

ALLIANCE DATA SYSTEMS CORP  
Form 8-K  
June 11, 2012

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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):  
June 7, 2012

ALLIANCE DATA SYSTEMS CORPORATION  
(Exact Name of Registrant as Specified in Charter)

DELAWARE  
(State or Other Jurisdiction  
of Incorporation)

001-15749  
(Commission  
File Number)

31-1429215  
(IRS Employer  
Identification No.)

7500 DALLAS PARKWAY, SUITE 700  
PLANO, TEXAS 75024  
(Address and Zip Code of Principal Executive Offices)

(214) 494-3000  
(Registrant's Telephone Number, including Area Code)

NOT APPLICABLE  
(Former name or former address, if changed since last report)

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:

- Written communications pursuant to Rule 425 under the Securities Act
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act

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- [ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - [ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 5.07 Submission of Matters to a Vote of Security Holders.

On June 7, 2012, Alliance Data Systems Corporation's annual meeting of stockholders was held at the Hilton Easton at 3900 Chagrin Drive, Columbus, Ohio 43219. A total of 47,889,931 shares of the Company's common stock were present or represented by proxy at the annual meeting, representing approximately 91.78% of the Company's shares outstanding as of April 9, 2012, the record date set for the annual meeting. The matters voted on at the annual meeting and the results for each matter were as follows:

(a) Each of Edward J. Heffernan and Robert A. Minicucci was re-elected as a Class III director of the Company to serve until the 2015 annual meeting of stockholders and until his successor is duly elected and qualified.

Edward J. Heffernan  
44,002,889 For  
464,847 Against  
14,321 Abstain  
3,407,874 Broker Non-Votes

Robert A. Minicucci  
43,901,470 For  
565,990 Against  
14,597 Abstain  
3,407,874 Broker Non-Votes

(b) Executive compensation was approved, on an advisory basis, by the Company's stockholders.

43,643,207 For  
798,180 Against  
40,670 Abstain  
3,407,874 Broker Non-Votes

(c) The selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2012 was ratified by the Company's stockholders.

47,125,134 For  
694,372 Against  
70,425 Abstain

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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: June 11, 2012

By:

/s/ Charles L. Horn  
Charles L. Horn  
Executive Vice President and  
Chief Financial Officer

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