 2560 ORCHARD PARKWAY

(State)

(Zip)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ 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

SAN JOSE, CA 95131

(City)

		Tuble 1 Ton Berrative Securities required, Disposed of, or Beneficiary 6 whea							
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or D	ispose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	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)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(IIIsti v uiid i)		
Common Stock	02/20/2013	02/20/2013	C	6,391	A	\$0	30,638	D	
Common Stock	02/20/2013	02/20/2013	F	2,442	D	\$ 31.73	28,196	D	

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 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
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2013	02/20/2013	C		2,166	(2)	(2)	Common Stock	2,166
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2013	02/20/2013	C		4,225	(3)	(3)	Common Stock	4,225
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2013	02/20/2013	A	30,000		<u>(4)</u>	<u>(4)</u>	Common Stock	30,000
Market Stock Unit	\$ 0.0001 (1)	02/20/2013	02/20/2013	A	45,000		<u>(5)</u>	<u>(5)</u>	Common Stock	45,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Wright Emory

C/O ALIGN TECHNOLOGY INC. 2560 ORCHARD PARKWAY

VP, Operations

SAN JOSE, CA 95131

## **Signatures**

/s/ Roger E. George Atty-In-Fact for Emory

Wright 02/21/2013

\*\*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) Represents par value of ALGN common stock.
- (2) 1/4th of the restricted stock unit granted on February 20, 2009 became vested on February 20, 2013and shares were delivered to reporting person on that date.
- 1/4th of the restricted stock unit granted on February 20, 2012 became vested on February 20, 2013 and shares were delivered to reporting person on that date. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- (4) 1/4th of the restricted stock unit will become vested on February 20, 2014 and 1/4th of the restricted stock unit will vest annually thereafter. Shares will be delivered to reporting person on each vest date.

Reporting Owners 2

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(5) Represents the maximum number of shares which may be issued under the market stock unit. All of the shares which may be issued under the market stock unit will vest on the last day of the third year of the Performance Period (as defined in the market stock unit agreement).

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.