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ALIGN TECHNOLOGY INC

Form 8-K

September 14, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) September 13, 2005

ALIGN TECHNOLOGY, INC.

(Exact Name of Registrant as Specified in Its Charter)

DELAWARE

(State or Other Jurisdiction of Incorporation)

0-32259

94-3267295

(Commission File Number)

(IRS Employer Identification No.)

881 Martin Avenue, Santa Clara, California

95050

(Address of Principal Executive Offices)

(Zip Code)

(408) 470-1000

(Registrant's Telephone Number, Including Area Code)

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.02 TERMINATION OF A MATERIAL DEFINITIVE AGREEMENT.

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On September 13, 2005, Align Technology, Inc. ("Align") announced that Cecilia Claudio has resigned, effective immediately, as Vice President, Engineering and Chief Information Officer. Ms. Claudio will join Mercury Interactive Corporation as Chief Information Officer. Accordingly, the Employment Agreement dated September 13, 2004, between Ms. Claudio and Align (the "Employment Agreement"), which sets forth, among other things, Ms. Claudio's base salary, bonus opportunity, stock options, benefits and responsibilities, was terminated.

A brief description of the terms and conditions of the Employment Agreement is set forth under the caption "Executive Compensation - Employment Agreements" in Align's Proxy Statement for the Annual Stockholder Meeting held in 2005, filed with the Securities and Exchange Commission on April 18, 2005, which disclosure is incorporated herein by reference. The description of the Employment Agreement is qualified in its entirety by the full terms and conditions of the Employment Agreement, the form of which was filed as Exhibit 10.19 to Align's Annual Report on Form 10-K for the fiscal year ended December 31, 2002, and is incorporated herein by reference.

### ITEM 8.01 OTHER EVENTS.

On September 13, 2005, Align issued a press release announcing the resignation of Cecilia Claudio, Vice President, Engineering and Chief Information Officer, effective immediately. Ms. Claudio will join Mercury Interactive Corporation as CIO. The full text of the press release is attached hereto as Exhibit 99.1.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

#### (c) EXHIBITS.

EXHIBIT NO.	DESCRIPTION
99.1	Press Release dated September 13, 2005

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: September 13, 2005

ALIGN TECHNOLOGY, INC.

By: /s/ Eldon M. Bullington

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Eldon M. Bullington  
Vice President of Finance and  
Chief Financial Officer

### INDEX TO EXHIBITS

EXHIBIT NO.	DESCRIPTION
99.1	Press release dated September 13, 2005