

# ALIGN TECHNOLOGY INC

## **FORM 8-K** (Current report filing)

Filed 02/12/18 for the Period Ending 02/12/18

Address	2560 ORCHARD PARKWAY SAN JOSE, CA, 95131
Telephone	4087381500
CIK	0001097149
Symbol	ALGN
SIC Code	3842 - Orthopedic, Prosthetic, and Surgical Appliances and Supplies
Industry	Medical Equipment, Supplies & Distribution
Sector	Healthcare
Fiscal Year	12/31

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8K**

**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 12, 2018 (February 7, 2018)**

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**ALIGN TECHNOLOGY, INC.**

(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.)

**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.

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## **Item 1.02 Termination of a Material Definitive Agreement**

On February 7, 2018, SmileDirectClub, LLC (“SDC”) terminated, and repaid in full all amounts outstanding under, the Loan and Security Agreement, dated as of July 25, 2016 (as amended, the “Loan Agreement”), by and between Align Technology, Inc., a Delaware corporation (the “Company”), and SDC, pursuant to which the Company provided SDC with a revolving line of credit in an aggregate principal amount of up to \$30 million. Following the termination, the Company continues to own equity interests in SDC and to manufacture and supply certain clear aligner products to SDC pursuant to the Strategic Supply Agreement with SDC.

Additional details of the Loan Agreement were previously disclosed in the Company’s Current Reports on Form 8-K filed with the Securities and Exchange Commission on July 28, 2016 and July 27, 2017, and additional details of the Class C Non-incentive Unit Purchase Agreement and Strategic Supply Agreement entered into between the Company and SDC were previously disclosed in the Company’s Current Reports on Form 8-K filed with the Securities and Exchange Commission on July 28, 2016, which additional details are incorporated herein by reference.

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**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 12, 2018

**ALIGN TECHNOLOGY, INC.**

By: /s/ Roger E. George

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Roger E. George

*Vice President, Corporate and Legal Affairs and General Counsel*