

ALIGN TECHNOLOGY INC  
Form 8-K  
February 07, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

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

February 3, 2014  
Date of report (Date of earliest event reported)

ALIGN TECHNOLOGY, INC.

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(Exact Name of Registrant as Specified in Its Charter)  
Delaware  
(State or Other Jurisdiction of Incorporation)

0-32259  
(Commission File Number)

94-3267295  
(IRS Employer Identification No.)

2560 Orchard Parkway,  
San Jose, California  
(Address of Principal Executive Offices)  
(408) 470-1000

95131  
(Zip Code)

(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(e) On February 3, 2014, the Compensation Committee of the Board of Directors of the Company (the “Compensation Committee”) authorized the payment of the annual incentive awards (cash bonuses) to the Company’s executive officers. On February 4, 2014, the Board of Directors approved the recommendation of the Compensation Committee with respect to the payment of an annual incentive award to the Company’s Chief Executive Officer. The table below sets forth the annual incentive awards for the Company’s current named executive officers:

| Name                                                                  | Annual Incentive Award |   |
|-----------------------------------------------------------------------|------------------------|---|
| Thomas M. Prescott<br>President, Chief Executive Officer and Director | \$900,000              |   |
| David L. White<br>Chief Financial Officer                             | \$159,656              | * |
| Jennifer M. Erfurth<br>Vice President, Global Human Resources         | \$279,695              |   |

\*Mr. White joined Align in July 2013. As a result, his annual cash incentive award was pro rated based on the number of months he was employed in 2013.

In addition, an increase to the annual base salaries (effective as of January 27, 2014) of the Company’s executive officers was also approved. The table below sets forth the annual base salary levels for 2014 for the Company’s current named executive officers:

| Name                                                                  | 2014 Base Salary |
|-----------------------------------------------------------------------|------------------|
| Thomas M. Prescott<br>President, Chief Executive Officer and Director | \$650,000        |
| David L. White<br>Chief Financial Officer                             | \$407,000        |
| Jennifer M. Erfurth<br>Vice President, Global Human Resources         | \$331,200        |

## 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: February 7, 2014

ALIGN TECHNOLOGY, INC.

By: /s/ Roger E. George  
 Roger E. George  
 Vice President, Corporate and Legal Affairs, General Counsel and  
 Corporate Secretary