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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

_____, Individually and On Behalf of All
Others Similarly Situated,

Plaintiff,

v.

ALIGN TECHNOLOGY, INC., JOSEPH
M. HOGAN, JOHN F. MORICI, and
RAPHAEL S. PASCAUD,

Defendants.

Case No.:

**CLASS ACTION COMPLAINT FOR
VIOLATIONS OF THE FEDERAL
SECURITIES LAWS**

JURY TRIAL DEMANDED

1 Plaintiff _____ (“Plaintiff”), individually and on behalf of all others similarly
2 situated, by and through his attorneys, alleges the following upon information and belief, except as
3 to those allegations concerning Plaintiff, which are alleged upon personal knowledge. Plaintiff’s
4 information and belief is based upon, among other things, his counsel’s investigation, which
5 includes without limitation: (a) review and analysis of regulatory filings made by Align
6 Technology, Inc. (“Align” or the “Company”) with the United States (“U.S.”) Securities and
7 Exchange Commission (“SEC”); (b) review and analysis of press releases and media reports
8 issued by and disseminated by Align; and (c) review of other publicly available information
9 concerning Align.

10 NATURE OF THE ACTION AND OVERVIEW

11 1. This is a class action on behalf of persons and entities that purchased or otherwise
12 acquired Align securities between July 25, 2018 and October 24, 2018, inclusive (the “Class
13 Period”), seeking to pursue remedies under the Securities Exchange Act of 1934 (the “Exchange
14 Act”).

15 2. Align is a medical device company that purports to design, manufacture, and
16 market products for the treatment of malocclusion or the misalignment of teeth. Invisalign is the
17 proprietary name for the Company’s clear aligners.

18 3. On October 24, 2018, the Company announced its third quarter 2018 financial
19 results and reported that its Invisalign Average Selling Price had declined from \$1,315 to \$1,230.
20 The same day, the Company also announced that its Chief Marketing Officer would “reduce his
21 responsibilities and transition to a part-time position.”

22 4. On this news, the Company’s share price fell \$58.76 per share, more than 20%, to
23 close at \$232.07 per share on October 25, 2018, on unusually high trading volume. The share price
24 continued to decline over the next two trading sessions, to close at \$217.94 on October 29, 2018.

25 5. Throughout the Class Period, Defendants made materially false and/or misleading
26 statements, as well as failed to disclose material adverse facts about the Company’s business,
27 operations, and prospects. Specifically, Defendants failed to disclose to investors: (1) that the
28 Company would offer higher discounts to promote Invisalign; (2) that the promotions would

1 materially impact revenue; and (3) that, as a result of the foregoing, Defendants' positive
2 statements about the Company's business, operations, and prospects, were materially misleading
3 and/or lacked a reasonable basis.

4 6. As a result of Defendants' wrongful acts and omissions, and the precipitous decline
5 in the market value of the Company's securities, Plaintiff and other Class members have suffered
6 significant losses and damages.

7 **JURISDICTION AND VENUE**

8 7. The claims asserted herein arise under Sections 10(b) and 20(a) of the Exchange
9 Act (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder by the SEC (17
10 C.F.R. § 240.10b-5).

11 8. This Court has jurisdiction over the subject matter of this action pursuant to 28
12 U.S.C. § 1331 and Section 27 of the Exchange Act (15 U.S.C. § 78aa).

13 9. Venue is proper in this Judicial District pursuant to 28 U.S.C. § 1391(b) and
14 Section 27 of the Exchange Act (15 U.S.C. § 78aa(c)). Substantial acts in furtherance of the
15 alleged fraud or the effects of the fraud have occurred in this Judicial District. Many of the acts
16 charged herein, including the dissemination of materially false and/or misleading information,
17 occurred in substantial part in this Judicial District. In addition, the Company's principal executive
18 offices are located in this district.

19 10. In connection with the acts, transactions, and conduct alleged herein, Defendants
20 directly and indirectly used the means and instrumentalities of interstate commerce, including the
21 United States mail, interstate telephone communications, and the facilities of a national securities
22 exchange.

23 **PARTIES**

24 11. Plaintiff Xiaojiao Lu, as set forth in the accompanying certification, incorporated
25 by reference herein, purchased Align securities during the Class Period, and suffered damages as a
26 result of the federal securities law violations and false and/or misleading statements and/or
27 material omissions alleged herein.

28 12. Defendant Align is incorporated under the laws of Delaware with its principal

1 executive offices located in San Jose, California. Align’s common stock trades on the NASDAQ
2 exchange under the symbol “ALGN.”

3 13. Defendant Joseph M. Hogan (“Hogan”) was the President and Chief Executive
4 Officer of the Company at all relevant times.

5 14. Defendant John F. Morici (“Morici”) was the Chief Financial Officer of the
6 Company at all relevant times.

7 15. Defendant Raphael S. Pascaud (“Pascaud”) was the Chief Marketing Officer
8 (“CMO”) of the Company at all relevant times.

9 16. Defendants Hogan, Morici, Pascaud, (collectively the “Individual Defendants”),
10 because of their positions with the Company, possessed the power and authority to control the
11 contents of the Company’s reports to the SEC, press releases and presentations to securities
12 analysts, money and portfolio managers and institutional investors, *i.e.*, the market. The
13 Individual Defendants were provided with copies of the Company’s reports and press releases
14 alleged herein to be misleading prior to, or shortly after, their issuance and had the ability and
15 opportunity to prevent their issuance or cause them to be corrected. Because of their positions and
16 access to material non-public information available to them, the Individual Defendants knew that
17 the adverse facts specified herein had not been disclosed to, and were being concealed from, the
18 public, and that the positive representations which were being made were then materially false
19 and/or misleading. The Individual Defendants are liable for the false statements pleaded herein.

20 **SUBSTANTIVE ALLEGATIONS**

21 **Background**

22 17. Align is a medical device company that purports to design, manufacture, and
23 market products for the treatment of malocclusion or the misalignment of teeth. Invisalign is the
24 proprietary name for the Company’s clear aligners.

25 **Materially False and Misleading**
26 **Statements Issued During the Class Period**

27 18. The Class Period begins on July 25, 2018. On that day, the Company issued a press
28 release to announce financial results for the second quarter 2018. Therein, the Company, in

1 relevant part, stated:

- 2 • Q2 revenues up 37.5% year-over-year to a record \$490.3 million, and diluted EPS of \$1.30
- 3 • Q2 operating income up 46.8% year-over-year to \$122.7 million, operating margin of 25.0%
- 4 • Q2 total Invisalign case shipments up 30.5% year-over-year to 302.7 thousand
- 5 • Q2 Invisalign cases for teenage patients up 42.1% year-over-year to 78.4 thousand
- 5 • Q2 iTero scanner and services revenues up 60.9% year-over-year to \$57.0 million

6 Align Technology, Inc. (Nasdaq:ALGN) today reported financial results for the
7 second quarter ended June 30, 2018. Invisalign case shipments in the second
8 quarter of 2018 (Q2'18) were 302.7 thousand, up 30.5% year-over-
9 year. Americas and International region case shipments were up year-over-year
10 22.2% and 45.4%, respectively. Q2'18 Invisalign cases for teenage patients were
78.4 thousand, up 42.1% year-over-year. Q2'18 revenues were \$490.3 million, up
37.5% year-over-year and Q2'18 operating income was \$122.7 million, up 46.8%
year-over-year resulting in an operating margin of 25.0%. Net profit was \$106.1
million, or \$1.30 per diluted share, up \$0.45 year-over-year.

11 Commenting on Align's Q2 2018 results, Align Technology President and
12 CEO Joe Hogan said, "I'm pleased to report another better than expected quarter
13 for Align. Our second quarter results reflect strong growth across our customer
14 channels with record volume in all regions and in almost every country market.
15 Year-over-year revenue growth of 37.5% was driven by continued momentum from
16 Invisalign doctors and increased adoption of Invisalign treatment for teenage
17 patients which grew 42.1%. Q2 Invisalign volume growth of 30.5% year-over-year
reflects increased utilization and expansion of our customer base, which was over
50,000 for the first time and included more than 5,000 new Invisalign-trained
doctors. We also saw momentum from the iTero scanner and services business
which includes the continued rollout of iTero scanners across Heartland Dental's
installed base, as well as the first iTero scanner shipments to China."

18 19. On August 2, 2018, the Company filed a quarterly report on Form 10-Q for the
19 period ended June 30, 2018 that affirmed the financial results reported in the press release
20 identified in ¶18.

21 20. The above statements identified in ¶¶18-19 were materially false and/or misleading,
22 and failed to disclose material adverse facts about the Company's business, operations, and
23 prospects. Specifically, Defendants failed to disclose to investors: (1) that the Company would
24 offer higher discounts to promote Invisalign; (2) that the promotions would materially impact
25 revenue; and (3) that, as a result of the foregoing, Defendants' positive statements about the
26 Company's business, operations, and prospects, were materially misleading and/or lacked a
27 reasonable basis.
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1 **Disclosures at the End of the Class Period**

2 21. On October 24, 2018, the Company issued a press release to announce its third
3 quarter 2018 financial results. The Company, in relevant part, stated:

- 4 • Q3 revenues up 31.2% year-over-year to a record \$505.3 million, and diluted EPS
5 of \$1.24
6 • Q3 operating income up 26.8% year-over-year to \$125.2 million, operating margin
7 of 24.8%
8 • Q3 total Invisalign case shipments up 35.3% year-over-year to 319.3 thousand
9 • Q3 Invisalign cases for teenage patients up 41.1% year-over-year to 98.5 thousand
10 • Q3 iTero scanner and services revenues up 79.1% year-over-year to \$78.2 million

11 SAN JOSE, Calif., Oct. 24, 2018 (GLOBE NEWSWIRE) -- Align Technology,
12 Inc. (Nasdaq: ALGN) today reported financial results for the third quarter
13 ended September 30, 2018. Invisalign case shipments in the third quarter of 2018
14 (Q3'18) were 319.3 thousand, up 35.3% year-over-year. Americas and
15 International region case shipments were up year-over-year 29.1% and 45.6%,
16 respectively. Q3'18 Invisalign cases for teenage patients were 98.5 thousand, up
17 41.1% year-over-year. Q3'18 revenues were \$505.3 million, up 31.2% year-over-
18 year and Q3'18 operating income was \$125.2 million, up 26.8% year-over-year
19 resulting in an operating margin of 24.8%. Net profit was \$100.9 million,
20 or \$1.24 per diluted share, up \$0.23 year-over-year.

21 Commenting on Align's Q3 2018 results, Align Technology President and
22 CEO Joe Hogan said, "I'm pleased to report third quarter results with revenue and
23 earnings above our outlook driven by higher than expected Invisalign volume --
24 offset somewhat by lower ASPs and foreign exchange. We also had another record
25 quarter for the iTero scanner business with revenues up 79.1% year-over-year. Q3
26 Invisalign volume increased 5.5% sequentially and up 35.3% year-over-year
27 reflecting strength across regions and customer channels, as well as strong growth
28 from both teen and adult patients. From a product perspective, we saw strength
across the Invisalign portfolio with growth from both comprehensive and non-
comprehensive products, reflecting an acceleration in the non-comprehensive
category related to expansion of our product portfolio, as well as new sales
programs and promotions intended to increase adoption and utilization. We also
saw continued strength from international regions, especially Asia Pacific, which
was our 2nd largest region after the Americas in Q3."

21 22. The same day, the Company filed an 8-K with the SEC to disclose that the CMO
22 would "reduce his responsibilities and transition to a part-time position."

23 23. On this news, the Company's share price fell \$58.76 per share, more than 20%, to
24 close at \$232.07 per share on October 25, 2018, on unusually high trading volume. The share price
25 continued to decline over the next two trading sessions, to close at \$217.94 on October 29, 2018.

26 **CLASS ACTION ALLEGATIONS**

27 24. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil
28 Procedure 23(a) and (b)(3) on behalf of a class, consisting of all persons and entities that

1 purchased or otherwise acquired Align securities between July 25, 2018 and October 24, 2018,
2 inclusive, and who were damaged thereby (the “Class”). Excluded from the Class are Defendants,
3 the officers and directors of the Company, at all relevant times, members of their immediate
4 families and their legal representatives, heirs, successors, or assigns, and any entity in which
5 Defendants have or had a controlling interest.

6 25. The members of the Class are so numerous that joinder of all members is
7 impracticable. Throughout the Class Period, Align’s common shares actively traded on the
8 NASDAQ. While the exact number of Class members is unknown to Plaintiff at this time and can
9 only be ascertained through appropriate discovery, Plaintiff believes that there are at least
10 hundreds or thousands of members in the proposed Class. Millions of Align common stock were
11 traded publicly during the Class Period on the NASDAQ. Record owners and other members of
12 the Class may be identified from records maintained by Align or its transfer agent and may be
13 notified of the pendency of this action by mail, using the form of notice similar to that customarily
14 used in securities class actions.

15 26. Plaintiff’s claims are typical of the claims of the members of the Class as all
16 members of the Class are similarly affected by Defendants’ wrongful conduct in violation of
17 federal law that is complained of herein.

18 27. Plaintiff will fairly and adequately protect the interests of the members of the Class
19 and has retained counsel competent and experienced in class and securities litigation.

20 28. Common questions of law and fact exist as to all members of the Class and
21 predominate over any questions solely affecting individual members of the Class. Among the
22 questions of law and fact common to the Class are:

23 (a) whether the federal securities laws were violated by Defendants’ acts as alleged
24 herein;

25 (b) whether statements made by Defendants to the investing public during the Class
26 Period omitted and/or misrepresented material facts about the business, operations, and prospects
27 of Align; and
28

1 (c) to what extent the members of the Class have sustained damages and the proper
2 measure of damages.

3 29. A class action is superior to all other available methods for the fair and efficient
4 adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the
5 damages suffered by individual Class members may be relatively small, the expense and burden of
6 individual litigation makes it impossible for members of the Class to individually redress the
7 wrongs done to them. There will be no difficulty in the management of this action as a class
8 action.

9 **UNDISCLOSED ADVERSE FACTS**

10 30. The market for Align's securities was open, well-developed and efficient at all
11 relevant times. As a result of these materially false and/or misleading statements, and/or failures
12 to disclose, Align's securities traded at artificially inflated prices during the Class Period. Plaintiff
13 and other members of the Class purchased or otherwise acquired Align's securities relying upon
14 the integrity of the market price of the Company's securities and market information relating to
15 Align, and have been damaged thereby.

16 31. During the Class Period, Defendants materially misled the investing public, thereby
17 inflating the price of Align's securities, by publicly issuing false and/or misleading statements
18 and/or omitting to disclose material facts necessary to make Defendants' statements, as set forth
19 herein, not false and/or misleading. The statements and omissions were materially false and/or
20 misleading because they failed to disclose material adverse information and/or misrepresented the
21 truth about Align's business, operations, and prospects as alleged herein.

22 32. At all relevant times, the material misrepresentations and omissions particularized
23 in this Complaint directly or proximately caused or were a substantial contributing cause of the
24 damages sustained by Plaintiff and other members of the Class. As described herein, during the
25 Class Period, Defendants made or caused to be made a series of materially false and/or misleading
26 statements about Align's financial well-being and prospects. These material misstatements and/or
27 omissions had the cause and effect of creating in the market an unrealistically positive assessment
28 of the Company and its financial well-being and prospects, thus causing the Company's securities

1 to be overvalued and artificially inflated at all relevant times. Defendants' materially false and/or
2 misleading statements during the Class Period resulted in Plaintiff and other members of the Class
3 purchasing the Company's securities at artificially inflated prices, thus causing the damages
4 complained of herein when the truth was revealed.

5 **LOSS CAUSATION**

6 33. Defendants' wrongful conduct, as alleged herein, directly and proximately caused
7 the economic loss suffered by Plaintiff and the Class.

8 34. During the Class Period, Plaintiff and the Class purchased Align's securities at
9 artificially inflated prices and were damaged thereby. The price of the Company's securities
10 significantly declined when the misrepresentations made to the market, and/or the information
11 alleged herein to have been concealed from the market, and/or the effects thereof, were revealed,
12 causing investors' losses.

13 **SCIENTER ALLEGATIONS**

14 35. As alleged herein, Defendants acted with scienter since Defendants knew that the
15 public documents and statements issued or disseminated in the name of the Company were
16 materially false and/or misleading; knew that such statements or documents would be issued or
17 disseminated to the investing public; and knowingly and substantially participated or acquiesced
18 in the issuance or dissemination of such statements or documents as primary violations of the
19 federal securities laws. As set forth elsewhere herein in detail, the Individual Defendants, by
20 virtue of their receipt of information reflecting the true facts regarding Align, their control over,
21 and/or receipt and/or modification of Align's allegedly materially misleading misstatements
22 and/or their associations with the Company which made them privy to confidential proprietary
23 information concerning Align, participated in the fraudulent scheme alleged herein.

24 **APPLICABILITY OF PRESUMPTION OF RELIANCE**
25 **(FRAUD-ON-THE-MARKET DOCTRINE)**

26 36. The market for Align's securities was open, well-developed and efficient at all
27 relevant times. As a result of the materially false and/or misleading statements and/or failures to
28 disclose, Align's securities traded at artificially inflated prices during the Class Period. On

1 September 25, 2018, the Company's share price closed at a Class Period high of \$392.98 per
2 share. Plaintiff and other members of the Class purchased or otherwise acquired the Company's
3 securities relying upon the integrity of the market price of Align's securities and market
4 information relating to Align, and have been damaged thereby.

5 37. During the Class Period, the artificial inflation of Align's shares was caused by the
6 material misrepresentations and/or omissions particularized in this Complaint causing the damages
7 sustained by Plaintiff and other members of the Class. As described herein, during the Class
8 Period, Defendants made or caused to be made a series of materially false and/or misleading
9 statements about Align's business, prospects, and operations. These material misstatements
10 and/or omissions created an unrealistically positive assessment of Align and its business,
11 operations, and prospects, thus causing the price of the Company's securities to be artificially
12 inflated at all relevant times, and when disclosed, negatively affected the value of the Company
13 shares. Defendants' materially false and/or misleading statements during the Class Period resulted
14 in Plaintiff and other members of the Class purchasing the Company's securities at such
15 artificially inflated prices, and each of them has been damaged as a result.

16 38. At all relevant times, the market for Align's securities was an efficient market for
17 the following reasons, among others:

18 (a) Align shares met the requirements for listing, and was listed and actively traded on
19 the NASDAQ, a highly efficient and automated market;

20 (b) As a regulated issuer, Align filed periodic public reports with the SEC and/or the
21 NASDAQ;

22 (c) Align regularly communicated with public investors via established market
23 communication mechanisms, including through regular dissemination of press releases on the
24 national circuits of major newswire services and through other wide-ranging public disclosures,
25 such as communications with the financial press and other similar reporting services; and/or

26 (d) Align was followed by securities analysts employed by brokerage firms who wrote
27 reports about the Company, and these reports were distributed to the sales force and certain
28 customers of their respective brokerage firms. Each of these reports was publicly available and

1 entered the public marketplace.

2 39. As a result of the foregoing, the market for Align’s securities promptly digested
3 current information regarding Align from all publicly available sources and reflected such
4 information in Align’s share price. Under these circumstances, all purchasers of Align’s securities
5 during the Class Period suffered similar injury through their purchase of Align’s securities at
6 artificially inflated prices and a presumption of reliance applies.

7 40. A Class-wide presumption of reliance is also appropriate in this action under the
8 Supreme Court’s holding in *Affiliated Ute Citizens of Utah v. United States*, 406 U.S. 128 (1972),
9 because the Class’s claims are, in large part, grounded on Defendants’ material misstatements
10 and/or omissions. Because this action involves Defendants’ failure to disclose material adverse
11 information regarding the Company’s business operations and financial prospects—information
12 that Defendants were obligated to disclose—positive proof of reliance is not a prerequisite to
13 recovery. All that is necessary is that the facts withheld be material in the sense that a reasonable
14 investor might have considered them important in making investment decisions. Given the
15 importance of the Class Period material misstatements and omissions set forth above, that
16 requirement is satisfied here.

17 **NO SAFE HARBOR**

18 41. The statutory safe harbor provided for forward-looking statements under certain
19 circumstances does not apply to any of the allegedly false statements pleaded in this Complaint.
20 The statements alleged to be false and misleading herein all relate to then-existing facts and
21 conditions. In addition, to the extent certain of the statements alleged to be false may be
22 characterized as forward looking, they were not identified as “forward-looking statements” when
23 made and there were no meaningful cautionary statements identifying important factors that could
24 cause actual results to differ materially from those in the purportedly forward-looking statements.
25 In the alternative, to the extent that the statutory safe harbor is determined to apply to any forward-
26 looking statements pleaded herein, Defendants are liable for those false forward-looking
27 statements because at the time each of those forward-looking statements was made, the speaker
28 had actual knowledge that the forward-looking statement was materially false or misleading,

1 and/or the forward-looking statement was authorized or approved by an executive officer of Align
2 who knew that the statement was false when made.

3 **FIRST CLAIM**
4 **Violation of Section 10(b) of The Exchange Act and**
5 **Rule 10b-5 Promulgated Thereunder**
6 **Against All Defendants**

7 42. Plaintiff repeats and re-alleges each and every allegation contained above as if fully
8 set forth herein.

9 43. During the Class Period, Defendants carried out a plan, scheme and course of
10 conduct which was intended to and, throughout the Class Period, did: (i) deceive the investing
11 public, including Plaintiff and other Class members, as alleged herein; and (ii) cause Plaintiff and
12 other members of the Class to purchase Align's securities at artificially inflated prices. In
13 furtherance of this unlawful scheme, plan and course of conduct, Defendants, and each defendant,
14 took the actions set forth herein.

15 44. Defendants (i) employed devices, schemes, and artifices to defraud; (ii) made
16 untrue statements of material fact and/or omitted to state material facts necessary to make the
17 statements not misleading; and (iii) engaged in acts, practices, and a course of business which
18 operated as a fraud and deceit upon the purchasers of the Company's securities in an effort to
19 maintain artificially high market prices for Align's securities in violation of Section 10(b) of the
20 Exchange Act and Rule 10b-5. All Defendants are sued either as primary participants in the
21 wrongful and illegal conduct charged herein or as controlling persons as alleged below.

22 45. Defendants, individually and in concert, directly and indirectly, by the use, means
23 or instrumentalities of interstate commerce and/or of the mails, engaged and participated in a
24 continuous course of conduct to conceal adverse material information about Align's financial
25 well-being and prospects, as specified herein.

26 46. Defendants employed devices, schemes and artifices to defraud, while in
27 possession of material adverse non-public information and engaged in acts, practices, and a course
28 of conduct as alleged herein in an effort to assure investors of Align's value and performance and
continued substantial growth, which included the making of, or the participation in the making of,

1 untrue statements of material facts and/or omitting to state material facts necessary in order to
2 make the statements made about Align and its business operations and future prospects in light of
3 the circumstances under which they were made, not misleading, as set forth more particularly
4 herein, and engaged in transactions, practices and a course of business which operated as a fraud
5 and deceit upon the purchasers of the Company's securities during the Class Period.

6 47. Each of the Individual Defendants' primary liability and controlling person liability
7 arises from the following facts: (i) the Individual Defendants were high-level executives and/or
8 directors at the Company during the Class Period and members of the Company's management
9 team or had control thereof; (ii) each of these defendants, by virtue of their responsibilities and
10 activities as a senior officer and/or director of the Company, was privy to and participated in the
11 creation, development and reporting of the Company's internal budgets, plans, projections and/or
12 reports; (iii) each of these defendants enjoyed significant personal contact and familiarity with the
13 other defendants and was advised of, and had access to, other members of the Company's
14 management team, internal reports and other data and information about the Company's finances,
15 operations, and sales at all relevant times; and (iv) each of these defendants was aware of the
16 Company's dissemination of information to the investing public which they knew and/or
17 recklessly disregarded was materially false and misleading.

18 48. Defendants had actual knowledge of the misrepresentations and/or omissions of
19 material facts set forth herein, or acted with reckless disregard for the truth in that they failed to
20 ascertain and to disclose such facts, even though such facts were available to them. Such
21 defendants' material misrepresentations and/or omissions were done knowingly or recklessly and
22 for the purpose and effect of concealing Align's financial well-being and prospects from the
23 investing public and supporting the artificially inflated price of its securities. As demonstrated by
24 Defendants' overstatements and/or misstatements of the Company's business, operations, financial
25 well-being, and prospects throughout the Class Period, Defendants, if they did not have actual
26 knowledge of the misrepresentations and/or omissions alleged, were reckless in failing to obtain
27 such knowledge by deliberately refraining from taking those steps necessary to discover whether
28 those statements were false or misleading.

1 49. As a result of the dissemination of the materially false and/or misleading
 2 information and/or failure to disclose material facts, as set forth above, the market price of Align's
 3 securities was artificially inflated during the Class Period. In ignorance of the fact that market
 4 prices of the Company's securities were artificially inflated, and relying directly or indirectly on
 5 the false and misleading statements made by Defendants, or upon the integrity of the market in
 6 which the securities trades, and/or in the absence of material adverse information that was known
 7 to or recklessly disregarded by Defendants, but not disclosed in public statements by Defendants
 8 during the Class Period, Plaintiff and the other members of the Class acquired Align's securities
 9 during the Class Period at artificially high prices and were damaged thereby.

10 50. At the time of said misrepresentations and/or omissions, Plaintiff and other
 11 members of the Class were ignorant of their falsity, and believed them to be true. Had Plaintiff
 12 and the other members of the Class and the marketplace known the truth regarding the problems
 13 that Align was experiencing, which were not disclosed by Defendants, Plaintiff and other
 14 members of the Class would not have purchased or otherwise acquired their Align securities, or, if
 15 they had acquired such securities during the Class Period, they would not have done so at the
 16 artificially inflated prices which they paid.

17 51. By virtue of the foregoing, Defendants violated Section 10(b) of the Exchange Act
 18 and Rule 10b-5 promulgated thereunder.

19 52. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and the
 20 other members of the Class suffered damages in connection with their respective purchases and
 21 sales of the Company's securities during the Class Period.

SECOND CLAIM
Violation of Section 20(a) of The Exchange Act
Against the Individual Defendants

24 53. Plaintiff repeats and re-alleges each and every allegation contained above as if fully
 25 set forth herein.

26 54. Individual Defendants acted as controlling persons of Align within the meaning of
 27 Section 20(a) of the Exchange Act as alleged herein. By virtue of their high-level positions and
 28 their ownership and contractual rights, participation in, and/or awareness of the Company's

JURY TRIAL DEMANDED

Plaintiff hereby demands a trial by jury.

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