
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 24, 2009

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.)

17655 Waterview Parkway, Dallas, Texas

75252

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(972) 348-5100

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 24, 2009, Alliance Data Systems Corporation issued a press release announcing that it has signed a long-term contract to provide private label credit card services to Haband, one of the oldest and largest privately held multi-channel retailers in the United States. 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 24, 2009 announcing an agreement with Haband.

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, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Alliance Data Systems Corporation

February 24, 2009

By: *Edward J. Heffernan*

Name: Edward J. Heffernan

Title: Executive Vice President and Chief Financial Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated February 24, 2009 announcing an agreement with Haband.

NEWS RELEASE

Contact: Alliance Data
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ALLIANCE DATA SIGNS LONG-TERM AGREEMENT WITH SPECIALTY RETAILER HABAND

Alliance Data to Provide Private Label Credit Card and Marketing Services to Support Haband's Sales and Customer Loyalty Efforts

DALLAS, Texas – Feb. 24, 2009 – 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 long-term contract to provide private label credit card services to Haband, one of the oldest and largest privately held multi-channel retailers in the United States. With more than 5 million customers, Haband offers men's and women's apparel and home goods via catalog and online, and targets consumers 50 years and older, the fastest-growing and most affluent purchasing demographic. Founded in 1925 and based in Oakland, N.J., Haband is a division of Orchard Brands, a company with more than \$1.1 billion in annual revenues.

Under the terms of the agreement, Alliance Data will provide Haband with a comprehensive set of private label credit card services, including account acquisition and activation; receivables funding; card authorization; private label credit card issuance; statement generation; remittance processing; customer service functions; and marketing services.

Alliance Data will partner with Haband to develop a loyalty rewards component tied to the private label credit card program to incent and reward cardholders, and better engage customers with the Haband brand.

"Haband places a great deal of emphasis on delivering a positive shopping experience for our customers, and this new private label credit card program will further enhance that experience," said Anthony Del Gaudio, chief financial officer, Haband. "Alliance Data's retail industry experience, and their breadth of multi-channel credit and marketing capabilities make them the ideal partner for launching this program, extending our brand and ultimately helping drive sales for Haband."

"We're looking forward to this new partnership with Haband," said Ivan Szeftel, president of Retail Services for Alliance Data. "Through our full suite of private label credit card services, we have the ability to engage and incent Haband customers through targeted on-brand communications that build stronger customer relationships and brand loyalty. Our solution will allow Haband to connect with their customers, increasing sales and extending the brand."

About Orchard Brands

A portfolio company of Golden Gate Capital, Orchard Brands is a leading multi-channel marketer of apparel and home products focused on serving the needs of the rapidly growing market segment of women and men above the age of fifty-five. With more than \$1.1 billion of revenues, Orchard Brands provides quality products to consumers through the direct channels of catalog, Internet and retail, with a relentless focus on delivering superior service. Orchard Brands catalogs include Appleseed's™, Bedford Fair Lifestyles®, Blair®, Brownstone Studio®, Comfort Corner, Coward®, Gold Violin®, Haband™, Intimate Appeal®, Lew Magram®, Monterey Bay®, Norm Thompson®, Old Pueblo Traders®, Sahalie®, Solutions®, The Tog Shop™, Willow Ridge® and Winter Silks®.

About Alliance Data

Alliance Data (NYSE: ADS) is a leading provider of loyalty and marketing solutions derived from transaction-rich data. The Company manages more than 107 million consumer relationships for some of North America's most recognizable companies. Through the creation and deployment of customized solutions that change consumer behavior, Alliance Data enables its clients to create and enhance customer loyalty to build stronger, mutually beneficial relationships with their customers. Headquartered in Dallas, Alliance Data employs approximately 7,000 associates at more than 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 its web site, www.AllianceData.com.

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 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. These risks, uncertainties and assumptions include those made with respect to and any developments related to the termination of the proposed merger with an affiliate of The

Blackstone Group, including risks and uncertainties arising from actions that the parties to the merger agreement or third parties may take in connection therewith. 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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