SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address of Reporting Person* <u>Thaler Warren S</u>			2. Issuer Name and Ticker or Trading Symbol ALIGN TECHNOLOGY INC [ALGN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
			[]	X Director 10% Owner					
(L oot)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title Other (specify below) below)					
(Last)	TECHNOLOGY	(, ,	05/15/2008						
		, 11(0.							
881 MARTIN AVE.			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person					
SANTA CLAI	RA CA	95050		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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	05/15/2008	05/15/2008	С		3,000	Α	\$ <mark>0</mark>	123,004	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)	Transaction Code (Instr. r) 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	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		Transaction(s) (Instr. 4)		
Restricted Stock Unit	\$0.0001 ⁽¹⁾	05/15/2008	05/15/2008	С			3,000	(2)	(2)	Common Stock	3,000	\$ <mark>0</mark>	0	D	
Restricted Stock Unit	\$0.0001 ⁽¹⁾	05/15/2008	05/15/2008	A		3,000		(3)	(3)	Common Stock	3,000	\$ <mark>0</mark>	3,000	D	
Right to Buy (Stock Option)	\$12.89	05/15/2008	05/15/2008	A		10,000		(4)	05/15/2018	Common Stock	10,000	\$0	10,000	D	

Explanation of Responses:

1. Represents par value of ALGN common stock

2. All of the shares subject to the Restricted Stock Unit granted on May 23, 2007 became vested and exercisable on May 15, 2008. Vested shares were delivered to Reporting Person on that date.

3. All of the shares subject to the Restricted Stock Unit shall become vested and exercisable on the earlier of (i) one year after the date of grant or (ii) the date of the ALGN Annual Meeting of Stockholders to be held in 2009. Vested shares will be delivered to Reporting Person on the vest date.

4. Represents an option in which all of the shares subject to the option shall become vested and exercisable on the earlier of (i) one year after the date of grant or (ii) the date of the ALGN Annual Meeting of Stockholders to be held in 2009.

Roger E. George, Atty-in-Fact

for Warren S. Thaler

** Signature of Reporting Person

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

05/16/2008 Date