

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

ALLIANCE DATA SYSTEMS CORP  
Form SC 13D/A  
December 14, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

ALLIANCE DATA SYSTEMS CORPORATION

-----  
(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share

-----  
(Title of Class of Securities)

018581108

-----  
(CUSIP Number)

Peter A. Nussbaum, Esq.  
CR Intrinsic Investors, LLC  
72 Cummings Point Road  
Stamford, CT 06902  
(203) 890-2000

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

December 12, 2007

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box: [ ]

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

SCHEDULE 13D

-----  
 CUSIP No. 018581108  
 -----

-----  
 Page 2 of 9 Pages  
 -----

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	CR Intrinsic Investors, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [ ] (b) [X]
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	AF	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	[ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7	SOLE VOTING POWER
		0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER
		6,335,948*
	9	SOLE DISPOSITIVE POWER
		0
	10	SHARED DISPOSITIVE POWER
		6,335,948*
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	6,335,948*	
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	8.0%*	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

00

SCHEDULE 13D

CUSIP No. 018581108

Page 3 of 9 Pages

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	CR Intrinsic Investments, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [ ] (b) [X]
3	SEC USE ONLY	
4	SOURCE OF FUNDS  AF	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	[ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Anguilla, British West Indies	
	7	SOLE VOTING POWER  0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER  6,335,948*
	9	SOLE DISPOSITIVE POWER  0
	10	SHARED DISPOSITIVE POWER  6,335,948*
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  6,335,948*	
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

8.0%\*

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
00

SCHEDULE 13D

CUSIP No. 018581108

Page 4 of 9 Pages

1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Sigma Capital Management, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [X]

3 SEC USE ONLY

4 SOURCE OF FUNDS  
  
AF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Delaware

7 SOLE VOTING POWER  
  
0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY

8 SHARED VOTING POWER  
  
55,000

EACH  
REPORTING  
PERSON WITH

9 SOLE DISPOSITIVE POWER  
  
0

10 SHARED DISPOSITIVE POWER  
  
55,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
55,000

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

-----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 0.1%\*  
 -----  
 14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
 00  
 -----

SCHEDULE 13D

-----  
 CUSIP No. 018581108  
 -----

-----  
 Page 5 of 9 Pages  
 -----

-----  
 1 NAME OF REPORTING PERSON  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
 Steven A. Cohen  
 -----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
 (b) [X]

-----  
 3 SEC USE ONLY  
 -----

-----  
 4 SOURCE OF FUNDS  
  
 AF  
 -----

-----  
 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
 ITEMS 2(d) or 2(e) [ ]  
 -----

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
 United States  
 -----

-----  
 7 SOLE VOTING POWER  
  
 0  
 -----

-----  
 8 SHARED VOTING POWER  
  
 6,390,948\*  
 -----

-----  
 9 SOLE DISPOSITIVE POWER  
  
 0  
 -----

-----  
 10 SHARED DISPOSITIVE POWER  
  
 6,390,948\*  
 -----

-----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 -----

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

6,390,948\*

12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  8.1%*
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  IN

Pursuant to Rule 13d-2 promulgated under the Act, this Schedule 13D/A (this "Amendment No. 1") amends the Schedule 13D filed with the Securities and Exchange Commission on December 10, 2007 (the "Original Schedule 13D" and, together with this Amendment No. 1, are collectively referred to herein as the "Schedule 13D"). This Amendment No. 1 relates to the shares of common stock, par value \$0.01 per share, of Alliance Data Systems Corporation, a Delaware corporation (the "Issuer"). Unless the context otherwise requires, references herein to the "Common Stock" are to such common stock of the Issuer. Capitalized terms used but not defined herein shall have the meanings given them in the Original Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of Schedule 13D is hereby amended and restated in its entirety as follows:

The Reporting Persons expended an aggregate of approximately \$445,517,183.28 of its investment capital to purchase the 5,783,348 shares of Common Stock. Such transactions were effected in open market purchases and acquired in the ordinary course of business and are held by CR Intrinsic Investments and Sigma Capital Associates in commingled margin accounts, maintained at Goldman Sachs & Co., which may extend margin credit to the Reporting Persons as and when required to open or carry positions in the margin accounts, subject to applicable federal margin regulations, stock exchange rules and credit policies. In such instances, the positions held in the margin accounts are pledged as collateral security for the repayment of debit balances in the account. The margin accounts may from time to time have debit balances. Since other securities are held in the margin accounts, it is not possible to determine the amounts, if any, of margin used to purchase the shares of Common Stock reported herein.

Item 5. Interest in Securities of the Issuer.

Item 5 of Schedule 13D is hereby amended and restated in its entirety as follows:

(a) As of the close of business on December 13, 2007, the Reporting Persons beneficially own an aggregate of 6,390,948\* shares of Common Stock, representing approximately 8.1%\* of the shares of Common Stock outstanding. The percentages used herein are based upon the 78,740,781 shares of Common Stock reported to be outstanding as of November 2, 2007 by the Issuer in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 6, 2007.

## Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

CR Intrinsic Investors, Sigma Capital Management and Mr. Cohen own directly no shares of Common Stock. Pursuant to an investment management agreement, CR Intrinsic Investors holds all investment and voting power with respect to securities held by CR Intrinsic Investments. Pursuant to an investment management agreement, Sigma Capital Management holds all investment and voting power with respect to securities held by Sigma Capital Associates. Mr. Cohen, through one or more intermediary holding companies, controls CR Intrinsic Investments and Sigma Capital Associates. By reason of the provisions of Rule 13d-3 of the Act, as amended, each of CR Intrinsic Investors

and Mr. Cohen may be deemed to own beneficially 6,335,948\* shares of Common Stock (constituting approximately 8.0%\* of the shares of Common Stock outstanding). Each of Sigma Capital Management and Mr. Cohen may be deemed to own beneficially 55,000 shares of Common Stock (constituting approximately 0.1% of the shares of Common Stock outstanding).

\* Includes 607,600 shares of Common Stock subject to call options held by CR Intrinsic Investments.

(b) None of the Reporting Persons has sole power to vote or direct the vote or sole power to dispose or direct the disposition of shares of Common Stock.

(i) CR Intrinsic Investors has shared power to vote or direct the vote and shared power to dispose or direct the disposition of 6,335,948\* shares of Common Stock, constituting approximately 8.0%\* of such class of securities;

(ii) CR Intrinsic Investments has shared power to vote or direct the vote and shared power to dispose or direct the disposition of 6,335,948\* shares of Common Stock, constituting approximately 8.0%\* of such class of securities;

(iii) Sigma Capital Management has shared power to vote or direct the vote and shared power to dispose or direct the disposition of 55,000 shares of Common Stock, constituting approximately 0.1% of such class of securities; and

(iv) Steven A. Cohen has shared power to vote or direct the vote and shared power to dispose or direct the disposition of 6,390,948\* shares of Common Stock, constituting approximately 8.1%\* of such class of securities.

(c) Information concerning transactions in the shares of Common Stock effected by the Reporting Persons since the filing of the Original Schedule 13D is set forth in Schedule A hereto and is incorporated herein by reference. All of such transactions were effected in open market purchases through various brokerage entities on the New York Stock Exchange.

(d) No person other than CR Intrinsic Investors, CR Intrinsic Investments, Sigma Capital Management and Steven A. Cohen is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Common Stock directly beneficially owned by CR Intrinsic Investments and Sigma Capital Associates.

(e) Not applicable.

## Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 of Schedule 13D is hereby amended and restated in its entirety as follows:

Other than as described herein, there are no contracts, arrangements, understandings or relationships (legal or otherwise) between the Reporting Persons and any other person with respect to the securities of the Issuer.

As noted in Item 5 above, CR Intrinsic Investments holds call options to acquire an aggregate of 607,600 shares of Common Stock. Such options are included in the beneficial ownership amounts reported on this Schedule 13D.

The Reporting Persons may, from time to time, enter into and dispose of cash-settled equity swaps or other similar derivative transactions with one or more counterparties that are based upon the value of shares of Common Stock, which transactions may be significant in amount. The profit, loss and/or return on such contracts may be wholly or partially dependent on the market value of the shares of Common Stock, the relative value of shares of Common Stock in comparison to one or more other financial instruments, indexes or securities, a basket or group of securities in which shares of Common Stock may be included, or a combination of any of the foregoing. In addition to the shares of Common Stock reported herein by the Reporting Persons, S.A.C. MultiQuant Fund, LLC, an affiliate of the Reporting Persons, currently has long economic exposure to 1,800 shares of Common Stock through such contracts and another affiliate of the Reporting Persons, S.A.C. Capital Associates, LLC, currently has long economic exposure to an additional 21,600 shares of Common Stock through such contracts. These contracts do not give the Reporting Persons direct or indirect voting, investment or dispositive control over any securities of the Issuer and do not require the counterparties thereto to acquire, hold, vote or dispose of any securities of the Issuer. Accordingly, the Reporting Persons disclaim any beneficial ownership in any securities that may be referenced in such contracts or that may be held from time to time by any counterparties to such contracts.

Item 7. Material to be filed as Exhibits.

1. Schedule A - Trading History

### SIGNATURES

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned, severally and not jointly, certifies that the information set forth in this statement is true, complete and correct.

Dated: December 14, 2007

CR INTRINSIC INVESTORS, LLC

By: /s/ Peter Nussbaum

-----  
Name: Peter Nussbaum  
Title: Authorized Person

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

CR INTRINSIC INVESTMENTS, LLC

By: /s/ Peter Nussbaum

-----  
 Name: Peter Nussbaum  
 Title: Authorized Person

SIGMA CAPITAL MANAGEMENT, LLC

By: /s/ Peter Nussbaum

-----  
 Name: Peter Nussbaum  
 Title: Authorized Person

STEVEN A. COHEN

By: /s/ Peter Nussbaum

-----  
 Name: Peter Nussbaum  
 Title: Authorized Person

Schedule A

TRADING HISTORY, ALLIANCE DATA SYSTEMS CORPORATION

Date	Company Name	Type	Amount
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3900
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1500
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	30500
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	8669
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	5400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2313
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1100
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	9787
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2300
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1700
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	4600
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3731
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	4300
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	5700
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	9800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	6100
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	55200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2100
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	4000
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3100
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	5428
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	26301
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3200
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	6041
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	14707
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1226
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3118
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	7949
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3300
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	500

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1500
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	3600
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	700
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	8300
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	2000
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1400
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	1300
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	10000
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/10/2007	CR Intrinsic Investments, LLC	Common Stock	430
12/10/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	200
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	1200
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	2300
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	5400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	6800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	7800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	9900
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	24000
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	8300

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/11/2007	CR Intrinsic Investments, LLC	Common Stock	8900
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	5400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	1700
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	7300
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	5500
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	3600
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	40600
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	245
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	25000
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	1500
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	1055
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	4100
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	2700
12/11/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	1500

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/11/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/11/2007	CR Intrinsic Investments, LLC	Common Stock	15800
12/12/2007	CR Intrinsic Investments, LLC	Call Option	400,000
12/12/2007	Sigma Capital Associates, LLC	Put Option	200,000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	700
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	102
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1212
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	700
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1688
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	7700
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	498
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	700
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	700
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	20890
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1900
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2600
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	9300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	11610
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	37000
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	3900
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	5800
12/12/2007	Sigma Capital Associates, LLC	Common Stock	900

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/12/2007	Sigma Capital Associates, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1100
12/12/2007	Sigma Capital Associates, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	Sigma Capital Associates, LLC	Common Stock	1644
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	Sigma Capital Associates, LLC	Common Stock	156
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	Sigma Capital Associates, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/12/2007	Sigma Capital Associates, LLC	Common Stock	734
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/12/2007	Sigma Capital Associates, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	2050
12/12/2007	Sigma Capital Associates, LLC	Common Stock	800
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	4700
12/12/2007	Sigma Capital Associates, LLC	Common Stock	17966
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/12/2007	CR Intrinsic Investments, LLC	Common Stock	95150
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	200
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	1000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	50000
12/12/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	2300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	7500
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1400
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/13/2007	CR Intrinsic Investments, LLC	Common Stock	194
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	200
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	7706
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	200
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	900
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	400
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1000
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1800
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	800
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	2993
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1507
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	2060

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/13/2007	CR Intrinsic Investments, LLC	Common Stock	600
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	500
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	4640
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1600
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	100
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	5800
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	1300
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	5400
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	14000
12/13/2007	CR Intrinsic Investments, LLC	Common Stock	25000
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	300
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	200
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	100
12/13/2007	Sigma Capital Associates, LLC	Common Stock	300
12/13/2007	Sigma Capital Associates, LLC	Common Stock	1300
12/13/2007	Sigma Capital Associates, LLC	Common Stock	6700
12/13/2007	Sigma Capital Associates, LLC	Common Stock	900
12/13/2007	Sigma Capital Associates, LLC	Common Stock	1000
12/13/2007	Sigma Capital Associates, LLC	Common Stock	700
12/13/2007	Sigma Capital Associates, LLC	Common Stock	100
12/13/2007	Sigma Capital Associates, LLC	Common Stock	600
12/13/2007	Sigma Capital Associates, LLC	Common Stock	100
12/13/2007	Sigma Capital Associates, LLC	Common Stock	500
12/13/2007	Sigma Capital Associates, LLC	Common Stock	200
12/13/2007	Sigma Capital Associates, LLC	Common Stock	100

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/13/2007	Sigma Capital Associates, LLC	Common Stock	2500
12/10/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/11/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/12/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-8400
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-300
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-400
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-1800
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-1700
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-141
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-21600
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-900
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-1100

Edgar Filing: ALLIANCE DATA SYSTEMS CORP - Form SC 13D/A

12/13/2007	Sigma Capital Associates, LLC	Common Stock	-800
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-100
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-300
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-200
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-1400
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-4659
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-300
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-7700
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-5500
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-600
12/13/2007	Sigma Capital Associates, LLC	Common Stock	-800
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-200
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-100
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-400
12/13/2007	S.A.C. MultiQuant Fund, LLC	Common Stock	-300