

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* PILCH SAMUEL H			2. Issuer Name and Ticker or Trading Symbol ALLSTATE CORP [ALL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Controller		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/06/2004			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
2775 SANDERS ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) NORTHBROOK IL 60062								
(City) (State) (Zip)								

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	02/06/2004		A		3,121 ⁽¹⁾	A	\$0	28,721	D	
Common Stock	02/06/2004		F ⁽²⁾		4,170	D	\$45.96	24,551	D	
Common Stock	02/06/2004		M		20,492	A	\$35	45,043	D	
Common Stock	02/06/2004		S		38,926	D	\$46.02	6,117	D	
Common Stock	02/06/2004		M		12,500	A	\$26.69	18,617	D	
Common Stock	02/06/2004		M		10,150	A	\$33.38	28,767	D	
Common Stock	02/06/2004		M		3,660	A	\$35	32,427	D	
Common Stock								1,578.472	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					
Employee Stock Option (right to buy)	\$26.69	02/06/2004		M			12,500	(3)	05/18/2010	Common Stock 12,500	\$0	6,250	D	
Employee Stock Option (right to buy)	\$33.38	02/06/2004		M			10,150	(4)	02/07/2012	Common Stock 10,150	\$0	30,450	D	
Employee Stock Option (right to buy)	\$35	02/06/2004		M			4,000		08/12/2003 08/12/2009	Common Stock 4,000	\$0	20,492	D	
Employee Stock Option (right to buy)	\$35	02/06/2004		M			20,492		08/12/2003 08/12/2009	Common Stock 20,492	\$0	0	D	
Employee Stock Option (right to buy)	\$45.96	02/06/2004		A			21,160	(5)	02/06/2014	Common Stock 21,160	\$0	21,160	D	

Explanation of Responses:

- Award of restricted stock with tax withholding rights to reporting person pursuant to The Allstate Corporation 2001 Equity Incentive Plan; such restricted stock to vest on February 14, 2008.
- Delivery of shares to issuer to pay minimum tax withholding liability incurred in connection with the exercise of a previously granted award of an employee stock option to reporting person.
- Option to purchase 6,250 shares of common stock exercisable on May 18, 2004.
- Option to purchase 30,450 shares of common stock exercisable in three increments, each for one-third of the total number of said shares, such installments to vest on February 7, 2004, and February 7, 2005,

February 7, 2006, respectively.

5. Grant to reporting person of option to purchase 21,160 shares of common stock exercisable in four increments, each for one-fourth of the total number of said shares, such installments to vest on February 6, 2005, February 6, 2006, February 6, 2007 and February 6, 2008, respectively.

Remarks:

Reflects acquisition of 260,555 shares of The Allstate Corporation common stock since January 31, 2003 under The Savings and Profit Sharing Fund of Allstate Employees, a 401(k) plan, pursuant to the most recent plan statement, dated February 5, 2004.

SAMUEL H PILCH

02/10/2004

** 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.

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