

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

if a Member of a Group (b) []

3) SEC Use Only

4) Citizenship or Place of Organization Delaware

Number of Shares Beneficially Owned by Each Reporting Person With:

5) Sole Voting Power -0-

6) Shared Voting Power -0-

7) Sole Dispositive Power -0-

8) Shared Dispositive Power -0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person -0-

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11) Percent of Class Represented by Amount in Row (9) -0-

12) Type of Reporting Person PN

-2-

CUSIP No. 018581 10 8

Page 3 of 4 Pages

Amendment No. 4 to Schedule 13G (Final Amendment)

Reference is hereby made to the statement on Schedule 13G filed with the Securities and Exchange Commission on January 22, 2003, Amendment No. 1 thereto filed on January 21, 2004, Amendment No. 2 thereto filed on January 13, 2005 and Amendment No. 3 thereto filed on January 24, 2006 (as so amended, the "Schedule 13G"). Terms defined in the Schedule 13G are used herein as so defined.

The following Items of the Schedule 13G are hereby amended and restated to read in their entirety as follows:

Item 4 - Ownership.

(a) Amount Beneficially Owned:

WCAS VIII: no shares of Common Stock

(b) Percent of Class:

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

WCAS VIII: -0-

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: -0-

(ii) shared power to vote or to direct the vote: -0-

(iii) sole power to dispose or to direct the disposition of: -0-

(iv) shared power to dispose or to direct the disposition of: -0-

Item 5 - Ownership Of Five Percent Or Less Of A Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than five percent of the Common Stock, check the following: [X]

-3-

CUSIP No. 018581 10 8

Page 4 of 4 Pages

Signature:

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

WELSH, CARSON, ANDERSON & STOWE VIII, L.P.

By: WCAS VIII Associates, L.L.C., General Partner

By /s/ Jonathan M. Rather

Managing Member

Date: February 7, 2007

-4-