

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 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 25, 2014

ALLIANCE DATA SYSTEMS CORPORATION
(Exact Name of Registrant as Specified in Charter)

DELAWARE
(State or Other Jurisdiction
of Incorporation)

001-15749
(Commission
File Number)

31-1429215
(IRS Employer
Identification No.)

7500 DALLAS PARKWAY, SUITE 700
PLANO, TEXAS 75024
(Address and Zip Code of Principal Executive Offices)

(214) 494-3000
(Registrant's Telephone Number, including Area Code)

NOT APPLICABLE
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 7.01 Regulation FD Disclosure.

On February 25, 2014, Alliance Data Systems Corporation issued a press release announcing that its Epsilon business has signed a new multiyear agreement with UncommonGoods, a catalog and online retailer of creatively designed, high-quality merchandise from around the world. A copy of this press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Document Description

99.1 Press release dated February 25, 2014 announcing an agreement with UncommonGoods.

The information contained in this report (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

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.

Date: February 25, 2014

Alliance Data Systems Corporation

By: /s/ Charles L. Horn
Charles L. Horn
Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

Exhibit No. **Document Description**

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**NEWS RELEASE**

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**MULTICHANNEL RETAILER UNCOMMONGOODS ENLISTS EPSILON FOR
DATABASE MARKETING SERVICES**

***Epsilon to Create Centralized View of Customers to Fuel
Omnichannel Marketing Efforts***

DALLAS, Texas (February 25, 2014) – Epsilon, an Alliance Data (NYSE: ADS) company, has signed a new multiyear agreement with UncommonGoods, a catalog and online retailer of creatively designed, high-quality merchandise from around the world. Epsilon will manage and host the UncommonGoods customer database to enable a better view of customers for data-driven marketing efforts across its sales channels.

Founded in 1999 and headquartered in New York City, UncommonGoods is a privately held online marketplace offering high-quality, creative merchandise at affordable prices. UncommonGoods carries an array of gift items including jewelry, accessories, home décor, artwork and children's clothing.

Under the terms of the new multiyear agreement, Epsilon will manage and host the centralized UncommonGoods customer database which includes millions of records that provide insights into consumers' interests and preferences. Epsilon will provide comprehensive database marketing services including data hygiene, customer segmentation and marketing campaign planning. The result is to create a better understanding of each individual customer and build more meaningful connections with customers across channels including web, email, direct mail and more.

“Epsilon has a keen understanding of the retail and catalog space along with a proven track record in database marketing,” said Brian Hashemi, director of marketing at UncommonGoods. “A database build can be an extremely daunting process. However, working with a partner like Epsilon is refreshing. The team consistently provides unparalleled support, and we are confident that the outcome will allow for more effective and more relevant communications with our customers across every touch point.”

“UncommonGoods is a unique and growing company that relies on digital and traditional channels to reach their customers,” said Bryan Kennedy, chief executive officer of Epsilon. “By leveraging a centralized view of their customers, they will be able to deliver greater value to each individual and increase both brand and business equity. We are excited to work with them to achieve positive, measurable outcomes.”

The relationship with UncommonGoods will be managed by Epsilon’s team in the Albany office (part of the HMI acquisition in 2012) focused on midmarket retailers and catalogers, and is representative of Epsilon’s approach of offering the breadth of capabilities across creative, digital technologies, database marketing and delivery.

About Epsilon

Epsilon is the global leader in creating customer connections that build brand and business equity. A new breed of agency for a consumer-empowered world, our unique approach harnesses the power of rich data, world-leading technologies, engaging creativity and transformative ideas to ignite connections between brands and customers, delivering dramatic results. Recognized by Ad Age as the #1 U.S. Agency from All Disciplines, #1 World CRM/Direct Marketing Network and #2 U.S. Digital Agency Network, we employ over 5000 associates in 60 offices worldwide. Epsilon is an [Alliance Data](#) company. For more information, visit www.epsilon.com, follow us on Twitter [@EpsilonMktg](#) or call 1.800.309.0505.

About UncommonGoods

Founded in 1999 and headquartered in New York City, UncommonGoods is a catalog and online retailer of creatively designed, high-quality products. UncommonGoods combines the treasures of a specialty boutique, the great finds of a craft show, discoveries from a faraway bazaar, along with some enduring classics.

About Alliance Data

Alliance Data[®] (NYSE: ADS) and its combined businesses is a leading global provider of data-driven marketing and loyalty solutions serving large, consumer-based industries. The Company creates and deploys customized solutions, enhancing the critical customer marketing experience; the result is measurably changing consumer behavior while driving business growth and profitability for some of today’s most recognizable brands. Alliance Data helps its clients create and increase customer loyalty through solutions that engage millions of customers each day across multiple touch points using traditional, digital, mobile and emerging technologies. An S&P 500 company headquartered in Dallas, Alliance Data and its three businesses employ approximately 12,000 associates at more than 80 locations worldwide.

Alliance Data consists of three businesses: Alliance Data Retail Services, a leading provider of marketing-driven credit solutions; Epsilon[®], a leading provider of multichannel, data-driven technologies and marketing services; and LoyaltyOne[®], which owns and operates the AIR MILES[®] Reward Program, Canada’s premier coalition loyalty program. For more information about the company, visit our website, www.alliancedata.com, or follow us on Twitter via [@AllianceData](#).

Alliance Data's Safe Harbor Statement/Forward Looking Statements

This release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements may use words such as "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "predict," "project," "would," and similar expressions as they relate to us or our management. When we make forward-looking statements, we are basing them on our management's beliefs and assumptions, using information currently available to us. Although we believe that the expectations reflected in the forward-looking statements are reasonable, these forward-looking statements are subject to risks, uncertainties and assumptions, including those discussed in our filings with the Securities and Exchange Commission.

If one or more of these or other risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may vary materially from what we projected. Any forward-looking statements contained in this presentation reflect our current views with respect to future events and are subject to these and other risks, uncertainties and assumptions relating to our operations, results of operations, growth strategy and liquidity. We have no intention, and disclaim any obligation, to update or revise any forward-looking statements, whether as a result of new information, future results or otherwise, except as required by law.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Statements in this presentation regarding Alliance Data Systems Corporation's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. For a discussion of such risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see "Risk Factors" in the Company's Annual Report on Form 10-K for the most recently ended fiscal year. Risk factors may be updated in Item 1A in each of the Company's Quarterly Reports on Form 10-Q for each quarterly period subsequent to the Company's most recent Form 10-K.

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