

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2012

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 1-11840

THE ALLSTATE CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

36-3871531

(I.R.S. Employer Identification No.)

2775 Sanders Road, Northbrook, Illinois 60062

(Address of principal executive offices) (Zip Code)

(847) 402-5000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

As of October 17, 2012, the registrant had 481,777,772 common shares, \$.01 par value, outstanding.

EXPLANATORY NOTE

This Quarterly Report on Form 10-Q/A (the "Amendment") solely modifies the cover page of our Form 10-Q for the quarterly period ended September 30, 2012, originally filed with the U.S. Securities and Exchange Commission on October 31, 2012 (the "Original Form 10-Q"), to correct an error reflected in the number of common shares outstanding. Specifically, the inadvertent error reports, "As of October 17, 2012, the registrant had 418,222,228 common shares, \$.01 par value, outstanding." The number of common shares outstanding as of October 17, 2012 is 481,777,772. All other items of the Original Form 10-Q are unaffected by this Amendment and such items have not been included in this Amendment. Information included in this Amendment does not reflect any subsequent event occurring after the filing of the Original Form 10-Q.

PART II. OTHER INFORMATION

Item 6. Exhibits

Exhibit No.

Description

31 (i) Rule 13a-14(a) Certification of Principal Executive Officer

31 (i) Rule 13a-14(a) Certification of Principal Financial Officer

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

The Allstate Corporation
(Registrant)

Date: November 1, 2012

By /s/ Samuel H. Pilch
Samuel H. Pilch
(chief accounting officer and duly
authorized officer of Registrant)

CERTIFICATIONS

EXHIBIT 31 (i)

I, Thomas J. Wilson, certify that:

1. I have reviewed this Amendment No. 1 to the quarterly report on Form 10-Q/A of The Allstate Corporation; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: November 1, 2012

/s/ Thomas J. Wilson
Thomas J. Wilson
Chairman of the Board,
President and Chief Executive Officer

CERTIFICATIONS

EXHIBIT 31 (i)

I, Steven E. Shebik, certify that:

1. I have reviewed this Amendment No. 1 to the quarterly report on Form 10-Q/A of The Allstate Corporation; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: November 1, 2012

/s/ Steven E. Shebik
Steven E. Shebik
Executive Vice President and Chief Financial
Officer
