

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):  
March 28, 2013

**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 March 28, 2013, Alliance Data issued a press release announcing that its Retail Services Business, a leading provider of loyalty and marketing solutions, is partnering with Caesars Entertainment Corporation, a leader in hospitality and entertainment, to launch a new Total Rewards credit card. 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>
99.1	Press release dated March 28, 2013.

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.

Date: March 28, 2013

Alliance Data Systems Corporation

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 March 28, 2013.

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## NEWS RELEASE

**Contacts:****Alliance Data****Julie Prozeller – Analysts/Investors****FTI Consulting****212-850-5721****[alliancedata@fticonsulting.com](mailto:alliancedata@fticonsulting.com)****Shelley Whiddon – Media****214-494-3811****[shelley.whiddon@alliancedata.com](mailto:shelley.whiddon@alliancedata.com)****Caesars Entertainment****Gary Thompson****702-407-6529****[gthompson@caesars.com](mailto:gthompson@caesars.com)****CAESARS ENTERTAINMENT AND ALLIANCE DATA SIGN NEW MULTI-YEAR CO-BRAND CREDIT CARD AGREEMENT*****Premier Casino Entertainment Company Selects Alliance Data to Provide Co-Brand Credit Card Program Aligned with Caesars' Industry-leading "Total Rewards" Loyalty Program***

**LAS VEGAS and DALLAS, March 28, 2013** -- Caesars Entertainment Corporation (NASDAQ: CZR), a leader in hospitality and entertainment, today announced it is partnering with Alliance Data Systems Corporation's (NYSE: ADS) Retail Services Business, a leading provider of loyalty and marketing solutions, to launch a new Total Rewards credit card, providing another way for the loyalty program's members to earn credit in the award-winning loyalty program.

In partnership with Caesars, Alliance Data will launch the Total Rewards Visa co-brand credit card, enabling cardholders to accelerate their earnings through Total Rewards program for purchases made at Caesars' resorts as well as on all other purchases made with the card outside of Caesars locations. In addition, premier Total Rewards Visa Signature® cardholders will have access to all of Visa Signature's benefits, including travel, entertainment, sports and travel protection benefits. Caesars' Total Rewards loyalty program, winner of *Colloquy's* 2012 Master of Enterprise Loyalty award, sets the industry standard in recognizing and rewarding members based on their engagement across Caesars resorts, including dining, entertainment, hotel stays, shopping and more.

“At Caesars, we focus on building relationships and loyalty with our guests through a distinctive combination of great service, memorable experiences and unmatched rewards. These also are the attributes we sought in a partner to help us grow our credit card program, and to help provide our guests new opportunities to earn benefits through Total Rewards,” said Joshua Kanter, SVP of Total Rewards at Caesars Entertainment. “Alliance Data brings a comprehensive suite of tools that will enable our guests to easily and conveniently join our new credit card program. Alliance Data’s purchase data and customer profiling tools will allow us to gain even deeper insight into our guests’ preferences and shopping behaviors.”

“We are excited by this strategic partnership with Caesars Entertainment and are dedicated to working with Caesars to enhance the industry-leading Total Rewards program. Together, we will bring on new cardholders and ensure that these Caesars customers are rewarded in ways that are increasingly meaningful and valuable to them,” added Melisa Miller, president of Alliance Data Retail Services. “We look forward to collaborating closely with this dynamic company to enhance its brand affinity and drive sustained loyalty among its valued guests. This new partnership also extends Alliance Data’s commitment to the hospitality category – a key growth vertical for Alliance Data Retail Services.”

Alliance Data will enable Caesars to develop a deeper understanding of its cardholders through analysis of purchase behaviors, and will also help Caesars to further engage cardholders through expanded customer-relevant channels – all to increase cardholder loyalty to the Total Rewards program and the broader portfolio of Caesars brands. Caesars will also have access to Alliance Data’s advanced set of digital and mobile capabilities connected to the card program, which will give Caesars customers the convenience of using their smartphone to apply for the Total Rewards credit card. All credit card accounts will be targeted to customers that meet Alliance Data’s traditional credit quality standards.

### **About Caesars Entertainment**

Caesars Entertainment Corporation is the world's most geographically diversified casino-entertainment company. Since its beginning in Reno, Nevada, 75 years ago, Caesars has grown through development of new resorts, expansions and acquisitions and now operates casinos on four continents. The company's resorts operate primarily under the Caesars®, Harrah's® and Horseshoe® brand names. Caesars also owns the World Series of Poker® and the London Clubs International family of casinos. Caesars is focused on building loyalty and value with its guests through a unique combination of great service, excellent products, unsurpassed distribution, operational excellence and technology leadership. We are committed to environmental sustainability and energy conservation and recognize the importance of being a responsible steward of the environment. For more information, please visit [www.caesars.com](http://www.caesars.com).

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### **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 and its three businesses employ approximately 11,000 associates at more than 70 locations worldwide.

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 web site, [www.alliancedata.com](http://www.alliancedata.com), or follow us on Twitter via [@AllianceData](https://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," "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.

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