

ALLIANCE DATA SYSTEMS CORP

Form 4

February 06, 2003

SEC Form 4

<b>FORM 4</b>  <input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  (Print or Type Responses)		<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549  <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940		<b>OMB APPROVAL</b>  <hr/> OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response: . . . . 0.5	
1. Name and Address of Reporting Person* <b>Scullion, John W.</b>  (Last) (First) (Middle) <b>17655 Waterview Parkway</b>  (Street) <b>Dallas, TX 75252-012</b>  (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol <b>Alliance Data Systems Corporation ADS</b>  3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year <b>February 06, 2003</b>  5. If Amendment, Date of Original (Month/Day/Year)	
		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director ____ 10% Owner <b>X</b> Officer ____ Other <b>President and CEO, The Loyalty Group</b>  7. Individual or Joint/Group Filing (Check Applicable Line)  <b>X</b> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code   V	Amount   A/D   Price	35,000 (1)	D	

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(over)  
SEC 1474 (9-02)

**Scullion, John W. - February 06, 2003**

**Form 4 (continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative	2. Conversion or	3. Transaction	3A. Deemed Execution	4. Transaction	5. Number of	6. Date Exercisable(DE) and	7. Title and Amount of	8. Price of	9. Number of Derivative	10. Owner-	11. Nature of Indirect

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Security (Instr. 3)	Exercise Price of Derivative Security	Date (Month/ Day/ Year)	Date, if any (Month/ Day/ Year)	Code and Voluntary (V) Code (Instr.8)	Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	Expiration Date(ED) (Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Derivative Security (Instr.5)	Securities Beneficially Owned Following Reported Transactions (Instr.4)	ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr.4)	Beneficial Ownership (Instr.4)
				Code   V		(DE)   (ED)					
Employee Stock Option (right to buy)	\$9.90					Varies (2)   11/30/2008	Common - 83,333		83,333	D	
Employee Stock Option (right to buy)	\$15.00					Varies (3)   08/31/2010	Common - 80,000		80,000	D	
Employee Stock Option (right to buy)	\$12.00					Varies (4)   06/08/2011	Common - 74,715		74,715	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations.

*See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**By: Attorney-in-Fact for**

\*\* Signature of Reporting Person

Date

Note: File three copies of this Form, one of which  
must be manually signed. If space is insufficient,

*see* Instruction 6 for procedure.

**Power of Attorney**

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