
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):

November 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 24, 2009, the Compensation Committee of the Board of Directors of Alliance Data Systems Corporation (the "Company") approved an offer of employment to Charles L. Horn, effective December 7, 2009, with the title of Executive Vice President, Chief Financial Officer of the Company and of ADS Alliance Data Systems, Inc., as a member of the executive committee of management reporting to the Chief Executive Officer of the Company, and, as such, to be designated a Section 16 Officer of the Company, pursuant to the terms of an offer letter between Mr. Horn and the Company dated November 16, 2009. Mr. Horn will be paid an annual base salary of \$450,000 and an annual cash incentive compensation target of 100% of annual base salary. Mr. Horn will be awarded time-based restricted stock units valued at \$300,000 on December 21, 2009, which award will vest over three years; 33% on the first and second anniversary of the date of grant and 34% on the third anniversary of the date of grant, provided that Mr. Horn is employed by the Company on each such vesting date. Mr. Horn will be eligible to participate in the Company's executive long term incentive program for 2010.

A copy of the press release announcing Mr. Horn's position as the Chief Financial Officer of the Company is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release announcing new CFO

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

December 1, 2009

By: *Edward J. Heffernan*

Name: Edward J. Heffernan

Title: President and Chief Executive Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release announcing new CFO

Contact: Alliance Data
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ALLIANCE DATA NAMES CHARLES L. HORN AS CHIEF FINANCIAL OFFICER

Veteran Selected for Extensive Accounting and Policy Skills, Public Company Experience

DALLAS, Texas – Dec. 1, 2009 — Alliance Data Systems Corporation (NYSE: ADS), a leading provider of loyalty and marketing solutions derived from transaction-rich data, today announced that Charles L. Horn has joined the company as executive vice president and chief financial officer effective December 7th.

A seasoned veteran, Horn has extensive accounting experience, particularly in industries with complex accounting policies, and has had lengthy experience in the management and oversight of auditing and regulatory responsibilities. Additionally, Horn previously served as chief financial officer for two large publicly traded companies, dealing extensively with both investors and Wall Street, and overseeing capital markets strategy, M&A, operations and other traditional CFO-related functions.

Horn's prior position before joining Alliance Data was as CFO for Builders Firstsource, Inc., which sells building products to professional homebuilders. Horn was instrumental in taking the company public in 2005 and overseeing myriad acquisitions and re-financings, dividend recapitalizations, and a public debt offering. He also served as finance and treasury vice president for Pier 1 Imports' retail operations where Horn had oversight of Pier 1's private label credit card program and related operations, including the company's international expansion efforts in the United Kingdom and Mexico. Prior to Pier 1, Horn held the CFO position for publicly traded Conquest Industries. He began his professional career as an audit manager for PricewaterhouseCoopers (formerly Price Waterhouse).

Ed Heffernan, Alliance Data president and chief executive officer, noted that Horn is an ideal candidate as the company's new CFO based on the depth of his financial acumen and executive leadership experience, as well as his breadth of experience in different industries. In addition to Heffernan, Horn will serve as another liaison to the investment community.

"Charles' well-rounded professional background will serve him well as Alliance Data's new chief financial officer, and we're excited to have him on board," said Heffernan. "Among other key responsibilities, he will play a critical role in implementing new accounting changes and policies, and in serving as an additional face to investors. Also, with Alliance Data's three businesses spanning diverse industries, Charles' broad experience in various industries and sectors appealed to us. In fact, throughout his career, Charles has weathered through some incredibly difficult storms related to industry-specific issues as well as the broader macro-economic environment, so he's earned his stripes, and that experience will be invaluable.

"From a broader context, over the last couple of years, Alliance Data has completed significant strategic tasks pertaining to divestitures, the redeployment of capital (e.g. stock repurchase program), operations and personnel. The hiring of Charles effectively completes this 'change' process, with the Company's focus, capital structure and organizational structure being fully intact. As such, we are well positioned and fully focused on driving the next phase of growth for the business."

Charles Horn, newly appointed chief financial officer, commented, "Alliance Data is a tremendous organization with a unique business model and enviable track record. I am excited to be joining a company that has had such an impressive run since its inception, from its business fundamentals and growth strategy, to its solid performance as a public company, to its operations, people and culture. I look forward to jumping in and playing a key role in helping Alliance Data execute on its business strategy and achieve its growth goals."

About Alliance Data

Alliance Data (NYSE: ADS) and its family of businesses is a leading provider of loyalty and marketing solutions derived from transaction-rich data. Through the creation and deployment of customized solutions that measurably change consumer behavior, Alliance Data helps its clients to create and enhance customer loyalty to build stronger, mutually beneficial relationships with their customers. The Company manages millions of customer relationships for some of North America's largest and most recognizable brands, helping them grow their businesses and drive profitability. Headquartered in Dallas, Alliance Data employs approximately 7,000 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 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. 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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