SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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	or sec	cuon 30(n) or the in	vestment Con	Ipany Act of 1940									
1. Name and Address of Reporting Person [*] HENKEL HERBERT L		er Name and Ticker STATE COR	0,	ymbol		tionship of Reportin all applicable) Director	g Person(s) to Is 10% (
(Last) (First) (Middle) C/O THE ALLSTATE CORPORATION	3. Date 07/01/	of Earliest Transac /2016	ction (Month/D	ay/Year)		Officer (give title below)	Other below	(specify)					
2775 SANDERS ROAD	4. If Am	nendment, Date of (Original Filed ((Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)								
(Street) NORTHBROOK IL 60062					X	Form filed by One Form filed by Mo Person	1 0						
(City) (State) (Zip)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
	2. Transaction Date	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect					

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr.					Owned Following	(I) (Instr. 4)	Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												

(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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) of (D) (Instr. 3, 4 and 5)		ate of Securities Year) Underlying		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Common Share Unit	\$0	07/01/2016		Α		377.372		(1)	(1)	Common Stock	377.372	\$69.56	6,104.763	D	

Explanation of Responses:

1. These common share units were acquired pursuant to The Allstate Corporation Amended and Restated Deferred Compensation Plan for Non-Employee Directors and represent director's fees deferred under the Plan and converted into units based on the market value of The Allstate Corporation's common shares. The units are credited with amounts representing dividends on common shares, as declared, which are converted into units. For the period of April 1, 2016 through July 1, 2016, the reporting person acquired 27.043 of common share units representing those dividends.

/s/ Efie Vainikos, attorney-infact for Mr. Henkel

07/06/2016

** 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.

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.