ALIGN TECHNOLOGY INC

Form 4

February 24, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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obligations may continue.

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).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

Wright Emory

2. Issuer Name and Ticker or Trading

Symbol

ALIGN TECHNOLOGY INC [ALGN]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 02/20/2016

C/O ALIGN TECHNOLOGY INC., 2560 ORCHARD PARKWAY

(Street)

(State)

(Zip)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

VP, Operations

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 Tron Betty unite Securities required, Bisposed of, or Beneficiary 6 when							
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 action(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	02/20/2016	02/20/2016	M	66,838	A	\$ 0	96,557	D	
Common Stock	02/20/2016	02/20/2016	F	33,180	D	\$ 63.29	63,377	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 or 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 Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		4,225	(2)	(2)	Common Stock	4,225
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		7,500	(3)	(3)	Common Stock	7,500
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		3,938	<u>(4)</u>	<u>(4)</u>	Common Stock	3,938
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		4,050	<u>(5)</u>	<u>(5)</u>	Common Stock	4,050
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		2,125	<u>(6)</u>	<u>(6)</u>	Common Stock	2,125
Market Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	M		45,000	<u>(7)</u>	<u>(7)</u>	Common Stock	45,000
Restricted Stock Unit	\$ 0.0001 (1)	02/20/2016	02/20/2016	A	10,000		(8)	(8)	Common Stock	10,000
Market Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	A	15,000		<u>(9)</u>	<u>(9)</u>	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Wright Emory							
C/O ALIGN TECHNOLOGY INC.			VD Onenstians				
2560 ORCHARD PARKWAY			VP, Operations				
SAN JOSE, CA 95131							

Signatures

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

02/24/2016

**Signature of Reporting Person Date

2 Reporting Owners

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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, 2012 became vested on February 20, 2016 and shares were delivered to reporting person on February 22, 2016.
- 1/4th of the restricted stock unit granted on February 20, 2013 became vested on February 20, 2016 and shares were delivered to reporting person on February 22, 2016. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- 1/4th of the restricted stock unit granted on February 20, 2014 became vested on February 20, 2016 and shares were delivered to(4) reporting person on February 22, 2016. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- 1/2 of the restricted stock unit granted on February 20, 2014 became vested on February 20, 2016 and shares were delivered to reporting person on February 22, 2016. 1/2 of the restricted stock unit will vest on February 20, 2017 and shares will be delivered to reporting person on such vest date.
- 1/4th of the restricted stock unit granted on February 20, 2015 became vested on February 20, 2016 and shares were delivered to reporting person on February 22, 2016. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- (7) Represents the maximum number of shares which may be issued under the market stock unit granted on February 20, 2013.
 - 1/4th of the restricted stock unit granted on February 20, 2016 became vested on February 20, 2017 and shares were delivered to
- (8) reporting person on such vest date. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- (9) 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.