## Edgar Filing: RILEY H JOHN JR - Form 4/A

RILEY H JOHN	JR									
Form 4/A										
June 03, 2009									PPROVAL	
FORM 4	UNITED	STATES	SECU	RITIES	AND EX	CHANGE		T	PPROVAL	
Washington, D.C. 20549								N OMB Number:	3235-0287	
Check this box if no longer CTLATED VENUE OF CHANGES IN DEDUBLICIAL ON ONE OF C									January 31, 2005	
subject to Section 16. Form 4 or							WNERSHIP OF	Estimated burden hou response	average urs per	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(	a) of the H	Public U	Itility Ho	lding Co		nge Act of 1934, of 1935 or Secti 940	·		
(Print or Type Respon	nses)									
1. Name and Address of Reporting Person <u>*</u> RILEY H JOHN JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			ALLSTATE CORP [ALL]				(Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)				X Director		% Owner	
C/O THE ALLS CORPORATION ROAD		NDERS	12/01/2	2008			Officer (giv below)	ve title Oth below)	ner (specify	
(	4. If Amendment, Date Original Filed(Month/Day/Year) 12/03/2008			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>						
NORTHBROOK	<b>X</b> , IL 60062-	6127					Person	infore than one re	oporting	
(City) (	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date th/Day/Year)	Execution any	Date, if	Code	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	eficially ow	ned directly	or indirectly.			
					inforr requi	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					posed of, or convertible	Beneficially Owned securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative	Expiration Date	Underlying Securities	Deriv

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Security (Instr. 3)	5		any (Month/Day/Year)	Code (Instr. 8)	Acquired (A) or Disposed (D)	A) or Disposed of D) Instr. 3, 4,		'Year)	(Instr. 3 and	instr. 3 and 4)	
				Code V	(A)	(D)	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	12/01/2008		А	2,000		(1)	<u>(1)</u>	Common Stock	2,000	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
RILEY H JOHN JR C/O THE ALLSTATE CORPORATION 2775 SANDERS ROAD NORTHBROOK, IL 60062-6127	Х						
Signatures							
/s/ Katherine A. Smith, attorney-in-fact fo Riley	r Mr.	06/03/2009					
**Signature of Reporting Person		Date					
Evaluation of Deeneng							

## **Explanation of Responses:**

- \* 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).

Restricted Stock Units (RSUs) are granted under The Allstate Corporation 2006 Equity Compensation Plan for Non-Employee Directors,
(1) as amended and restated. Each RSU represents the right to receive one share of Allstate common stock upon the earlier of (i) the date of the reporting person's death or disability, and (ii) the date on which the reporting person is no longer serving as a director of Allstate.

(2) The reporting person is amending the Form 4 to correct the aggregate number of previously awarded Restricted Stock Units beneficially owned as shown in Column 9 of Table II.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.