

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):  
**October 14, 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 October 14, 2014, Alliance Data Systems Corporation issued a press release announcing that its Canadian coalition loyalty business signed a new, long-term agreement with privately-held Katz Group Canada Ltd., a leading retail drugstore operator in Canada, to issue AIR MILES reward miles in Manitoba, Saskatchewan, Alberta and British Columbia, as well as continue in Ontario, effective October 31, 2014. A copy of this press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b><u>Exhibit No.</u></b>	<b><u>Document Description</u></b>
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99.1	Press release dated October 14, 2014 announcing an agreement with Katz Group Canada Ltd.
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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, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Alliance Data Systems Corporation

Date: October 14, 2014

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

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EXHIBIT INDEX

**Exhibit No.**

**Document Description**

99.1

Press release dated October 14, 2014 announcing an agreement with Katz Group Canada Ltd.

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Contact:

NEWS RELEASE

**Alliance Data**

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**ALLIANCE DATA'S CANADIAN LOYALTY BUSINESS SIGNS NEW, LONG-TERM  
AGREEMENT WITH LEADING CANADIAN PHARMACY RETAILER**

**Agreement with Regional Pharmacy Sponsor to Expand AIR MILES®  
Issuance across Western Canada**

**DALLAS, October 14, 2014** – Alliance Data Systems Corporation (NYSE: ADS), a leading provider of loyalty and marketing solutions derived from transaction-rich data, today announced its Canadian coalition loyalty business signed a new, long-term agreement with privately-held Katz Group Canada Ltd., a leading retail drugstore operator in Canada. An AIR MILES Reward Program sponsor in Ontario since 1999, this new, multi-year agreement enables Katz Group Canada, under the banners Rexall, Rexall Pharma Plus and Pharma Plus, to issue AIR MILES reward miles in Manitoba, Saskatchewan, Alberta and British Columbia, as well as continue in Ontario, effective October 31, 2014.

With this agreement, an additional 167 stores across four western Canadian provinces will join Rexall's 265 existing stores in Ontario that issue AIR MILES reward miles for purchases made, including prescription drugs (in permitting provincial jurisdictions), pharmaceutical and professional health services, over-the-counter drugs, and a variety of retail products including beauty and household. With more than 450 convenient Rexall, Rexall Pharma Plus and Pharma Plus locations across Central and Western Canada, the company is Canada's complete healthy daily living destination focused on helping to improve the health of Canadians. Rexall in Canada has no affiliation with the Rexall business in the United States.

The new agreement will provide AIR MILES Collectors in Central and Western Canada the ability to both earn AIR MILES reward miles on purchases made in-store, and to redeem reward miles for the rewards they want, including AIR MILES Cash, the Program's instant redemption feature.

"This agreement enables both AIR MILES and Rexall to extend their combined and exceptional value propositions to Western Canadians," said Bryan Pearson, President of LoyaltyOne, owner and operator of the AIR MILES Reward Program. "We believe our efforts to expand and increase AIR MILES' presence with leading retailers such as Rexall will accelerate reward mile issuance in this category."

The AIR MILES Reward Program is Canada's premier coalition loyalty program, with more than 10 million active Collector accounts representing approximately two-thirds of all Canadian households. AIR MILES collectors earn reward miles at more than 100 leading brand-name sponsors representing thousands of retail and service locations across Canada. AIR MILES reward miles can be redeemed for more than 1,200 different rewards, such as travel, movie passes, entertainment attractions, and electronic merchandise. The AIR MILES Cash feature option enables collectors who opt in the flexibility to instantly redeem their AIR MILES reward miles from their Cash balance in-store towards their purchases at participating Sponsors.

**About Rexall**

With a heritage dating back to 1904, Rexall and Rexall Pharma Plus pharmacies are among the most trusted names in retail pharmacy. Rexall is focused on helping Canadians feel good about their health through easy access to a wide assortment of health and wellness services and products. Supported by our team of 8,600 employees in 456 pharmacies across the country, Rexall is continually evolving to enhance the customer experience. For more information visit [Rexall.ca](http://Rexall.ca).

**About LoyaltyOne:**

LoyaltyOne is a global leader in the design and implementation of coalition loyalty programs, customer analytics and loyalty services for Fortune 1000 clients around the world. LoyaltyOne's unparalleled track record delivering sustained business performance improvement for clients stems from its unique combination of hands-on practitioner experience and continuous thought leadership. LoyaltyOne has over 20 years history leveraging data-driven insights to develop and operate some of the world's most effective loyalty programs and customer-centric solutions. These include the AIR MILES Reward Program, North America's premier coalition loyalty program; a majority stake in European-based BrandLoyalty, one of the largest and most successful campaign-driven loyalty marketers outside of the Americas; and a working partnership with Latin America's leading coalition program, dotz. LoyaltyOne is also the owner of COLLOQUY, a group dedicated to research, publishing and education for the global loyalty industry.

## **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 was named to *FORTUNE* magazine's 2014 list of World's Most Admired Companies.

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](http://www.alliancedata.com), or follow us on Twitter via @AllianceData.

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## **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.