

ALLIANCE DATA SYSTEMS CORP
Form 8-K
November 05, 2007

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported):

November 5, 2007

ALLIANCE DATA SYSTEMS CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction

of incorporation)

001-15749
(Commission

File Number)

17655 WATERVIEW PARKWAY

DALLAS, TEXAS 75252

(Address and Zip Code of principal executive offices)

(972) 348-5100

(Registrant's telephone number, including area code)

NOT APPLICABLE

(Former name or former address, if changed since last report)

31-1429215
(IRS Employer

Identification No.)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 7.01 Regulation FD Disclosure.

Unless otherwise indicated or the context otherwise requires, references to Alliance Data, we, ours, us and the company refer to Alliance Data Systems Corporation and its consolidated subsidiaries prior to the consummation of the contemplated merger (the Merger) of Aladdin Merger Sub, Inc. (Merger Sub) with and into Alliance Data, pursuant to the Agreement and Plan of Merger (the Merger Agreement), dated as of May 17, 2007, among Alliance Data, Aladdin Holdco, Inc. and Merger Sub. Upon completion of the Merger, Alliance Data will continue as the surviving corporation and will become an affiliate of The Blackstone Group.

As provided in General Instruction B.2 of Form 8-K, the information contained in this Current Report on Form 8-K shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing. By furnishing this information, we make no admission as to the materiality of any information in this report that is required to be disclosed solely by reason of Regulation FD.

The Company hereby furnishes the information set forth in Exhibit 99.1, which is incorporated herein by reference, regarding its business that was prepared in connection with the financing activities related to the Merger.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits

EXHIBIT NUMBER	DESCRIPTION
99.1	Reconciliation of net income to Adjusted Operating EBITDA.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Alliance Data Systems Corporation

Date: November 5, 2007

By: /s/ Edward J. Heffernan
Edward J. Heffernan
Executive Vice President and

Chief Financial Officer

EXHIBIT INDEX

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