

ALIGN TECHNOLOGY INC

Form 4

February 24, 2016

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
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Erfurth Jennifer

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/20/2016

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP, Global HR

C/O ALIGN TECHNOLOGY
INC., 2560 ORCHARD PARKWAY

(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

SAN JOSE, CA 95131

(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(A) or Disposed of (D) Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	02/20/2016	02/20/2016	M	16,950	A \$ 0	17,819 ⁽¹⁾	D
Common Stock	02/20/2016	02/20/2016	F	7,059	D \$ 63.29	10,760	D

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

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(9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	M			1,500	(3)	(3)	Common Stock	1,500
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	M			2,375	(4)	(4)	Common Stock	2,375
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	M			2,450	(5)	(5)	Common Stock	2,450
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	M			1,625	(6)	(6)	Common Stock	1,625
Market Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	M			9,000	(7)	(7)	Common Stock	9,000
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	A		7,000		(8)	(8)	Common Stock	7,000
Market Stock Unit	\$ 0.0001 (2)	02/20/2016	02/20/2016	A		10,500		(9)	(9)	Common Stock	10,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Erfurth Jennifer C/O ALIGN TECHNOLOGY INC. 2560 ORCHARD PARKWAY SAN JOSE, CA 95131			VP, Global HR	

Signatures

/s/ Roger E. George Atty-In-Fact for Jennifer Erfurth

02/24/2016

__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 183 shares issued on January 29, 2016 under the ALGN ESPP.

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- (2) Represents par value of ALGN common stock.

1/4th of the restricted stock unit granted on February 20, 2013 became vested on February 20, 2016 and shares were delivered to

- (3) 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

- (5) 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

- (6) 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.

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