

GEORGE ROGER E
Form 4
February 23, 2011

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 *
GEORGE ROGER E

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)
02/19/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Legal Affairs & Gen. Coun

C/O ALIGN TECHNOLOGY INC., 881 MARTIN AVE.

(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 Ownership (Instr. 4)
				Code	V	Amount			
Common Stock	02/19/2011	02/19/2011	C			2,834	A \$ 0	27,390 ⁽¹⁾	D
Common Stock	02/19/2011	02/19/2011	F			1,040	D \$ 20.79	26,350	D
Common Stock	02/20/2011	02/20/2011	C			13,104	A \$ 0	39,454	D
Common Stock	02/20/2011	02/20/2011	F			4,809	D \$ 20.79	34,645	D

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

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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)	8. Pr Deriv Secur (Instr	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Unit	\$ 0.0001 (2)	02/19/2011	02/19/2011	C	2,834	(3)	(3)	Common Stock	2,834
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2011	02/20/2011	C	938	(4)	(4)	Common Stock	938
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2011	02/20/2011	C	2,750	(5)	(5)	Common Stock	2,750
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2011	02/20/2011	C	7,333	(6)	(6)	Common Stock	7,333
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2011	02/20/2011	C	2,083	(7)	(7)	Common Stock	2,083

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GEORGE ROGER E C/O ALIGN TECHNOLOGY INC. 881 MARTIN AVE. SANTA CLARA, CA 95050			VP, Legal Affairs & Gen. Coun	

Signatures

/s/ Roger E. George
02/23/2011
Date

**Signature of Reporting Person

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 240 shares acquired under the ALGN Employee Stock Purchase Plan on January 31, 2011.

(2) Represents par value of ALGN common stock

(3) 1/4th of the restricted stock unit granted on February 19, 2010 became vested on February 19, 2011 and shares were delivered to reporting person on February 22, 2011. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.

(4) 1/16th of the restricted stock unit granted on February 20, 2007 became vested on February 20, 2011 and shares were delivered to reporting person on February 22, 2011.

(5) 1/4th of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2011 and shares were delivered to reporting person on February 22, 2011. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.

(6) 2/3rd of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2011 and shares were delivered to reporting person on February 22, 2011.

(7) 1/4th of the restricted stock unit granted on February 20, 2009 became vested on February 20, 2011 and shares were delivered to reporting person on February 22, 2011. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.

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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