

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PRESCOTT THOMAS M</u> (Last) (First) (Middle) <u>C/O ALIGN TECHNOLOGY INC.</u> <u>2560 ORCHARD PARKWAY</u> (Street) <u>SAN JOSE CA 95131</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALIGN TECHNOLOGY INC [ALGN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/18/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/18/2012	02/18/2012	C		15,000	A	\$0.00	260,235 ⁽¹⁾	D	
Common Stock	02/18/2012	02/18/2012	F		7,002	D	\$27.22	253,233	D	
Common Stock	02/19/2012	02/19/2012	C		15,000	A	\$0.00	268,233	D	
Common Stock	02/19/2012	02/19/2012	F		7,002	D	\$27.22	261,231	D	
Common Stock	02/20/2012	02/20/2012	C		22,000	A	\$0.00	283,231	D	
Common Stock	02/20/2012	02/20/2012	F		10,023	D	\$27.22	273,208	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	\$0.0001 ⁽²⁾	02/18/2012	02/18/2012	C			15,000	(3)	(3)	Common Stock	15,000	\$0.00	30,000	D	
Restricted Stock Unit	\$0.0001 ⁽²⁾	02/19/2012	02/19/2012	C			15,000	(4)	(4)	Common Stock	15,000	\$0.00	30,000	D	
Restricted Stock Unit	\$0.0001 ⁽²⁾	02/20/2012	02/20/2012	C			12,000	(5)	(5)	Common Stock	12,000	\$0.00	0	D	
Restricted Stock Unit	\$0.0001 ⁽²⁾	02/20/2012	02/20/2012	C			10,000	(6)	(6)	Common Stock	10,000	\$0.00	10,000	D	
Restricted Stock Unit	\$0.0001 ⁽²⁾	02/20/2012	02/20/2012	A		62,500		(7)	(7)	Common Stock	62,500	\$0.00	62,500	D	
Market Stock Unit	\$0.0001 ⁽²⁾	02/20/2012	02/20/2012	A		93,750 ⁽⁸⁾		(9)	(9)	Common Stock	93,750 ⁽⁸⁾	\$0.00	93,750 ⁽⁸⁾	D	

Explanation of Responses:

- Includes an aggregate of 755 shares of ALGN common stock acquired thru the ALGN Employee Stock Purchase Plan on July 31, 2011 and January 31, 2012.
- Represents par value of ALGN common stock.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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).

/s/ Roger E. George Atty-In-Fact 02/22/2011
for Thomas M. Prescott

** Signature of Reporting Person Date

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

* 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).

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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