

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: DECEMBER 31, 2003

Check here if Amendment ; Amendment Number:

This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: ALLSTATE LIFE INSURANCE COMPANY  
Address: 3075 SANDERS ROAD, SUITE G4A  
NORTHBROOK, IL. 60062-7127

13F File Number: 28-01037

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this submission.

Person Signing this Report on Behalf of Reporting Manager:

Name: DOUG WELCH  
Title: ASSISTANT VICE PRESIDENT INVESTMENT OPERATIONS  
Phone: 847-402-2170

Signature, Place, and Date of Signing:

/s/ Doug Welch NORTHBROOK, IL. 2/10/2004  
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Report Type (Check only one.):

13F HOLDINGS REPORT.  
 13F NOTICE.  
 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: ONE

Form 13F Information Table Entry Total: 72

Form 13F Information Table Value Total: 269,453 (THOUSAND)

List of Other Included Managers:

No.	Form 13F File Number	Name
1	028-10298	ALLSTATE INVESTMENTS LLC

## FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
COBANK,ACB SER A CUMULATIVE PREF STK	REDEEM P/S	19075Q201	19,320	350,000	SH		DEFINED	1	X		
COUNTRYWIDE FINANCIAL GROUP	COMMON STOCK	222372104	2,023	26,667	SH		DEFINED	1	X		
ELECTRONIC DATA SYSTEMS CORP.	COMMON STOCK	285661104	1,288	52,500	SH		DEFINED	1	X		
JOHNSON & JOHNSON	COMMON STOCK	478160104	2,221	43,000	SH		DEFINED	1	X		
NEW VALLEY CORP. WARRANTS	WARRANTS	649080116	1	16,800	SH		DEFINED	1	X		
AFFILIATED COMPUTER SVCS INC	DEBT	008190AF7	3,163	2,500,000	PRN		DEFINED	1	X		
AFFILIATED MANAGERS	DEBT	008252AC2	975	1,000,000	PRN		DEFINED	1	X		
ALZA CORP.	DEBT	02261WAB5	2,967	4,100,000	PRN		DEFINED	1	X		
AMERICA ONLINE	DEBT	02364JAC8	5,887	9,400,000	PRN		DEFINED	1	X		
AMERICAN INTERNATIONAL GROUP	DEBT	026874AN7	3,290	3,500,000	PRN		DEFINED	1	X		
AMERICAN INTL GROUP	DEBT	026874AP2	4,877	7,375,000	PRN		DEFINED	1	X		
AMGEN INC	DEBT	031162AE0	1,997	2,650,000	PRN		DEFINED	1	X		
AON CORP	DEBT	037389AT0	371	300,000	PRN		DEFINED	1	X		
APOGENT TECHNOLOGIES INC	DEBT	03760AAE1	2,362	2,350,000	PRN		DEFINED	1	X		
ARROW ELECTRONIC	DEBT	042735AY6	3,640	7,000,000	PRN		DEFINED	1	X		
BEST BUY	DEBT	086516AD3	4,395	5,850,000	PRN		DEFINED	1	X		
BJ SERVICES CO	DEBT	055482AF0	3,684	4,500,000	PRN		DEFINED	1	X		
BRINKER INTERNATIONAL	DEBT	109641AC4	1,348	2,000,000	PRN		DEFINED	1	X		
CARNIVAL CORP	DEBT	143658AN2	2,705	2,300,000	PRN		DEFINED	1	X		
CARNIVAL CORP	DEBT	143658AS1	3,184	4,500,000	PRN		DEFINED	1	X		
CENDANT CORP	DEBT	151313AN3	9,828	9,100,000	PRN		DEFINED	1	X		
CENDANT CORP	DEBT	151313AF0	1,875	2,500,000	PRN		DEFINED	1	X		
CENTURYTEL INC	DEBT	156700AH9	1,138	1,000,000	PRN		DEFINED	1	X		
CHIRON CORP	DEBT	170040AE9	2,032	3,400,000	PRN		DEFINED	1	X		
COMPUTER ASSOCIATES INC	DEBT	204912AQ2	2,678	1,750,000	PRN		DEFINED	1	X		
COMPUTER ASSOCIATES INC	DEBT	204912AR0	8,966	6,950,000	PRN		DEFINED	1	X		
COSTCO	DEBT	221600QAC6	4,231	5,000,000	PRN		DEFINED	1	X		
DEVON ENERGY CORP	DEBT	25179MAA1	6,638	6,500,000	PRN		DEFINED	1	X		
DEVON ENERGY CORP.	DEBT	25179MAB9	2,043	2,000,000	PRN		DEFINED	1	X		
DIAMOND OFFSHORE DRILL	DEBT	25271CAE2	3,431	3,750,000	PRN		DEFINED	1	X		
DOMINION RESOURCES INC	DEBT	25746UAP4	1,513	1,500,000	PRN		DEFINED	1	X		
DUKE ENERGY CORP	DEBT	264399EJ1	8,208	7,950,000	PRN		DEFINED	1	X		
FIRST DATA	DEBT	319963AD6	4,168	3,850,000	PRN		DEFINED	1	X		
GATX CORP	DEBT	361448AC7	583	500,000	PRN		DEFINED	1	X		
GENERAL MILLS INC	DEBT	370334AU8	1,050	1,500,000	PRN		DEFINED	1	X		
HARRIS CORP	DEBT	413875AH8	445	400,000	PRN		DEFINED	1	X		
HEWLETT PACKARD CO CONV	DEBT	428236AC7	2,794	5,000,000	PRN		DEFINED	1	X		
HORACE MANN EDUCATORS	DEBT	440327AG9	2,583	5,600,000	PRN		DEFINED	1	X		
INCO LTD.	DEBT	453258AM7	5,419	5,000,000	PRN		DEFINED	1	X		
INTL GAME TECHNOLOGY	DEBT	459902AL6	1,593	2,000,000	PRN		DEFINED	1	X		
INTL PAPER CO	DEBT	460146BM4	6,832	12,450,000	PRN		DEFINED	1	X		
IVAX CORP	DEBT	465823AD4	4,145	4,000,000	PRN		DEFINED	1	X		
IVAX CORP	DEBT	465823AG7	1,515	1,500,000	PRN		DEFINED	1	X		
JONES APPAREL	DEBT	480081AD0	6,685	12,100,000	PRN		DEFINED	1	X		
KERR-MCGEE	DEBT	492386AP2	4,910	4,660,000	PRN		DEFINED	1	X		
LABORATORY CORP OF AMER	DEBT	50540RAC6	2,134	3,000,000	PRN		DEFINED	1	X		
LEGG MASON INC	DEBT	524901AG0	1,270	2,000,000	PRN		DEFINED	1	X		
LEHMAN BROTHERS HOLDINGS	DEBT	524908JJ0	5,056	5,000,000	PRN		DEFINED	1	X		
LIBERTY MEDIA	DEBT	530715AR2	3,708	3,565,000	PRN		DEFINED	1	X		
LIBERTY MEDIA / AT&T CORP	DEBT	530715AG6	2,980	4,250,000	PRN		DEFINED	1	X		
LIBERTY MEDIA CORP	DEBT	530715AN1	838	1,000,000	PRN		DEFINED	1	X		
LOWES COMPANIES	DEBT	548661CF2	4,118	4,500,000	PRN		DEFINED	1	X		
LOWE'S COMPANIES INC	DEBT	548661CG0	3,188	3,000,000	PRN		DEFINED	1	X		
MASCO CORP	DEBT	574599AW6	6,600	15,000,000	PRN		DEFINED	1	X		
MEDTRONIC INC	DEBT	585055AB2	11,568	11,300,000	PRN		DEFINED	1	X		
MERRILL LYNCH & CO	DEBT	590188A73	3,919	3,800,000	PRN		DEFINED	1	X		
MORGAN STANLEY	DEBT	617446GR4	2,272	2,500,000	PRN		DEFINED	1	X		

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
ODYSSEY RE HOLDINGS	DEBT	67612WAB4	2,358	2,000,000	PRN		DEFINED	1			X
OMNICOM GROUP INC	DEBT	681919AM8	3,060	3,000,000	PRN		DEFINED	1			X
PMI GROUP INC	DEBT	69344MAE1	4,310	3,950,000	PRN		DEFINED	1			X
QUEST DIAGNOSTIC INC	DEBT	74834LAF7	4,362	4,250,000	PRN		DEFINED	1			X
RADIAN GROUP INC	DEBT	750236AF8	1,568	1,500,000	PRN		DEFINED	1			X
STMICROELECTRONICS NV	DEBT	861012AB8	1,818	2,000,000	PRN		DEFINED	1			X
TJX COMPANIES	DEBT	872540AL3	1,675	2,000,000	PRN		DEFINED	1			X
TRANSOCEAN SEDCO FOREX	DEBT	893830AD1	3,949	4,050,000	PRN		DEFINED	1			X
UNIV HEALTH SVCS	DEBT	913903AL4	5,072	7,700,000	PRN		DEFINED	1			X
VERIZON GLOBAL FDG CORP	DEBT	92344GAN6	2,174	3,600,000	PRN		DEFINED	1			X
WALT DISNEY COMPANY	DEBT	254687AU0	10,588	10,000,000	PRN		DEFINED	1			X
WEATHERFORD INT'L	DEBT	947074AB6	4,146	6,700,000	PRN		DEFINED	1			X
WORLD COLOR PRESS, INC., CONVERTIBLE	DEBT	981443AA2	1,039	1,000,000	PRN		DEFINED	1			X
XL CAPITAL LTD	DEBT	98372PAB4	8,176	12,800,000	PRN		DEFINED	1			X
YOUNG & RUBICAM	DEBT	987425AC9	2,506	2,500,000	PRN		DEFINED	1			X
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"STOCK"		5	24,853	488,967							
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DEBT		67	244,600	295,250,000							
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REPORT TOTALS		72	269,453	295,738,967							
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