

Laks Gil
Form 4
February 24, 2010

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Laks Gil

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)
02/20/2010

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP, International

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)
__X__ 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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/20/2010	02/20/2010	C		9,793 A	\$ 0	12,318 ⁽¹⁾ D
Common Stock	02/20/2010	02/20/2010	F		3,081 D	\$ 17.94	9,237 D
Common Stock	02/23/2010	02/23/2010	M		4,650 A	\$ 13	13,887 D
Common Stock	02/20/2010	02/20/2010	S		4,650 D	\$ 18	9,237 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2001	02/20/2001	C		2,521		(3)	(3)	Common Stock	2,521
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		438		(4)	(4)	Common Stock	438
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		3,834		(5)	(5)	Common Stock	3,834
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		3,000		(6)	(6)	Common Stock	3,000
Right to Buy (Common Stock)	\$ 13	02/23/2010	02/23/2010	M		2,917		02/20/2009	02/20/2018	Common Stock	2,917
Right to Buy (Common Stock)	\$ 13	02/22/2010	02/22/2010	M		1,733		02/20/2010	02/20/2010	Common Stock	1,733

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Laks Gil C/O ALIGN TECHNOLOGY, INC. 881 MARTIN AVE. SANTA CLARA, CA 95050	VP, International

Signatures

Roger E. George, Atty-in-Fact for
Gil Laks

02/24/2010

__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 1,391 shares acquired under the ALGN ESPP on January 29, 2010.
- (2) Represents par value of ALGN Common Stock
- 1/4th of the restricted stock unit granted on February 20, 2009 became vested on February 20, 2010 and shares were delivered to
- (3) reporting person on February 22, 2010. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.
- 1/16th of the restricted stock unit granted on February 20, 2007 became vested on February 20, 2010 and shares were delivered to
- (4) reporting person on February 22, 2010. The restricted stock unit will continue to vest quarterly and shares will be delivered to reporting person on each vest date.
- 1/3rd of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2010 and shares were delivered to
- (5) reporting person on February 22, 2010. The restricted stock unit will vest on February 20, 2011 and shares will be delivered to reporting person on such date.
- 1/4th of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2010 and shares were delivered to
- (6) reporting person on February 22, 2010. 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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