

ALIGN TECHNOLOGY INC
Form 4
February 14, 2005

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 *
GUND GORDON

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)
14 NASSAU STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2005

____ Director
____ Officer (give title below) 10% Owner
 Other (specify below)
See Remark Section

PRINCETON, NJ 08542

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

(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 | 02/10/2005 | | P | | 85,000 | A | \$ 7.69 |
| | | | | | 86,000 | I | |
| | | | | | | | See Footnote (1) |
| Common Stock | 02/11/2005 | | P | | 15,000 | A | \$ 7.69 |
| | | | | | 101,000 | I | |
| | | | | | | | See Footnote (1) |
| Common Stock | 02/11/2005 | | P | | 75,000 | A | \$ 7.69 |
| | | | | | 250,000 | I | |
| | | | | | | | See Footnote (2) |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------------|
| | Director | 10% Owner | Officer | Other |
| GUND GORDON 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| Gund Grant 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| Gund Llura L 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| Gund G Zachary 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| Watson Richard 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| Dent Rebecca H 14 NASSAU STREET PRINCETON, NJ 08542 | | | | See Remark Section |
| | | | | See Remark Section |

Barrows Gail
14 NASSAU STREET
PRINCETON, NJ 08542

GUND GEORGE III
14 NASSAU STREET
PRINCETON, NJ 08542

See Remark Section

Gund CLAT Investments, LLC
14 NASSAU STREET
PRINCETON, NJ 08542

See Remark Section

Signatures

| | |
|--|------------|
| Theodore W. Baker as Attorney in Fact | 02/14/2005 |
| **Signature of Reporting Person | Date |
| Theodore W. Baker as Attorney in Fact for Gordon Gund - Manager | 02/14/2005 |
| **Signature of Reporting Person | Date |
| Theodore W. Baker as Attorney in Fact | 02/14/2005 |
| **Signature of Reporting Person | Date |
| Theodore W. Baker as Attorney in Fact | 02/14/2005 |
| **Signature of Reporting Person | Date |
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| **Signature of Reporting Person | Date |
| Theodore W. Baker as Attorney in Fact | 02/14/2005 |
| **Signature of Reporting Person | Date |
| Theodore W. Baker as Attorney in Fact | 02/14/2005 |
| **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) These securities are owned by the Kelsey Laidlaw Gund Gift Trust and by Grant Gund and Rebecca H. Dent, as Trustees.
- (2) These securities are owned by the G. Zachary Gund Descendants Trust and by G. Zachary Gund and Rebecca H. Dent, as Trustees.

Remarks:

The Reporting Persons include Llura L. Gund, Grant Gund, G. Zachary Gund, Gordon Gund, Richard L. Watson, Rebecca H.

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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