ALLIANCE DATA SYSTEMS CORP

Form 4

Common

Stock

November 23, 2016

FORM 4 UNITED STATES SECURITIES AND EVCHANCE COMMISSION								OMB APPROVAL			
Washington, D.C. 20549								3235-0287			
Check the							Expires:	January 31,			
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES SECURITIES SECURITIES Estimated average burden hours per response 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 30(h) of the Investment Company Act of 1940											
(Print or Type Responses)											
1. Name and Pearson Br	Symbol	mbol LLIANCE DATA SYSTEMS				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (Middle)	3. Date of Earliest	Transaction	1		Director	10%	Owner			
` '	LAS PARKWAY, SUIT	(Month/Day/Year	nth/Day/Year)				X_ Officer (give title Other (specify below)				
PLANO, T	(Street) X 75024	4. If Amendment, Filed(Month/Day/Y	Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
					P	Person					
(City)	(State) (Zip)	Table I - Nor	n-Derivativ	e Secur	rities Acqui	ired, Disposed of,	or Beneficial	ly Owned			
1.Title of Security (Instr. 3)	any	ion Date, if Transac Code /Day/Year) (Instr. 8	tionor Dispo (Instr. 3	(A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	11/22/2016	M(1)	4,628	A	\$ 63.35	22,022	D				
Common Stock	11/22/2016	S <u>(1)</u>	4,428		\$ 231.631 (2)	17,594	D				
Common Stock	11/22/2016	S <u>(1)</u>	200	D	\$ 232.055 (3)	17,394 <u>(4)</u>	D				

By 2456779

85,942

I

Ontario Inc. $\frac{(5)}{}$

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.

SEC 1474

(9-02)

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 63.35	11/22/2016		M <u>(1)</u>	4,628	<u>(6)</u>	02/21/2017	Common Stock	4,628

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Pearson Bryan A 7500 DALLAS PARKWAY, SUITE 700 PLANO, TX 75024

EVP & President, LoyaltyOne

Signatures

Cynthia L. Hageman, Attorney in Fact 11/23/2016

**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).
- (1) Cashless exercise of employee stock options due to expire on February 21, 2017, ten years after such options were granted.

Reporting Owners 2

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form 4

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$231.00 to \$231.99, inclusive. The reporting person undertakes to provide to Alliance Data Systems Corporation, any security holder of Alliance Data Systems Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) and (3) to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$232.04 to \$232.07, inclusive.
 - The total number of securities beneficially owned includes: (a) 519 unvested units from an award of 1,525 time-based restricted stock units granted 2/18/14; (b) 2,811 unvested units from an award of 8,267 performance-based restricted stock units granted 2/18/14; (c) 982
- (4) unvested units from an award of 1,465 time-based restricted stock units granted 2/17/15; (d) 3,929 unvested units from an award of 5,864 performance-based restricted stock units granted 2/17/15; (e) 1,830 unvested time-based restricted stock units granted 2/16/16; and (f) 7,323 unvested performance-based restricted stock units granted 2/16/16.
- (5) The shares are held by 2456779 Ontario Inc., an Ontario, Canada corporation, of which the reporting person is the sole shareholder.
- (6) This is an employee stock option grant that is fully vested.

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.