

Ellis Dan Scott
Form 4
July 31, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Ellis Dan Scott

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)
07/27/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, No. American Sales

C/O ALIGN TECHNOLOGY, INC., 2560 ORCHARD PARKWAY

(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

SAN JOSE, CA 95131

(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 | (A) or (D) | Price | | |
| Common Stock | 07/27/2012 | 07/27/2012 | M | | 60,620 | A | \$ 7.44 | 101,703 | D |
| Common Stock | 07/27/2012 | 07/27/2012 | M | | 20,160 | A | \$ 7.44 | 121,863 | D |
| Common Stock | 07/27/2012 | 07/27/2012 | M | | 15,372 | A | \$ 13 | 137,235 | D |
| Common Stock | 07/27/2012 | 07/27/2012 | M | | 16,770 | A | \$ 13 | 154,005 | D |
| Common Stock | 07/27/2012 | 07/27/2012 | M | | 8,114 | A | \$ 7.81 | 162,119 | D |

Edgar Filing: Ellis Dan Scott - Form 4

| | | | | | | | | |
|--------------|------------|------------|---|---------|---|----------------------|--------|---|
| Common Stock | 07/27/2012 | 07/27/2012 | S | 121,036 | D | \$ 35.6492 (1) | 41,083 | 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.

SEC 1474
(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) | \$ 7.44 | 07/27/2012 | 07/27/2012 | M | 60,620 | 06/21/2006 07/01/2015 | Common Stock 60,620 |
| Right to Buy (Common Stock) | \$ 7.44 | 07/27/2012 | 07/27/2012 | M | 20,160 | 06/21/2006 07/01/2015 | Common Stock 20,160 |
| Right to Buy (Common Stock) | \$ 13 | 07/27/2012 | 07/27/2012 | M | 15,372 | 02/20/2008 02/20/2018 | Common Stock 15,372 |
| Right to Buy (Common Stock) | \$ 13 | 07/27/2012 | 07/27/2012 | M | 16,770 | 02/20/2009 02/20/2018 | Common Stock 16,770 |
| Right to Buy (Common Stock) | \$ 7.81 | 07/27/2012 | 07/27/2012 | M | 8,114 | 02/20/2010 02/20/2019 | Common Stock 8,114 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ellis Dan Scott C/O ALIGN TECHNOLOGY, INC. 2560 ORCHARD PARKWAY SAN JOSE, CA 95131 | | | VP, No. American Sales | |

Signatures

| | |
|--|------------|
| Roger E. George, Atty-in-Fact for Dan Scott Ellis | 07/31/2012 |
| **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) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.09 to \$36.02, inclusive. The reporting person undertakes to provide Align Technology, Inc., any security holder of Align Technology, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

Since the date of the reporting person's last ownership report, he transferred employee stock options and restricted stock units

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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