## ALLIANCE DATA SYSTEMS CORP

Form 5

February 12, 2003 SEC Form 5

FORM 5	UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
[] Check this box if no longer		W	Vashington, D	O.C. 20549					
subject to Section 16. Form 4 o Form 5 obligations may continue. See Instruction 1(b).		EMENT OF CHANGES IN BENEFICIAL OWNERSHIP					OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden		
[ ]Form 3 Holdings Reported [X]Form 4 Transactions Reported		o Section 16(a) of	Public U		onse 0.5				
1. Name and Address of Reporting Heffernan, Edward J.	2. Issuer Name and Ticker or Trading Symbol					6. Relationship of Reporting Person(s) to Issuer			
		Alliance Data Systems Corporation ADS					(Check all applicable)		
(Last) (First) 17655 Waterview Parkway	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year  December 31, 2002		Director				
(Street)  Dallas, TX 75252-012  (City) (State)			5. If Amendment, Date of Original (Month/Day/Year)		Officer/Other Description Executive Vice President, Chief Financial Officer  7. Individual or Joint/Group Filing (Check Applicable Line)  X Individual Filing Joint/Group Filing				
(,									
Table I - Non-Derivative Sec	urities Acquired,	Disposed of, or Bo	eneficially Ov	vned					
1. Title of Security (Instr. 3)  2. Transac (Month	/Day/Year)	Deemed 3. Transactic Code (Instr. 8)  Month/Day/Year)		Amount   Amount   A/D   Price		iscal	5. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common					38,00	00 (1)	D		
If the form is filed by more than instruction 4(b)(v).	one reporting pers		1	to the collection of info form are not required form displays a current number.	to			(over) SEC 2270 (7-02)	
Hef Form 5 (continued)	fernan, Edw	ard J Dece	mber 31,	2002					
Table II - Derivative Securi	• '	sposed of, or Bene , convertible secur	•	ed					

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1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code	of Derivative	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	Amount of Underlying Securities	of	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr.4)	10. Owner-ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (right to buy)	\$9.00					Varies (2)   05/25/2008	Common - 16,666		16,666	D	
Employee Stock Option (right to buy)	\$9.90					Varies (3)   05/06/2009	Common - 2,777		2,777	D	
Employee Stock Option (right to buy)	\$15.00					Varies (4)   08/31/2010	Common - 40,000		40,000	D	
Employee Stock Option (right to buy)	\$15.00					Varies (5)   10/08/2010	Common - 40,557		40,557	D	
Employee Stock Option (right to buy)	\$12.00					Varies (6)   06/08/2011	Common - 38,313		38,313	D	
Employee Stock Option (right to buy)	\$14.63					varies (7)   09/26/2012	Common - 70,000		70,000	D	

Explanation of Responses :

\*\* 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.

Potential persons who are to respond to the collection of information contained in this form are not

## By: Attorney-In-Fact for

\*\* Signature of Reporting Person

Date

**Power of Attorney** 

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required to respond unless the form displays a currently valid OMB number.