

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>TRIPODI JOSEPH V</u><br><br>(Last) (First) (Middle)<br><u>C/O THE ALLSTATE CORPORATION</u><br><u>2775 SANDERS ROAD</u><br><br>(Street)<br><u>NORTHBROOK IL</u> <u>60062-6127</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>ALLSTATE CORP [ ALL ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><u>SVP Allstate Insurance Company</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/11/2007</u>       |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                    |   |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>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                    | 06/11/2007                           |  | M                              |   | 4,459   | A          | \$40.6    | 12,621  | D  |   |
| Common Stock                    | 06/11/2007                           |  | M                              |   | 15,541  | A          | \$40.6    | 28,162  | D  |   |
| Common Stock                    | 06/11/2007                           |  | S                              |   | 14,389  | D          | \$60.8976 | 13,773  | D  |   |
| Common Stock                    | 06/11/2007                           |  | F <sup>(1)</sup>               |   | 590   | D          | \$61.13   | 13,183  | D  |   |
| Common Stock                    | 06/11/2007                           |  | F <sup>(1)</sup>               |   | 2,059   | D          | \$61.13   | 11,124  | D  |   |
| Common Stock                    | 06/11/2007                           |  | F <sup>(2)</sup>               |   | 2,961   | D          | \$61.13   | 8,163   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |           | 561,231 <sup>(3)</sup>  | I  | by 401(k) Plan  |

**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)       | \$40.6   | 06/11/2007                           |  | M                              |   | 4,459  |     | (4)  | 11/11/2013      | Common Stock  | 4,459                      | \$0  | 75,541   | D   |  |
| Employee Stock Option (right to buy)       | \$40.6   | 06/11/2007                           |  | M                              |   | 15,541   |     | (4)  | 11/11/2013      | Common Stock  | 15,541                     | \$0  | 60,000   | D   |  |
| Employee Stock Option (right to buy)       | \$61.13  | 06/11/2007                           |  | A                              |   | 2,961  |     | (5)  | (6)             | Common Stock  | 2,961                      | \$0  | 2,961  | D   |  |

**Explanation of Responses:**

- Delivery of shares to issuer to pay minimum tax withholding liability incurred in connection with the exercise.
- Delivery of already-owned stock to issuer in payment of option exercise price.
- Reflects acquisition of 175,8823 shares of The Allstate Corporation common stock since January 8, 2007 under The Savings and Profit Sharing Fund of Allstate Employees, a 401(k) plan, pursuant to the most recent plan statement, dated June 11, 2007.
- Original stock option award granted to reporting person on November 11, 2003 for 100,000 shares of common stock with one-quarter of the total option award to vest annually. The last increment of 25,000 shares of common stock will vest on November 11, 2007.
- The option vests in four increments, 740 shares on June 11, 2008, 740 shares on June 11, 2009, 740 shares on June 11, 2010, and 741 shares on June 11, 2011.
- Option expiration date is November 11, 2013.

Katherine A. Smith for Joseph Vincent Tripodi 06/13/2007

\*\* Signature of Reporting Person Date

\* 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.**