

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <u>WILSON THOMAS J</u>  (Last) (First) (Middle) <u>C/O THE ALLSTATE CORPORATION</u> <u>2775 SANDERS ROAD</u>  (Street) <u>NORTHBROOK IL 60062-6127</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALLSTATE CORP [ ALL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President &amp; CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/09/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	02/09/2020		A		137,844 <sup>(1)</sup>	A	\$0	392,110.049 <sup>(2)(3)</sup>	D	
Common Stock	02/09/2020		F		59,876 <sup>(4)</sup>	D	\$124.43	332,234.049	D	
Common Stock								174,400 <sup>(2)</sup>	I	By 2018 GRAT
Common Stock								257,535	I	Remainder GRAT
Common Stock								6,677 <sup>(5)</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)	\$31.56							02/21/2015	02/21/2022	Common Stock	205,060 <sup>(6)</sup>		205,060	D	
Employee Stock Option (Right to Buy)	\$31.56							02/21/2015	02/21/2022	Common Stock	239,000 <sup>(6)</sup>		239,000	I	by TJW Options LLC 2012 Series
Employee Stock Option (Right to Buy)	\$45.61							02/12/2016	02/12/2023	Common Stock	363,409 <sup>(7)</sup>		363,409	I	by TJW Options LLC 2013 Series
Employee Stock Option (Right to Buy)	\$52.18							02/18/2017	02/18/2024	Common Stock	309,237 <sup>(8)</sup>		309,237	I	by TJW Options LLC 2014 Series
Employee Stock Option (Right to Buy)	\$70.71							02/18/2018	02/18/2025	Common Stock	294,494 <sup>(9)</sup>		294,494	I	by TJW Options LLC 2015 Series
Employee Stock Option (Right to Buy)	\$62.32							02/11/2019	02/11/2026	Common Stock	295,324 <sup>(10)</sup>		295,324	I	by TJW Options LLC 2016 Series

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$78.35							02/09/2020	02/09/2027	Common Stock	82,817 <sup>(11)</sup>		82,817	D	
Employee Stock Option (Right to Buy)	\$78.35							02/09/2020	02/09/2027	Common Stock	165,630 <sup>(11)</sup>		165,630	I	by TJW Options LLC 2017 Series
Employee Stock Option (Right to Buy)	\$92.8							(12)	02/22/2028	Common Stock	151,604 <sup>(13)</sup>		151,604	D	
Employee Stock Option (Right to Buy)	\$92.8							(12)	02/22/2028	Common Stock	75,802 <sup>(13)</sup>		75,802	I	by TJW Options LLC 2018 Series

**Explanation of Responses:**

- Shares acquired upon conversion of 2017 performance stock award, pursuant to The Allstate Corporation 2019 Equity Incentive Plan.
- Reflects transfer of 161,901 shares formerly held by the Thomas J. Wilson 2018 GRAT Trust to direct ownership on September 13, 2019. 174,400 shares remain directly held by the trust.
- Balance also reflects 56,635 shares acquired during the period of January 5, 2019, to January 6, 2020, through the Shareowner Service Plus Plan, which reinvests dividends paid on The Allstate Corporation common shares.
- Shares withheld to satisfy tax withholding obligations incident to the conversion of performance stock award.
- Reflects acquisition of 214 shares of The Allstate Corporation common stock since February 8, 2019, under the Allstate 401(k) Savings Plan, pursuant to the most recent plan statement, dated February 7, 2020.
- Reflects transfer of 239,000 vested employee options to TJW Options LLC 2012 Series on September 30, 2019, formerly held directly by the reporting person. 205,060 employee options remain directly held.
- Reflects transfer of 363,409 vested employee options to TJW Options LLC 2013 Series on September 30, 2019, formerly held directly by the reporting person.
- Reflects transfer of 309,237 vested employee options to TJW Options LLC 2014 Series on September 30, 2019, formerly held directly by the reporting person.
- Reflects transfer of 294,494 vested employee options to TJW Options LLC 2015 Series on September 30, 2019, formerly held directly by the reporting person.
- Reflects transfer of 295,324 vested employee options to TJW Options LLC 2016 Series on September 30, 2019, formerly held directly by the reporting person.
- Reflects transfer of 165,630 vested employee options to TJW Options LLC 2017 Series on September 30, 2019, formerly held directly by the reporting person. 82,817 vested employee options remain directly held.
- Stock option award granted on February 22, 2018, for 227,406 shares of common stock vesting in three equal increments. The remaining increments will vest on February 22, 2020, and February 22, 2021.
- Reflects transfer of 75,802 vested employee options to TJW Options LLC 2018 Series on September 30, 2019, formerly held directly by the reporting person. 151,604 unvested employee options remain directly held.

**Remarks:**

Table II of this Form 4 is being provided to disclose updated information with respect to vested employee options that are now held indirectly instead of directly.

/s/ Thomas J. Wilson

02/11/2020

\*\* 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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