

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Alliance Data Systems Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



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DESIGNATION (IF ANY)
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Online



Go to www.envisionreports.com/ads or scan the QR code – login details are located in the shaded bar below.



Votes submitted by the Internet or telephone must be received by 11:59 p.m., Eastern Time, on June 8, 2020 (11:59 p.m., Eastern Time, on June 4, 2020 for Alliance Data Systems 401(k) and Retirement Savings Plan participants).

Shareholder Meeting Notice

1234 5678 9012 345

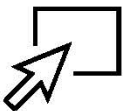
Important Notice Regarding the Availability of Proxy Materials for the Alliance Data Systems Corporation Annual Stockholders Meeting to be Held on June 9, 2020

You may have requested a full set of proxy materials but limitations due to COVID-19 have prevented us from mailing the documents at this time. You may follow the instructions included on this notice to view the proxy materials at www.envisionreports.com/ads and vote your shares. If and when we are able, we will mail the documents to you upon your request. Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual stockholders meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication is not a form for voting and presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement and annual report on Form 10-K for the year ended December 31, 2019 are available at:

www.envisionreports.com/ads

Easy Online Access – View your proxy materials and vote.



- Step 1:** Go to www.envisionreports.com/ads.
- Step 2:** Click on **Cast Your Vote or Request Materials**.
- Step 3:** Follow the instructions on the screen to log in.
- Step 4:** Make your selections as instructed on each screen for your delivery preferences.
- Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials - If you want to receive a copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before May 25, 2020 to facilitate timely delivery.



2 N O T

C O Y



Shareholder Meeting Notice

The Alliance Data Systems Corporation Annual Meeting of Stockholders will be held on June 9, 2020 at 7500 Dallas Parkway, Suite 700, Plano, Texas 75024 at 9:00 a.m. (local time).*

***COVID-19 CONSIDERATIONS AND ANNUAL MEETING:** We intend to hold our annual meeting in person. However, we are actively monitoring the public health, travel and business and social gathering concerns of our stockholders and associates in light of COVID-19 (Coronavirus), as well as the related restrictions and protocols that federal, state and local governments have already imposed or may in the future impose. We plan on taking any necessary and appropriate precautions with respect to attendance at and admission to our annual meeting. We may also determine it to be necessary or appropriate to hold a virtual annual meeting of stockholders by means of remote communication. We will announce any alternative arrangements with detailed instructions as soon as practicable in advance of the meeting by press release, posting at <http://www.alliancedata.com>, and in an SEC filing. If you are planning to attend the annual meeting, please be sure to check our website for any updates in the days before our annual meeting. As always, we encourage you to vote your shares prior to the annual meeting.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommend a vote FOR all the nominees listed and FOR Proposals 2, 3 and 4.

1. Election of directors

Ralph J. Andretta
Roger H. Ballou
John C. Gerspach, Jr.
Rajesh Natarajan
Timothy J. Theriault
Laurie A. Tucker
Sharen J. Turney

2. Advisory vote to approve executive compensation.

3. Approval of the 2020 Omnibus Incentive Plan.

4. Ratification of the selection of Deloitte & Touche LLP as the independent registered public accounting firm of Alliance Data Systems Corporation for 2020.

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to vote your shares in person at the meeting and a broker or other nominee holds your shares of record, you must obtain from that registered holder a proxy card issued in your name.

Important Notice Regarding Admission to the 2020 Annual Meeting of Stockholders: Stockholders or their legal proxy holders who wish to attend the annual meeting must preregister no later than 5:00 p.m. CT on Tuesday, June 2, 2020. Due to security considerations, we are not able to admit the guests of either stockholders or their legal proxy holders. For complete instructions for preregistering, see page 65 of the proxy statement.



Here's how to order a copy of the proxy materials and select delivery preferences:

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- **Internet** – Go to www.envisionreports.com/ads. Click Cast Your Vote or Request Materials.
- **Phone** – Call us free of charge at 1-866-641-4276.
- **Email** – Send an email to investorvote@computershare.com with "Proxy Materials Alliance Data Systems Corporation" in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by May 25, 2020.