
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 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) **May 17, 2005**

The Allstate Corporation

(Exact name of registrant as specified in charter)

Delaware
(State or other
jurisdiction of
incorporation)

1-11840
(Commission
file number)

36-3871531
(IRS employer
identification
number)

2775 Sanders Road, Northbrook, Illinois
(Address of principal executive offices)

60062
(Zip code)

Registrant's telephone number, including area code **(847) 402-5000**

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 1 – Registrant's Business and Operations

Item 1.01. Entry into a Material Definitive Agreement.

- (a) On May 17, 2005, Thomas J. Wilson was elected President and Chief Operating Officer of the registrant, effective as of June 1, 2005. A copy of the press release announcing the election is furnished as Exhibit 99 to this report.

In connection with his election as President and Chief Operating Officer, as of June 1, 2005, Mr. Wilson's annual base salary will be increased to \$800,000. Mr. Wilson will continue to participate in the registrant's employee equity incentive plan and annual and long-term cash incentive plans as described in the exhibits to the registrant's annual report on Form 10-K for 2004. The terms of his change of control agreement have not changed.

Section 5 – Corporate Governance and Management

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

- (c) On May 17, 2005, Mr. Wilson was elected President and Chief Operating Officer of the registrant, effective as of June 1, 2005.

Mr. Wilson has served the registrant and its subsidiaries in a variety of executive capacities since 1995. He is currently and will remain President of Allstate Protection. He was Chairman and President of Allstate Financial from 1999 to 2002.

With or without cause, he may be removed as President and Chief Operating Officer at any time by the registrant's Board of Directors. There are no arrangements or understandings between him and any other person pursuant to which he was selected as an officer of the registrant. He is not related to any other director or executive officer of the registrant and has no relationships or transactions with the registrant outside the context of his employment.

The material changes to Mr. Wilson's compensation in connection with his election as President and Chief Operating Officer are incorporated in this Item 5.02 by reference to Item 1.01 of this report.

Section 9 – Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

99 Registrant's press release dated May 19, 2005

SIGNATURES

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)

By /s/ Mary J. McGinn
Name: Mary J. McGinn
Title: Assistant Secretary

Dated: May 20, 2005



NEWS

FOR IMMEDIATE RELEASE

Contact: Michael Trevino
847-402-5600

Allstate Names Wilson President and COO

NORTHBROOK, Ill., May 19, 2005 – The Allstate Corporation today announced that Thomas J. Wilson has been elected president and chief operating officer, effective June 1, 2005. In this newly created position, Mr. Wilson will be responsible for all of Allstate’s insurance operations, including those of Allstate Protection and Allstate Financial. Mr. Wilson will continue to report to Edward M. Liddy, chairman and CEO of The Allstate Corporation.

“This move will enable us to continue the momentum that has been demonstrated over the last several years with the implementation of our better, bigger and broader strategy,” Ed Liddy said in commenting on the announcement. “We have been successful at driving profitable growth at both Allstate Protection and Allstate Financial. Bringing the two organizations closer will help us focus on accelerating that progress, and give us greater opportunity to leverage the Allstate suite of insurance and financial products on behalf of Allstate’s customers. This approach further refines our delivery of an enhanced level of service to all our customers.”

Mr. Wilson is currently and will remain president of Allstate Protection, which combines the Allstate and Encompass property and casualty offerings through Allstate and Independent Agencies, respectively. Since he assumed this position in October 2002, Allstate Protection has significantly increased its profitability and has begun to grow market share.

He was chairman and president of Allstate Financial from 1999 to 2002, where he spearheaded that business unit’s drive into the design and distribution of an expanded range of financial products aimed at meeting the retirement needs of Allstate customers. Prior to his role at Allstate Financial, Mr. Wilson served as Allstate’s chief financial officer. Mr. Wilson joined Allstate in 1995 from Sears, Roebuck and Co., where he had been vice president of strategy and analysis, responsible for strategic planning, financial planning and analysis, and special projects for the corporation.

Prior to Sears, he was managing director of mergers and acquisitions at Dean Witter Reynolds, and also held various financial positions at Amoco Corporation.

Mr. Wilson, who is 47, is a board member of Rush Presbyterian-St. Luke’s Medical Center and Francis W. Parker School. He holds a master of management degree from Northwestern University’s J.L. Kellogg Graduate School of Management and a bachelor of science degree in business administration from the University of Michigan.

The Allstate Corporation (NYSE: ALL) is the nation’s largest publicly held personal lines insurer. Widely known through the “You’re In Good Hands With Allstate®” slogan, Allstate helps individuals in approximately 17 million households protect what they have today and better prepare for tomorrow through approximately 13,600 exclusive agencies and financial professionals in the U.S. and Canada. Customers can access Allstate products and services such as auto insurance and homeowners insurance through Allstate agencies, or in select states at allstate.com and 1-800 Allstate®. EncompassSM and Deerbrook[®] Insurance brand property and casualty products are sold exclusively through independent agents. Allstate Financial Group provides life and supplemental accident and health insurance, annuity, banking and retirement products designed for individual, institutional and worksite customers that are distributed through Allstate agencies, independent agencies, financial institutions and broker-dealers.

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