

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>OAK HILL CAPITAL MANAGEMENT PARTNERS LP</u> (Last) (First) (Middle) <u>C/O PAUL WEISS RIFKIND WHARTON & GARRISO</u> <u>1285 AVENUE OF THE AMERICAS</u> (Street) <u>NEW YORK NY 10019-6064</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) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See (1), (2), (3) below |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>07/14/2003</u> | |
| | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

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, par value \$0.0001 per share | 07/14/2003 | | J ⁽³⁾ | | 74,222 | A | \$0 | 140,011 | D ⁽¹⁾⁽²⁾⁽³⁾ | |

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) | | 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 | Date Exercisable | Expiration Date | | | | | |

1. Name and Address of Reporting Person*
OAK HILL CAPITAL MANAGEMENT PARTNERS LP
 (Last) (First) (Middle)
C/O PAUL WEISS RIFKIND WHARTON & GARRISO
1285 AVENUE OF THE AMERICAS
 (Street)
NEW YORK NY 10019-6064
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
OHCP GENPAR LP
 (Last) (First) (Middle)
C/O PAUL WEISS RIFKIND WHARTON & GARRISO
1285 AVENUE OF THE AMERICAS
 (Street)
NEW YORK NY 10019-6064
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
OHCP MGP LLC

(Last) (First) (Middle)
C/O PAUL WEISS RIFKIND WHARTON & GARRISO
1285 AVENUE OF THE AMERICAS

(Street)
NEW YORK NY 10019-6064

(City) (State) (Zip)

Explanation of Responses:

1. The Reporting Persons may be deemed to be a member of a Section 13(d) "group" that formerly owned more than 10% of the Issuer's outstanding Common Stock. However, the Reporting Persons disclaim such group membership and this report shall not be deemed an admission that any Reporting Person is a member of a Section 13(d) group that owns or owned more than 10% of the Issuer's outstanding Common Stock for purposes of Section 16 or for any other purpose.
2. OHCP MGP, L.L.C. ("OHCP MGP") is the general partner of OHCP GenPar, L.P. ("OHCP GenPar"), which is the general partner of Oak Hill Capital Management Partners, L.P. ("Oak Hill Capital Management Partners"), which is the direct beneficial owner of the securities reported herein. Pursuant to Rule 16a-1(a)(2)(ii)(B) under the Act, each of OHCP MGP and OHCP GenPar may be deemed to be the beneficial owner of the securities beneficially owned by Oak Hill Capital Management Partners only to the extent of the greater of its respective direct or indirect interest in the profits or capital account of Oak Hill Capital Management Partners. Pursuant to Rule 16a-1(a)(4) under the Act, this filing shall not be deemed an admission that OHCP MGP or OHCP GenPar is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any securities owned by Oak Hill Capital Management Partners in excess of such amount.
3. Reflects shares of the Issuer's Common Stock distributed by OHCMP Align, L.P. upon its dissolution. Oak Hill Capital Management Partners is the general partner of OHCMP Align, L.P.

Remarks:

(a) Oak Hill Capital Management Partners, L.P. By: OHCP GenPar,L.P.,general partner By: OHCP MGP LLC,general partner By: Kevin G.Levy,Vice President (b) OHCP GenPar,L.P. By: OHCP MGP LLC, By: Kevin G.Levy,Vice President (c) OHCP MGP LLC, By: Kevin G.Levy,Vice President

Kevin G. Levy, Oak Hill
Capital Management Partners, 08/18/2003
L.P.(a).
Kevin G. Levy, OHCP GenPar, 08/18/2003
L.P. (b).
Kevin G. Levy, OHCP MGP, 08/18/2003
L.L.C. (c).

** 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.

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.