



**Align Technology, Inc.****ALGN NASDAQ****Medical Equipment / Supplies / Distribution**

Market Capitalization USD:

\$1,190.51 mm**CONCERN LEVEL: LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Thomas M. Prescott**Age: 56****CEO Since: 2002**

	2009	2010	2011
Base Salary	\$519,840	\$537,674	\$570,961
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$820,000	\$800,000	\$950,000
Benefits and Perquisites	\$714	\$10,518	\$11,707
TOTAL ANNUAL COMPENSATION	\$1,340,554	\$1,348,192	\$1,532,668
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$452,789	\$1,617,350	\$933,246
Stock Awards	\$312,400	\$1,076,400	\$1,930,950
TOTAL COMPENSATION	\$2,105,743	\$4,041,942	\$4,396,864
Median of Other Named Executive Officers Total Compensation	\$870,189	\$1,379,011	\$2,063,612
Value Realized on Exercise of Stock Option	\$0	\$4,339,603	\$2,516,878
Value Realized on Vesting of Stock	\$385,065	\$879,467	\$1,403,304
TOTAL REALIZED EQUITY COMPENSATION	\$385,065	\$5,219,070	\$3,920,182

Proxy Date: 18 Apr 2012

Annual Meeting Date: 23 May 2012

Equity Reserves: 16.38%

Stock Option Run Rate: 1.28%

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Performance Comparison

■ S&P500 ■ Industry ■ ALGN



Peer Comparisons (TRBC) =Medical Equipment / Supplies / Distribution

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
ALGN	Align Technology, Inc.	\$2,105,743	\$4,041,942	\$4,396,864	\$1,190,506,071
PDCO	Patterson Companies, Inc.	\$881,292	\$2,803,714		\$3,391,463,562
GPRO	Gen-Probe Incorporated	\$2,688,590	\$2,999,166	\$4,726,339	\$2,758,409,824
TFX	Teleflex Incorporated	\$5,002,486	\$4,822,044	\$4,087,602	\$2,187,421,295
BIO	Bio-Rad Laboratories, Inc.	\$3,902,674	\$3,949,151	\$3,844,998	\$2,079,330,930
LNCR	Lincare Holdings Inc.	\$19,754,002	\$1,971,807	\$968,770	\$2,000,146,072
HRC	Hill-Rom Holdings, Inc.	\$4,130,430	\$4,007,524	\$5,508,763	\$1,895,919,884

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Accuray Incorporated, American Medical Systems Holdings, Conceptus, Inc., Gen-Probe Incorporated, Haemonetics Corporation, Immucor, Inc., Integra LifeSciences Holdings Corp., Masimo Corporation, Merit Medical Systems, Inc., Natus Medical, Inc., NuVasive, Inc., Sirona Dental Systems, Inc., SonoSite, Inc., Thoratec Corporation, Volcano Corporation, ZOLL Medical Corporation, Ariba Inc., athenahealth Inc., Blackbaud Inc., Blackboard Inc., Concur Technologies, Constant Contact Inc., Dealer Track Holdings Inc., Informatica Corp., JDA Software Group, MicroStrategy Inc., NetSuite Inc., SuccessFactors Inc., Taleo Corp., Ultimate Software Group, Websense Inc.

Performance Peer Group

Nasdaq Composite Index

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
George J. Morrow	Chairman	60	Male	6	Outside
David C. Naeel	Member	66	Male	3	Outside
David E. Collins	Member	77	Male	9	Outside