Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form 4

ALLIANCE Form 4 June 14, 2006	DATA SYSTI	EMS CORF)									
EODM /									OMB APPROVAL			
	UNITE	Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no long	or	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 20(b) of the Investment Company Act of 1040								January 31, 2005		
subject to Section 10	51A11 5.									average Irs per		
Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p s Section 1									0.5		
(Print or Type R	esponses)											
ANDERSON BRUCE K Symbol ALLLA								5. Relationship of Reporting Person(s) to Issuer				
				ALLIANCE DATA SYSTEMS CORP [ADS]				(Check all applicable)				
	(First) I, CARSON, N AND STOW NUE, SUITE		3. Date of (Month/Da 06/12/20		ansaction			X Director Officer (give below)		6 Owner er (specify		
	(Street) 4. If Amendment, D Filed(Month/Day/Yea				ay/Year) Applicable			Applicable Line)	or Joint/Group Filing(Check e) I by One Reporting Person			
NEW YORK	K, NY 10022							Form filed by M Person	Iore than One Re	eporting		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed of	, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) c l of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	06/12/2006			А	458	A	\$0	712,624	D <u>(1)</u>			

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

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 control number.

 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	f Derivative Expiration Date ecurities (Month/Day/Year) cquired A) or bisposed of D) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. H Der Sec (In:
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 53.54	06/12/2006		А	2,512	(2)	06/12/2016	Common Stock	2,512	

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Reporting Owners

Reporting Owner Name / Address			Relationships					
reporting of the runner runners	ing o wher runne, runness			Officer	Other			
ANDERSON BRUCE K C/O WELSH, CARSON, ANDERSON AND ST 320 PARK AVENUE, SUITE 2500 NEW YORK, NY 10022	OWE	Х						
Signatures								
Jonathan M. Rather, 06/14 Attorney-in-Fact	/2006							

Date

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

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 Reporting Person also indirectly beneficially owns 7,160,349 shares held by Welsh, Carson, Anderson & Stowe VIII, L.P. and 678 shares held by WCAS Management Corporation. The Reporting Person is a managing member of the sole general partner of Welsh,

- (1) Carson, Anderson and Stowe VIII, L.P. and a controlling stockholder of WCAS Management Corporation. Pursuant to Instruction (4)(b)(iv) of Form 4, the Reporting Person has elected to report as indirectly beneficially owned the entire number of securities beneficially owned by each such entity. The Reporting Person disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his pecuniary interest therein, and/or that are not actually distributed to him.
- (2) The option will vest as to 1,256 shares on each of 6/12/07 and 6/12/08.

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.