

ALIGN TECHNOLOGY INC
Form 8-K
February 05, 2019

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)

February 5, 2019 (January 30, 2019)

ALIGN TECHNOLOGY, INC.
(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|-----------------------------------|
| Delaware | 0-32259 | 94-3267295 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

2820 Orchard Parkway
San Jose, California 95134
(Address of principal executive offices, including zip code)

(408) 470-1000
(Registrant's telephone number, including area code)

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. []

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

(e) On January 30, 2019, 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. Later that same day, 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 |
|---|------------------------|
| Joseph M. Hogan President, Chief Executive Officer and Director | \$ 3,870,000 |
| John F. Morici Senior Vice President, Global Finance and Chief Financial Officer | \$ 718,000 |
| Raphael S. Pascaud Chief Marketing Officer and Senior Vice President, Product Portfolio and Business Development Officer | \$ 638,000 |
| Stuart Hockridge Senior Vice President, Global Human Resources | \$ 624,000 |

In addition, an increase to the annual base salaries of the Company’s executive officers was also approved. The table below sets forth the annual base salary levels for 2019 for the Company’s current named executive officers:

| Name | Base Salary |
|---|-------------|
| Joseph M. Hogan President, Chief Executive Officer and Director | \$1,130,000 |
| John F. Morici Senior Vice President, Global Finance and Chief Financial Officer | \$500,000 |
| Raphael S. Pascaud Chief Marketing Officer and Senior Vice President, Product Portfolio and Business Development Officer | \$409,000 |
| Stuart Hockridge Senior Vice President, Global Human Resources | \$420,000 |

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 5, 2019 ALIGN TECHNOLOGY, INC.

By: /s/ Roger E. George

Roger E. George

Sr. Vice President, Chief Legal and Regulatory Officer