FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								

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hours ner resnonse.	0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] <u>HEFFERNAN EDWARD J</u>					2. Issuer Name and Ticker or Trading Symbol ALLIANCE DATA SYSTEMS CORP ADS 1									neck all ap	plicable)		o Issuer 6 Owner
(Last) (First) (Middle) 7500 DALLAS PARKWAY, SUITE 700				3. D	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2016									w) T	bel	er (specify ow)	
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year))	Lin	e) X Fori Fori	dual or Joint/Group Filing (Check Applicable 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																	
Date					Execution Date,		Transaction Disposed Of Code (Instr.					5) Secur Bener Owne	rities ficially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect		
							Code	v	Amount	(A) (D)	or	Price	Trans	action(s)		(11150.1.4)	
Common Stock 0			02/22/	2016		F ⁽¹⁾		5,227	27 D \$		\$210 .	04 23	35,428 ⁽²⁾	D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
vative Conversion Date Execution Darity or Exercise (Month/Day/Year) if any		n Date,	Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	rative rities ired r osed)	Expiration Dat		e aar)	Amoun or Numbe of		str. 3	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)	
	(Final Land State of Security (Institute of S	(First) (CLLAS PARKWAY, SUITE TO TABLE	(First) (Middle) LLAS PARKWAY, SUITE 700 TX 75024 (State) (Zip) Table I - No Security (Instr. 3) Stock Table II - 2. Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) LLAS PARKWAY, SUITE 700 TX 75024 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transa Date (Month/D Stock Table II - Derivati (e.g., pt (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) LLAS PARKWAY, SUITE 700 Table I - Non-Derivative Security (Instr. 3) Table II - Derivative (Month/Day/Year) Table II - Derivative Security (e.g., puts, c. puts, puts, c. puts, c. puts, c. puts, c. puts, c. puts, c.	(First) (Middle) LLAS PARKWAY, SUITE 700 Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security (e.g., puts, calls, large of Derivative Security (Month/Day/Year) 2. 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Explanation of Responses:

- 1. Shares withheld by the Company to satisfy the Reporting Person's tax withholding obligation upon the vesting of restricted stock units.
- 2. The total number of securities beneficially owned includes: (a) 189,329 unrestricted shares; (b) 1,276 unvested units from an award of 3,751 time-based restricted stock units granted 2/18/14; (c) 6,914 unvested units from an award of 20,333 performance-based restricted stock units granted 2/18/14; (d) 2,556 unvested units from an award of 3,814 time-based restricted stock units granted 2/17/15; (e) 10,223 unvested units from an award of 15,257 performance-based restricted stock units granted 2/17/15; (f) 5,026 unvested time-based restricted stock units granted 2/16/16; and (g) 20,104 unvested performancebased restricted stock units granted 2/16/16.

Remarks:

Cynthia L. Hageman, Attorney 02/24/2016 in Fact

** Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.