FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Street) PLANO TX 75024 Table I - Non-Derivative Securities Acquired, Month/Day/Year) Common Stock O7/01/2013 A. Deemed (Month/Day/Year) Date (Month/Day/Year) Code (Instr. 3) A. Deemed (Month/Day/Year) Code (Instr. 4) Code (Instr. 3) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 5) Code (Instr. 4) Code (Inst	1. Name and Address of Reporting Person * $\underline{\text{JENSEN KENNETH R}}$					AL	2. Issuer Name and Ticker or Trading Symbol ALLIANCE DATA SYSTEMS CORP [ADS]											licable)	g Person	Person(s) to Issuer 10% Owner	
(Street) PLANO TX 75024 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/							Date of Earliest Transaction (Month/Day/Year)													Other (specify below)	
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Securities Price (D) or Indirect (D) o	PLANO TX 75024					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ne)	Form filed by More than One Reporting				
Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execut		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Stock O7/01/2013 A(1) G79 A (1) G5,431(2) D	Date				Day/Year) Execution			Execution Date, if any		Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)				nd S	Securi Senefi Owned	ties cially I Following	Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion or Exercise Price of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 5. Number of Oberivative Securities Underlying Derivative Security (Instr. 3) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3) 8. Price of Derivative Security (Instr. 5) 9. Number of Derivative Security (Instr. 5) Ownership Form: Disposed of (D) (Instr. 3, 4 and 5) North Day/Year) 1. Title of Date (Instr. 4) 1. Title and Amount of Securities Underlying Derivative Security (Instr. 3) North Day/Year) 1. Title and Amount of Securities Underlying Derivative Security (Instr. 5) North Day/Year) North Day/Year) 1. Title of Oberivative Security (Instr. 3) North Day/Year) North Day/Year) 1. Title of Oberivative Securities Direct (D) Or Indirect (I) (Instr. 4)										Code	v	Amount	nount (A) or (D)		Price	. 17	Transaction(s)				(Instr. 4)
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security Securit	Common Stock 07/0					/ <mark>20</mark> 13	2013 A ⁽¹⁾ 679 A			(1	65,431 ⁽²⁾			D							
Derivative Security (Instr. 3) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Transaction Code (Instr. 8) Execution Date (Month/Day/Year) Date (Month/Day/Year) Transaction Code (Instr. 8) Expiration Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Derivative Securities Securities Security (Instr. 3 and 4) Derivative Security (Instr. 5) Derivative Securities Securities Securities Security (Instr. 5) Direct (D) or Indirect (I) (Instr. 4) Ownership Form: Direct (D) or Indirect (I) (Instr. 4)																					
or Number	Derivative Conversion or Exercise (Instr. 3) Price of Derivative Conversion or Exercise (Month/Day/Year) Execution Date, if any (Month/Day/Year)			Transa Code (l	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4			Expiration (Month/Da	n Date	e ar)	Amount of Securities Underlying Derivative Security (Instr. and 4)			Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction	Ownersh Form: Direct (D or Indire (I) (Instr.	n: ct (D) direct	Beneficial Ownership (Instr. 4)		

Explanation of Responses:

- 1. The new grant is for 679 shares of common stock represented by restricted stock units. The restrictions on 100% of the shares will lapse on the earlier of (i) 6/30/23 or (ii) termination of the director's service on the Company's board of directors.
- 2. The total amount of securities beneficially owned includes: (a) 57,244 unrestricted shares; (b) 2,388 unvested restricted stock units granted 7/1/08; (c) 1,904 unvested restricted stock units granted 7/1/09; (d) 1,136 unvested restricted stock units granted 6/30/10; (e) 1,211 unvested restricted stock units granted 6/30/11; (f) 869 unvested restricted stock units granted 6/29/12; and (g) the new grant for 679 restricted stock units

Remarks:

Cynthia L. Hageman, Attorney in Fact

07/03/2013

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.