Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form 4

ALLIANCE Form 4	DATA SYSTEM	IS CORP									
April 29, 200									omb af	PROVAL	
FORN	UNITED	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section								OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5	
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont See Instri	6. r Filed pur inue.										
1(b).											
(Print or Type I	Responses)										
PARKS J MICHAEL Symbol				r Name and Ticker or Trading NCE DATA SYSTEMS				5. Relationship of Reporting Person(s) to Issuer			
				ADS] (Che					ck all applicable)		
(Last) (First) (Middle) 3. Date of (Month/D) 17655 WATERVIEW PARKWAY 04/28/20				-				X Director 10% Owner X Officer (give title Other (specify below) below) Chairman and CEO			
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DALLAS, 7	TX 75252-8012							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curiti	es Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	n Date, if Transaction(A) or Disposed of (Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)			of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
_				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	04/28/2008			A <u>(1)</u>	102,752	А	<u>(1)</u>	235,565	D		
Common Stock	04/28/2008			A <u>(2)</u>	84,070	А	<u>(2)</u>	319,635 <u>(3)</u>	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	′ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting of which i value / i value of	Director	10% Owner	Officer	Other			
PARKS J MICHAEL 17655 WATERVIEW PARKWAY DALLAS, TX 75252-8012	Х		Chairman and CEO				
Signatures							
Leigh Ann K. Epperson, Attorney in Fact	04	4/29/2008					

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

* 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).

The new grant is for 102,752 shares of common stock represented by performance-based restricted stock units. The restrictions may lapse on 33,908 shares in each of February 2009 and February 2010, and on 34,936 shares in February 2011 contingent on meeting a corporate

- (1) on 55,908 shares in each of February 2009 and February 2010, and on 54,950 shares in February 2011 contingent on meeting a corporate operating cash flow target for each of the 2008, 2009 and 2010 performance periods. The restrictions may lapse on any unvested units in February 2011 based on a cumulative three-period corporate operating cash flow target.
- (2) The new grant is for 84,070 shares of common stock represented by time-based restricted stock units. The restrictions will lapse on 27,743 shares in each of February 2009 and February 2010, and on 28,584 shares in February 2011.

The total amount of securities beneficially owned includes: (a) 1,860 shares purchased in the open market; (b) 15,156 out of an original 23,849 shares of performance-based restricted stock granted 2/3/05, which are fully vested; (c) 12,298 out of an original 21,105 shares of time-based restricted stock granted 2/3/05, which are fully vested; (d) 8,172 out of an original 22,222 shares of time-based restricted stock granted 2/3/05, which are fully vested; (e) 34,388 out of an original 54,112 performance-based restricted stock units granted 2/13/06,

(3) granted 2/3/03, which are fully vested; (c) 34,388 out of an original 34,112 performance-based restricted stock units granted 2/13/06, of which 14,601 shares are vested; (g) 19,537 performance-based restricted stock units granted 2/21/07, which are fully vested; (h) 17,601 time-based restricted stock units granted 2/21/07, of which 5,808 shares are vested; (i) the new grant for 102,752 performance-based restricted stock units; (continued below)

Remarks:

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(3) Continued from above: and (j) the new grant for 84,070 time-based restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.