

ALLSTATE CORP  
Form DEFA14A  
May 11, 2010

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

The Allstate Corporation  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
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  - (4) Proposed maximum aggregate value of transaction:
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- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
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  - (3) Filing Party:
  - (4) Date Filed:



Broadcast E-mail

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From: CEO Tom Wilson  
Sent: Tuesday, May 11, 2010 7:55 AM  
Subject: Submit voting instructions for your Allstate 401(k) shares by May 11  
To: All Employees

Dear Allstater:

As a reminder, our annual meeting of stockholders is next week, and there are seven proposals up for a vote. If you participate in the Allstate 401(k) Savings Plan, today is the deadline for submitting your voting instructions for the Allstate shares held in the plan. Allstate 401(k) participants must submit their voting instructions **before midnight on May 11** in order for their voices to be heard as stakeholders in The Allstate Corporation.

What happens if you don't submit your voting instructions? As described in the proxy statement, the Allstate 401(k) plan trustee, The Northern Trust, will vote for you without the benefit of your deep knowledge of Allstate and the issues we face. **In our conversations with The Northern Trust, we are concerned their approach may not reflect employees' support of the company's positions.**

Thomas J. Wilson  
Chairman, President and CEO  
The Allstate Corporation

**Your vote matters.** 401(k) plan shares held by The Northern Trust, as trustee, represent 4.4 percent of Allstate's outstanding shares. Employee votes are more important than ever before, since a rule change may result in fewer votes this year from individual investors who own through brokerage accounts. We also ask you to vote as soon as possible if you hold Allstate shares outside the plan, which can be done up to and during the annual meeting on May 18.

While some of the seven proposals are routine, others call for changes to Allstate's corporate governance. Allstate's board supports reforms that improve performance and accountability, but opposes changes that are designed to give special interests an outsized voice in the company's governance. For more information on the proposals and the board's voting recommendations, read our proxy statement at [www.allstate.com/annualreport](http://www.allstate.com/annualreport).

To vote online, have your control number available (which was previously e-mailed or mailed to you on or around April 6 and *again* on or around May 11 from THE ALLSTATE CORPORATION) and vote online at <https://east.proxyvote.com/pv/web.do>. Remember to confirm your vote by clicking the confirmation button at the bottom of the page. If you cannot find your control number, please contact Allstate shareholder services by sending an e-mail to [invrel@allstate.com](mailto:invrel@allstate.com) with "lost control number" in the subject line.

As an Allstate stakeholder, you are integral to the success of our organization. Thank you for voting on the important issues facing our company and for your support and hard work on improving customer loyalty, reinventing protection and retirement, and growing our businesses. We're counting on you.

