

Ellis Dan Scott  
 Form 4  
 February 22, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Ellis Dan Scott

2. Issuer Name and Ticker or Trading Symbol  
 ALIGN TECHNOLOGY INC  
 [ALGN]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 VP, No. American Sales

(Last) (First) (Middle)  
 C/O ALIGN TECHNOLOGY  
 INC., 2560 ORCHARD PARKWAY  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/18/2012

SAN JOSE, CA 95131

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

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 (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	02/18/2012	02/18/2012	C	3,334 A \$ 0	37,664 <sup>(1)</sup>	D	
Common Stock	02/18/2012	02/18/2012	F	1,223 D \$ 27.22	36,441	D	
Common Stock	02/19/2012	02/19/2012	C	2,750 A \$ 0	39,191	D	
Common Stock	02/19/2012	02/19/2012	F	1,009 D \$ 27.22	38,182	D	
Common Stock	02/20/2012	02/20/2012	C	4,583 A \$ 0	42,765	D	

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Common Stock    02/20/2012    02/20/2012    F    1,682    D    \$ 27.22    41,083    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 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)	Amount or Number of Shares
					V	(A)	(D)	Date Exercisable		
Restricted Stock Unit	\$ 0.0001 (2)	02/18/2012	02/18/2012	C		3,334	(3)	(3)	Common Stock	3,334
Restricted Stock Unit	\$ 0.0001 (2)	02/19/2012	02/19/2012	C		2,750	(4)	(4)	Common Stock	2,750
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2012	02/20/2012	C		3,000	(5)	(5)	Common Stock	3,000
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2012	02/20/2012	C		1,583	(6)	(6)	Common Stock	1,583
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2012	02/20/2012	A		14,500	(7)	(7)	Common Stock	14,500
Market Stock Unit	\$ 0.0001 (2)	02/20/2012	02/20/2012	A		21,750 (8)	(9)	(9)	Common Stock	21,750 (8)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ellis Dan Scott C/O ALIGN TECHNOLOGY INC. 2560 ORCHARD PARKWAY SAN JOSE, CA 95131			VP, No. American Sales	

## Signatures

/s/ Roger E. George Atty-In-Fact for Dan Scott  
Ellis

02/22/2011

\_\_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) Includes an aggregate of 586 shares of ALGN common stock acquired thru the ALGN Employee Stock Purchase Plan on July 31, 2011 and January 31, 2012.
- (2) Represents par value of ALGN common stock.
- (3) 1/4th of the restricted stock unit granted on February 18, 2011 became vested on February 18, 2012 and shares were delivered to reporting person on February 21, 2012. 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 granted on February 19, 2010 became vested on February 19, 2012 and shares were delivered to reporting person on February 21, 2012. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- (5) 1/4th of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2012 and shares were delivered to reporting person on February 21, 2012.
- (6) 1/4th of the restricted stock unit granted on February 20, 2009 became vested on February 20, 2012 and shares were delivered to reporting person on February 21, 2012. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- (7) 1/4th of the restricted stock unit will become vested one year after the date of grant and 1/4th of the restricted stock unit will vest annually thereafter. Shares will be delivered to reporting person on each vest date.
- (8) Represents the maximum number of shares which may be issued under the market stock unit. The actual number of shares to be issued on each vest date will depend on the Issuer's stock price performance as compared to the NASDAQ Composite Index performance calculated as of the vest date.
- (9) 100% 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.

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