SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

WILSON THOMAS J

(Last)	(First)	(Middle)

C/O THE ALLSTATE CORPORATION

2775 SANDERS ROAD

(Street)

NORTHBROOK IL 60062-6127

(City)	(State)	(Zip)

ALLSTATE CORP [ALL]

3. Date of Earliest Transaction (Month/Day/Year)
12/02/2015

4. If Amendment, Date of Original Filed (Month/Day/Year)

X Director 10% Owner
X Officer (give title below) Other (specify below)

Chairman and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/01/2015		G	V	62,850	D	$0	273,502.623[1][2]	D	
Common Stock	12/02/2015		M		190,000	A	$53.84	463,502.623	D	
Common Stock	12/02/2015		F[3]		175,152	D	$62.89	288,350.623	D	
Common Stock								118,900	I	By 2014 GRAT
Common Stock								5,608[4]	I	By 401(k) Plan
Common Stock								109,905	I	Remainder GRAT

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	$53.84	12/02/2015		M			190,000	02/21/2010	02/21/2016	Common Stock	190,000	$0	0	D	

Explanation of Responses:

1. Gift of shares to charitable family foundation.

2. Form also reflects 26.526 shares acquired during period of April 8, 2015 through October 6, 2015 through the Shareowner Service Plus Plan, which reinvests dividends paid on The Allstate Corporation common shares.

3. Delivery of shares to issuer to pay the exercise price and minimum tax withholding liability incurred in connection with the exercise.

4. Reflects acquisition of 76 shares of The Allstate Corporation common stock since March 3, 2015, under the Allstate 401(k) Savings Plan, pursuant to the most recent plan statement, dated December 1, 2015.

/s/ Thomas J. Wilson 12/04/2015

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.