ALLIANCE DATA SYSTEMS CORP

Form 5

February 11, 2003 SEC Form 5

FORM 5	UNI		SECURI COMMI	TIES AND EXC SSION	CHANGE	OMB	OMB APPROVAL		
[] Check this box if no long subject to Section 16. Form Form 5 obligations may continue See Instruction 1(b).	14 or	W FEMENT OF CH	Vashington, I	VNERSHIP	OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden				
[]Form 3 Holdings Report [X]Form 4 Transactions Reported	t to Section 16(a) of mpany Act of 1935 o	Public U		or the	ponse 0.5				
1. Name and Address of Rep Fucker, Dwayne H.		2. Issuer Name and Ticker or Trading Symbol Alliance Data Systems Corporation ADS				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) 17655 Waterview Parkway	Number of Rep Person, if an en	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			Director 10% Owner X Officer				
Oallas, TX 75252-012 (City) (State	- (volume)		December 31, 2002 5. If Amendment, Date of Original (Month/Day/Year)		Other Officer/Other Description Executive Vice President, Chief Administrative Office 7. Individual or Joint/Group Filing (Check Applicable Line)				
Table I. Non Desiration	C	d Discount of supp				X Individual Filing Joint/Group Filing			
		d, Disposed of, or Bo A. Deemed Execution Date, if any (Month/Day/Year)		Amount Amount A/D	5. Amount of Securities Beneficiall Owned at End of Issuer's Fis Year (Instr. 3 an	ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Price	3655	3 (1) D			
f the form is filed by more t nstruction 4(b)(v).	han one reporting pe		_	to the collection of inf form are not required e form displays a curren number.	d to		(ov SEC 2270 (7-0		

(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	Exercise	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	Transaction	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	Amount of Underlying Securities	of	Beneficially Owned at End of Year (Instr.4)	Owner- ship	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (right to buy)	\$9.90					Varies (2) 05/31/2009	Common - 27777		27777	D	
Employee Stock Option (right to buy)	\$15.00					Varies (3) 08/31/2010	Common - 115000		115000	D	
Employee Stock Option (right to buy)	\$12.00						Common - 81917		81917	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

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

By: Attorney-in-Fact for

** Signature of Reporting Person
Date

Power of Attorney

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