

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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): November 8, 2005

THE ALLSTATE CORPORATION

(Exact name of Registrant as Specified in Charter)

Delaware
(State or other
jurisdiction of
organization)

1-11840
(Commission
File Number)

36-3871531
(IRS Employer
Identification No.)

2775 Sanders Road
Northbrook, Illinois
(Address of Principal Executive Offices)

60062
Zip

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 8 – Other Events

Item 8.01. Other Events.

On November 8, 2005, the Registrant's Board of Directors approved a Capital Support Commitment in the form attached as Exhibit 99.

Management continues to expect that the Registrant will have sufficient liquidity in 2005 and 2006 to fund shareholder dividends, debt service and the remainder of the current share repurchase program. The sources of liquidity for the Registrant include but are not limited to dividends from Allstate Insurance Company ("AIC") and \$2.29 billion of total investments at a subsidiary, Kennett Capital, Inc. In 2005 and 2006, management expects that AIC will pay the Registrant the maximum amount of ordinary dividends allowed under the Illinois Insurance Code.

This document contains "forward-looking statements" about the Registrant's liquidity to fund shareholder dividends, service debt and complete the current share repurchase program. These statements are made subject to the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995 and are based on management's estimates, assumptions and projections. Actual results may differ materially from those projected in the forward-looking statements for a variety of reasons. The declaration of dividends by any Allstate company, the completion of the \$4 billion stock repurchase program and the Registrant's ability to service debt are subject to the impact of reserve reestimates on net income and cash flows and the level of catastrophes experienced in the fourth quarter of 2005 and fiscal year 2006. In addition, the declaration of dividends is subject to the discretion of the relevant company's board of directors and its assessment of alternative uses of available funds. The completion of the stock repurchase program is subject to management discretion and their assessment of alternative uses of funds and the market price of the Registrant's common stock from time to time. The Registrant assumes no obligation to update any forward-looking statements.

Section 9 – Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.

Description

SIGNATURE

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 hereunto duly authorized.

THE ALLSTATE CORPORATION

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

Date: November 11, 2005

**The Allstate Corporation
Capital Support Commitment**

Whereas, The Allstate Corporation (Allcorp) wishes to maintain its capital flexibility with respect to allocation of its significant capital and liquidity resources among its subsidiaries, including Allstate Insurance Company (AIC) and Kennett Capital, Inc. (Kennett), each of which itself has significant capital and liquidity resources;

Whereas, management believes that AIC has substantial capital, liquidity and earnings potential to meet its obligations, fund its planned growth and continue to provide dividends to Allcorp (as AIC's Board determines to be appropriate, subject to applicable regulatory limitations);

Whereas, notwithstanding AIC's capital strength, liquidity resources and earnings potential, Allcorp wishes to demonstrate, in those situations set forth below, its willingness to use a portion of its assets, including its investments in Kennett, to provide additional capital resources to AIC;

Therefore, in order to accomplish these purposes, Allcorp commits as follows:

1. To the extent that AIC's P/C Statutory Surplus as of a Reporting Date indicated below is less than the amount set forth as Required Surplus for that Reporting Date in the following schedule, Allcorp will provide capital to AIC, in the form of surplus notes or contributed surplus, in an amount equal to the lesser of (i) the Available Commitment as of that Date or (ii) the amount by which P/C Statutory Surplus is less than Required Surplus:

<u>Reporting Date</u>	<u>Required Surplus</u>	<u>Available Commitment</u>
December 31, 2005	\$ 10,700,000,000	\$ 2,400,000,000
March 31, 2006	\$ 11,000,000,000	\$ 2,100,000,000
June 30, 2006	\$ 12,000,000,000	\$ 1,100,000,000
September 30, 2006	\$ 12,500,000,000	\$ 600,000,000
December 31, 2006	\$ 12,900,000,000	\$ 200,000,000

2. To provide assets to support this Commitment, Allcorp will hold, and/or cause its subsidiary Kennett Capital, Inc. (Kennett) to hold and to make available to Allcorp as Allcorp may request to meet Allcorp's obligations under this Commitment, investments with a market value of no less than the amounts shown above as the relevant Available Commitment.

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3. For purposes of this Commitment:

- a. P/C Statutory Surplus is the amount shown on page 3, line 35 of the relevant AIC annual or quarterly statutory statement minus, for the December 31, 2005 and December 31, 2006 Reporting Dates, the amount shown on Schedule D, Part 6, Section 1, Column 8 of the respective AIC annual statutory statement as the common stock of Allstate Life Insurance Company (or the equivalent amount as of the relevant quarterly Reporting Date).
- b. Any Kennett holdings of surplus notes issued by affiliates of Kennett shall not be considered as investments held to support the Available Commitment
- c. Allcorp will provide AIC with any capital that is required to fulfill Allcorp's obligations under this Commitment no later than 5 business days after the filing of the relevant AIC statutory statement with the Illinois Department of Insurance.

4. Allcorp's obligations under this Commitment will terminate at the earlier of (a) the first Reporting Date at which AIC's P/C Statutory Surplus is greater than \$13,100,000,000 or (b) at such time as Allcorp has provided AIC with \$2,400,000,000 pursuant to this Commitment, or if not sooner, then on March 15, 2007. No further contributions will be required after such termination.

THE ALLSTATE CORPORATION

By: _____

November 8, 2005

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