

ALLSTATE CORP
Form DEFA14A
April 02, 2008

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: |
| (2) | Aggregate number of securities to which transaction applies: |
| (3) | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): |
| (4) | Proposed maximum aggregate value of transaction: |
| (5) | Total fee paid: |
- 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: |
| (2) | Form, Schedule or Registration Statement No.: |
| (3) | Filing Party: |
| (4) | Date Filed: |
-

Edgar Filing: ALLSTATE CORP - Form DEFA14A

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on May 20, 2008.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following materials are available for view:

Notice of 2008 Annual Meeting, Proxy Statement and 2007 Annual Report

To view this material, have the 12-digit Control #(s) available and visit: www.proxyvote.com

If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy.

To facilitate timely delivery please make the request as instructed below on or before May 5, 2008.

To request material: **Internet:** www.proxyvote.com

Telephone: 1-800-579-1639

****Email:** sendmaterial@proxyvote.com

If requesting material by e-mail please send a blank e-mail with the **12-digit Control# (located on the following page) in the subject line. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.

THE ALLSTATE CORPORATION

Vote In Person

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting you will need to request a ballot to vote these shares.

Vote By Internet

To vote *now* by Internet, go to WWW.PROXYVOTE.COM. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time on May 19, 2008. Have your notice in hand when you access the web site and follow the instructions.*

ATTN: INVESTOR RELATIONS/SHAREHOLDER

SERVICES

2775 SANDERS ROAD, SUITE F3SE

NORTHBROOK, IL 60062-0158

*** The Savings and Profit Sharing Fund of Allstate Employees**

With respect to any shares held in The Savings and Profit Sharing Fund of Allstate Employees, your voting instructions

Edgar Filing: ALLSTATE CORP - Form DEFA14A

must be received no later than 11:59 P.M. Eastern Time on May 12, 2008. We cannot give assurance that voting instructions received later than 11:59 P.M., Eastern Time on May 12, 2008 will be honored.

Meeting Location

The Allstate Corporation's 2008 annual meeting of stockholders is to be held on Tuesday, May 20, 2008 at 11:00 a.m. local time at:

Harris Bank
115 South LaSalle
Chicago, IL 60603

Registration and seating will begin at 9:45 a.m.

Attendance Requirements - Each stockholder may be asked to present picture identification and proof of stock ownership. Stockholders holding Allstate stock through a bank, brokerage or other nominee account will need to bring their account statement showing ownership as of the record date, March 24, 2008.

For meeting directions, please call Investor

Relations/Shareholder Services: 800-416-8803

Voting items

The Board recommends a vote FOR all Nominees for Director.

1. Election of Directors
Nominees:
 - (1a) F. Duane Ackerman
 - (1b) Robert D. Beyer
 - (1c) W. James Farrell
 - (1d) Jack M. Greenberg
 - (1e) Ronald T. LeMay
 - (1f) J. Christopher Reyes
 - (1g) H. John Riley, Jr.
 - (1h) Joshua I. Smith
 - (1i) Judith A. Sprieser
 - (1j) Mary Alice Taylor
 - (1k) Thomas J. Wilson

The Board recommends a vote FOR Item 2.

2. Ratification of the appointment of Deloitte & Touche LLP as Allstate's independent registered public accountant for 2008.

The Board recommends a vote AGAINST Items 3, 4 and 5.

3. Stockholder proposal calling for cumulative voting in the election of directors.
 4. Stockholder proposal seeking the right to call special shareholder meetings.
 5. Stockholder proposal seeking an advisory resolution to ratify compensation of the named executive officers.
-