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UNITED STATES  
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 22, 2011

Alliance Data Systems Corporation

(Exact name of registrant as specified in its charter)

Delaware

001-15749

31-1429215

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

7500 Dallas Parkway, Suite 700, Plano, Texas

75024

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(214) 494-3000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing 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 (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure.**

On February 22, 2011, Alliance Data Systems Corporation issued a press release announcing that it has signed a new, long-term agreement to provide private label credit card services to J.Jill, a leading multichannel fashion retailer of women's apparel, accessories, and footwear. Alliance Data also purchased J.Jill's existing file of private label credit card accounts. A copy of this press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release dated February 22, 2011 announcing an agreement with J.Jill.

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.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Alliance Data Systems Corporation

February 22, 2011

By: *Charles L. Horn*

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*Name: Charles L. Horn*

*Title: Executive Vice President and Chief Financial Officer*

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Exhibit Index

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | Press release dated February 22, 2011 announcing an agreement with J.Jill. |

## NEWS RELEASE

**Contact:**

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**ALLIANCE DATA SIGNS NEW LONG-TERM AGREEMENT WITH J.JILL,  
A LEADING MULTICHANNEL FASHION RETAILER OF WOMEN'S APPAREL, ACCESSORIES AND FOOTWEAR**

***Alliance Data Acquires Existing Private Label Card Portfolio  
and Provides Private Label Card Services***

**DALLAS, Texas – Feb. 22, 2011** – Alliance Data Systems Corporation (NYSE: ADS), a leading provider of loyalty and marketing solutions derived from transaction-rich data, today announced it has signed a new, long-term agreement to provide private label credit card services to J.Jill ([www.jjill.com](http://www.jjill.com)), a leading multichannel fashion retailer of women's apparel, accessories, and footwear. Headquartered in Quincy, Mass., J.Jill has more than 200 retail stores nationwide and strong catalog and web businesses.

Under terms of the agreement, Alliance Data will provide private label credit card services for the J.Jill credit card, including account acquisition and activation, receivables funding, card authorization, private label credit card issuance, statement generation, remittance processing, customer service functions, and marketing services.

Additionally, Alliance Data purchased J.Jill's existing file of private label credit card accounts, acquiring a moderate size portfolio in the \$50 million range, consistent with the average portfolio size of Alliance Data's existing client base. Details of the purchase price were not disclosed, other than to note it is well within norms of the industry. The acquired file carries only a modest level of delinquencies and, as such, Alliance Data believes that its performance will be consistent with traditional expectations. Additionally, all new private label accounts will be consistent with Alliance Data's traditional credit quality standards. The transaction closed on February 18, 2011.

"Our customers are busy women who look to J.Jill for a simple way to dress with style; and for an easy shopping experience," said Hilary Chasin, chief marketing officer at J.Jill. "With the J.Jill credit card program we are able to meet her expectations and give her an enhanced brand experience that allows her value, simplicity, and exclusive member benefits. We look forward to further developing our private label credit card program around our customer's needs and expectations with the support of Alliance Data."

"J.Jill's customers are sophisticated shoppers, and we're pleased to partner with this dynamic brand, which has built a core base of loyal customers through all facets of its multichannel business model," said Ivan Szeftel, president of Retail Services for Alliance Data. "With our extensive cross-channel retail expertise, combined with our unique ability to leverage consumer insights to drive profitability, we're fully prepared to deliver an advanced credit and marketing solution for J.Jill. We look forward to being a collaborative partner in helping them better target and engage their customers with the brand, as well as achieve their sales and growth goals."

**About J.Jill**

Based in Quincy, Mass., J.Jill is a leading multichannel fashion retailer of women's apparel, accessories and footwear with over 200 retail stores, in-house production of more than 26 catalogs a year, and an ever-growing website business. With a well defined fashion point of view, J.Jill's exclusive designs offer quality, trend-relevant styles that give women an easy way to dress with effortless style. For more information, visit [www.jjill.com](http://www.jjill.com).

**About Alliance Data**

Alliance Data® (NYSE:ADS) and its combined businesses is North America's largest and most comprehensive provider of transaction-based, 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 other emerging technologies. Headquartered in Dallas, Alliance Data employs approximately 7,400 associates at 50 locations worldwide.

Alliance Data is a leading provider of marketing-driven credit solutions, and is the parent company of Epsilon®, a leading provider of multi-channel, 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 web site, [www.AllianceData.com](http://www.AllianceData.com), or you can follow us on Twitter at [www.Twitter.com/AllianceData](https://www.Twitter.com/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,” “estimate,” “expect,” “intend,” “predict,” “project” 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 the anticipated effects of the CARD Act and 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.

“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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