Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form 4

ALLIANCE Form 4 March 23, 20	DATA SYSTEM	1S CORP	,								
FORM	4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									9PROVAL 3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	6. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:January 3Expires:200Estimated averageburden hours perresponse0.		
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a) of the l	Public Ut		ling Com	pany	Act of	f 1935 or Sectio	n		
(Print or Type F	Responses)										
SZEFTEL IVAN M Symbol ALLIAN			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	ADS] Earliest Transaction ay/Year)				Director 10% Owner X Officer (give title Other (specify					
7500 DALL 700	AS PARKWAY	, SUITE	03/21/20	-				below) EVP & Pro	below) es, Retail Credi	t Svcs	
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
PLANO, TX	X 75024								Aore than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if		3.4. Securities Acquired Transaction(A) or Disposed of CodeCode(D)(Instr. 8)(Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Stock	03/21/2011			A <u>(1)</u>	5,461	А	<u>(1)</u>	73,837	D		
Common Stock	03/21/2011			A <u>(2)</u>	21,846	А	<u>(2)</u>	95,683 <u>(3)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Securi (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SZEFTEL IVAN M 7500 DALLAS PARKWAY, SUITE 700 PLANO, TX 75024			EVP & Pres, Retail Credit Svcs				
Signatures							
Cynthia L. Hageman, Attorney	03/23/2	011					

in Fact

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The new grant is for 5,461 shares of common stock represented by time-based restricted stock units. The restrictions will lapse on 1,802
(1) units on each of 2/21/12 and 2/21/13 and on 1,857 units on 2/21/14, subject to continued employment by the Reporting Person on the vesting dates.

(2) The new grant is for 21,846 shares of common stock represented by performance-based restricted stock units, which may be adjusted up or down at the time the performance restriction lapses. The restriction may lapse with respect to 33% of such shares on each of 2/21/12 and 2/21/13 and with respect to 34% of such shares on 2/21/14 contingent on meeting an EBT metric for 2011 and subject to continued employment by the Reporting Person on the vesting dates.

The total number of securities beneficially owned includes: (a) 28,593 unrestricted shares; (b) 13,464 unvested units from an award of 39,600 performance-based restricted stock units granted 2/23/09; (c) 5,005 unvested units from an award of 7,470 time-based restricted

(3) stock units granted 2/22/10; (d) 21,314 unvested units from an award of 31,971 performance-based restricted stock units granted 2/22/10;
 (e) the new grant for 5,461 time-based restricted stock units; and (f) the new grant for 21,846 performance-based restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.