

ALLSTATE CORP  
Form 8-K  
February 20, 2013

**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): February 18, 2013**

**THE ALLSTATE CORPORATION**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

-----

**(State or Other Jurisdiction of Incorporation)**

1-11840

36-3871531

Edgar Filing: ALLSTATE CORP - Form 8-K

-----  
(Commission File Number)

-----  
(IRS Employer Identification No.)

2775 Sanders Road, Northbrook, Illinois 60062

-----  
(Address of Principal Executive Offices) (Zip Code)

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 5 - Corporate Governance and Management**

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 20, 2013, the Registrant announced that Joshua I. Smith and W. James Farrell will not stand for re-election and will be retiring from the Registrant's Board on the date of Registrant's annual stockholders meeting, scheduled for May 21, 2013. As a result, 12 director nominees will stand for election at the 2013 annual stockholders meeting. A copy of the press release announcing the retirement of Messrs. Smith and Ferrell is attached as Exhibit 99 to this report.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u>                                 |
|--------------------|--|
| 99                 | Registrant's Press Release dated February 20, 2013 |

**SIGNATURES**

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/ Jennifer M. Hager  
-----  
Name: Jennifer M. Hager  
Title: Vice President,  
Assistant General Counsel,  
and Assistant Secretary

Date: February 20, 2013