Rizzo Mario Form 3 January 12, 2018

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ALLSTATE CORP [ALL] Rizzo Mario (Month/Day/Year) 01/03/2018 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O THE ALLSTATE (Check all applicable) CORPORATION, Â 2775 SANDERS ROAD 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) EVP & Chief Financial Officer _X_ Form filed by One Reporting Person NORTHBROOK, ILÂ 60062 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 7,572 D Common Stock 1.067 Ι By 401(K) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

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1. Title of Derivative Security
2. Date Exercisable and
(Instr. 4)

Expiration Date
(Month/Day/Year)

Expiration Date
(Month/Day/Year)

Derivative Security

3. Title and Amount of 4.

Securities Underlying
Derivative Security

or Exercise

Form of
Ownership
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Option (Right to Buy)	02/22/2015	02/22/2021	Common Stock	10,804	\$ 31.74	D	Â
Employee Stock Option (Right to Buy)	02/21/2016	02/21/2022	Common Stock	12,763	\$ 31.56	D	Â
Employee Stock Option (Right to Buy)	(1)	02/18/2025	Common Stock	5,202	\$ 70.71	D	Â
Employee Stock Option (Right to Buy)	(2)	02/11/2026	Common Stock	9,887	\$ 62.32	D	Â
Employee Stock Option (Right to Buy)	(3)	02/09/2027	Common Stock	10,559	\$ 78.35	D	Â
Restricted Stock Units	02/18/2018	02/18/2018	Common Stock	3,447	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
corp arrang a mana a manay a amanan	Director	10% Owner	Officer	Other	
Rizzo Mario C/O THE ALLSTATE CORPORATION 2775 SANDERS ROAD NORTHBROOK, IL 60062	Â	Â	EVP & Chief Financial Officer	Â	

Signatures

/s/ Mario Rizzo 01/11/2018

**Signature of Person Date

Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Stock option award granted on February 18, 2015 for 5,202 shares of common stock vesting in three equal increments. The first and second increments vested on February 18, 2016 and February 18, 2017. The remaining increment to vest on February 18, 2018.
- Stock option award granted on February 11, 2016 for 9,887 shares of common stock vesting in three equal increments, with any fractional (2) shares to be rounded as provided for in award agreement. The first increment vested on February 11, 2017. The remaining two increments to vest on February 11, 2018 and February 11, 2019.
- (3) Stock option award granted on February 9, 2017 for 10,559 shares of common stock vesting in three equal increments, with any fractional shares to be rounded as provided for in award agreement, on February 9, 2018, February 9, 2019, and February 9, 2020.
- Award of Restricted Stock Units (RSUs) granted on February 18, 2015 under The Allstate Corporation 2013 Equity Incentive Plan. Each (4) RSU represents the right to receive, without the payment of any consideration, one share of Allstate common stock (on the conversion date), which is February 18, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Reporting Owners 2

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