

ALLIANCE DATA SYSTEMS CORP

Form 4/A

April 11, 2002

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| <b>FORM 4</b><br><br>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).                                                                                                                                                                                                                                                                                                                                | <b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b><br><br>Washington, D.C. 20549<br><br><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b><br><br>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(f) of the Investment Company Act of 1940 |                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                             | OMB APPROVAL<br><br><hr/> OMB Number:<br>3235-0287<br>Expires: December 31, 2001<br>Estimated average burden<br>hours per response. . . .<br>0.5 |                                                       |
| 1. Name and Address of Reporting Person*<br><b>Finkelman, Daniel P.</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>17655 Waterview Parkway</b><br><br><div style="text-align: center;">(Street)</div> <b>Dallas, TX 75252-8012</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div> | 2. Issuer Name and Ticker or Trading Symbol<br><br><b>Alliance Data Systems Corporation ADS</b>                                                                                                                                                                                                                                                        | 4. Statement for (Month/Year)<br><br><b>June 2001</b>                                                                                           | 6. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer<br><input type="checkbox"/> Other<br>Officer/Other Description<br><br>7. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Individual Filing<br><input type="checkbox"/> Joint/Group Filing |                                                                             |                                                                                                                                                  |                                                       |
| <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                             |                                                                                                                                                  |                                                       |
| 1. Title of Security (Instr. 3)                                                                                                                                                                                                                                                                                                                                                                                                                                             | 2. Transaction Date (Month/Day/Year)                                                                                                                                                                                                                                                                                                                   | 3. Transaction Code and Voluntary Code (Instr. 8)<br><br><div style="border: 1px solid black; padding: 2px; text-align: center;">Code   V</div> | 4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)<br><br><div style="display: flex; justify-content: space-between;"> <span>Amount</span> <span> </span> <span>A/D</span> </div> <div style="border: 1px solid black; padding: 2px; text-align: center;">  Price</div>                                                                                                                                                                    | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)                                                                                          | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 06/08/2001                                                                                                                                                                                                                                                                                                                                             | P<br><br>  &nbsp;sp                                                                                                                             | 2,500   A  <br>\$12.00                                                                                                                                                                                                                                                                                                                                                                                                                                     | 2,500                                                                       | D                                                                                                                                                |                                                       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                             |                                                                                                                                                  |                                                       |

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**Form 4 (continued)**

| <b>Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br/>(e.g., puts, calls, warrants, options, convertible securities)</b> |                                                                              |                                                             |                                                                             |                                                                                                                         |                                                                              |                                                                              |                                                       |                                                                                                      |                                                                                                         |                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|------------------------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                                                                                     | 2. Con-<br>version or<br>Exercise<br>Price of<br>Deri-<br>vative<br>Security | 3. Transac-<br>tion<br>Date<br><br>(Month/<br>Day/<br>Year) | 4. Transac-<br>tion<br>Code<br>and<br>Voluntary<br>(V)<br>Code<br>(Instr.8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A)<br>or<br>Disposed<br>(D) Of<br><br>(Instr. 3,4<br>and 5) | 6. Date<br>Exercisable(DE) and<br>Expiration<br>Date(ED)<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and<br>4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr.5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>at End of<br>Month<br>(Instr.4) | 10. Owner-<br>ship<br>Form of<br>Deriv-<br>ative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr.4) |
| <b>Employee<br/>Stock<br/>Option<br/>(right to<br/>buy)</b>                                                                                             | <b>\$12.00</b>                                                               |                                                             |                                                                             |                                                                                                                         | <b>Varies (1)<br/>06/08/2011</b>                                             | <b>Common -<br/>42,000</b>                                                   |                                                       | <b>42,000 (2)</b>                                                                                    | <b>D</b>                                                                                                |                                                                   |
|                                                                                                                                                         |                                                                              |                                                             |                                                                             |                                                                                                                         |                                                                              |                                                                              |                                                       |                                                                                                      |                                                                                                         |                                                                   |

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).      \*\* Signature of Reporting Person  
Date

Note: File three copies of this Form, one of  
which must be manually signed. If space is  
insufficient,

**Attorney-in-fact for  
Daniel P. Finkelman**

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.

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**Form 4 (continued)**

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| <p><b>FOOTNOTE Descriptions for Alliance Data Systems Corporation ADS</b></p> <p>Form 4 - June 2001</p> <p><b>Daniel P. Finkelman</b><br/> <b>17655 Waterview Parkway</b><br/> <b>Dallas, TX 75252-8012</b></p> <hr/> <p><b>Explanation of responses:</b></p> <p>(1) The option is exercisable for 33% of the underlying shares on each of 6/7/02 and 6/7/03, and for 34% on 6/7/04.</p> <p>(2) Mr. Finkelman disclaims all beneficial ownership of these options.</p> |
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