

ALIGN TECHNOLOGY INC
Form 4
August 08, 2007

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 *
PRESCOTT THOMAS M

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)
08/06/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

**C/O ALIGN TECHNOLOGY
INC, 881 MARTIN AVENUE**

(Street)

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

SANTA CLARA, CA 95050

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/06/2007 | 08/06/2007 | M | 14,400 | A \$ 4.95 | 136,564 ⁽¹⁾ | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 3,500 | D \$ 26.75 | 133,064 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 300 | D \$ 26.76 | 132,764 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 1,000 | D \$ 26.77 | 131,764 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 1,700 | D \$ 26.78 | 130,064 | D |

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| | | | | | | | | |
|--------------|------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 08/06/2007 | 08/06/2007 | S | 500 | D | \$ 26.79 | 129,564 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 3,000 | D | \$ 26.8 | 126,564 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 2,400 | D | \$ 26.82 | 124,164 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 1,000 | D | \$ 26.83 | 123,164 | D |
| Common Stock | 08/06/2007 | 08/06/2007 | S | 1,000 | D | \$ 26.9 | 122,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | M | 29,000 | A | \$ 4.95 | 151,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 2,000 | D | \$ 26.75 | 149,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 500 | D | \$ 26.77 | 148,664 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.8 | 147,664 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 500 | D | \$ 26.81 | 147,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 500 | D | \$ 26.82 | 146,664 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.83 | 145,664 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,984 | D | \$ 26.84 | 143,680 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,500 | D | \$ 26.85 | 142,180 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 500 | D | \$ 26.87 | 141,680 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.88 | 140,680 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.89 | 139,680 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 2,516 | D | \$ 26.9 | 137,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.92 | 136,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,000 | D | \$ 26.94 | 135,164 | D |
| | 08/07/2007 | 08/07/2007 | S | 2,000 | D | | 133,164 | D |

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| | | | | | | | | |
|--------------|------------|------------|---|-------|---|----------|---------|---|
| Common Stock | | | | | | \$ 26.95 | | |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 2,000 | D | \$ 26.99 | 131,164 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 1,700 | D | \$ 27 | 129,464 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 700 | D | \$ 27.01 | 128,764 | D |
| Common Stock | 08/07/2007 | 08/07/2007 | S | 2,600 | D | \$ 27.02 | 126,164 | D |

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

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 control number.

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(9-02)

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 |
| Right to buy (Common Stock) | \$ 4.95 | 08/06/2007 | 08/06/2007 | M | 14,400 | 03/27/2003 03/27/2012 | Common Stock 14,400 |
| Right to buy (Common Stock) | \$ 4.95 | 08/07/2007 | 08/07/2007 | M | 29,000 | 03/27/2003 03/27/2012 | Common Stock 29,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PRESCOTT THOMAS M C/O ALIGN TECHNOLOGY INC | X | | President and CEO | |

881 MARTIN AVENUE
SANTA CLARA, CA 95050

Signatures

Roger E. George, Atty-in-Fact for Thomas M.
Prescott

08/08/2007

__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 1,291 shares acquired under the ALGN Employee Stock Purchase Plan in July 2007.

Remarks:

Related transactions effected by Reporting Person on August 7 are reported on an additional Form 4.

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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