



Allstate.
You're in good hands.

The Allstate Corporate Social
Responsibility Report

Going Beyond the Promise

A photograph of a group of young women cheering enthusiastically. They are shown from the chest up, with their arms raised high and hands open. The background is a clear, bright blue sky. The women are wearing colorful clothing, including a pink top and a blue sequined top. The overall mood is joyful and energetic.

The Hands, Hearts and Minds of Allstate



Chairman's Letter

Virtually anywhere you go in America today, you'll find evidence of Allstate. In fire houses, community centers, schools, non-profit organizations and universities, Allstate people have committed their hands, hearts and minds to helping others.

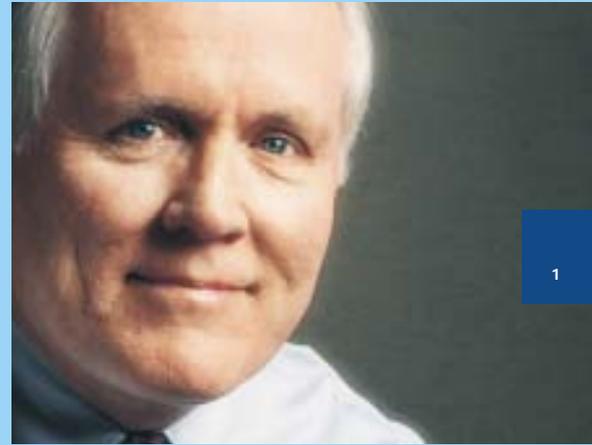
The desire to reach out to people runs deep in the fabric of our company. We help people through times of loss. We help them achieve financial security. With our insurance and financial products, people can buy cars and homes confidently, start new businesses and plan for retirement.

We take the values that help guide our business – integrity, caring, dependability, diversity and performance – and apply them toward being a model corporate citizen. We give back to the communities that make our success possible – through our corporate strength and through our people strength. That's our stand.

The Allstate Foundation, established in 1952, provides funding for organizations that focus on three core areas: building safe and vital communities; fostering economic empowerment; and teaching tolerance, inclusion and diversity. We believe these are the most critical challenges facing people today. We also believe we can make the most positive difference in these areas.

In 2003 and 2004, The Allstate Foundation will provide more than \$30 million to organizations across the country. And through the \$25 billion of municipal bonds and more than \$110 million in community investments, Allstate plays a large part in revitalizing neighborhoods all over the country.

At the grassroots level, thousands of our employees and agents freely donate their personal time to help lift the spirits and fortunes of people in their communities. You'll find them working in soup kitchens, tutoring children, rehabbing parks and buildings, spending time with seniors and cleaning up vacant lots as part of what we call our Helping Hands program. And in 2003, the Agency Hands in the Community Program was launched with \$1 million in Allstate Foundation grants set



aside for non-profit organizations that Allstate agencies support.

The values we cherish are also evident in the actions of our company. In an age of corporate mistrust, several leading investor groups recently recognized Allstate as among the very best in corporate governance in American business.

Teddy Roosevelt said, "This country will not be a good place for *any* of us to live in unless we make it a good place for *all* of us to live." For that reason, and many others, I'm proud to be part of Allstate – a company with a big heart, many hands and strong minds.

Edward M. Liddy

Edward M. Liddy
Chairman, President and CEO
Allstate Insurance Company



Vital Statistics

Who We Are The Allstate Corporation is the nation's largest publicly held personal lines insurer. A Fortune 50 company, with \$134 billion in assets, Allstate sells 13 major lines of insurance, including auto, property, life and commercial. Allstate also offers retirement and investment products and banking services.

Our People The Allstate Corporation encompasses nearly 70,000 professionals. Of our employees, 29 percent are minorities; 60 percent are women. Allstate pays \$2.4 billion in employee compensation and benefits per year, and invests \$80 million in employee learning per year. Approximately 84.5 percent of eligible employees own Allstate shares through our employee profit sharing plan.

Our Customers Allstate provides insurance products to more than 14 million households. We insure one out of every eight autos and homes in the U.S., and we are one of the country's leading life insurers.

Our Network Allstate has operations in 49 states and Canada. Customers can access Allstate products and services through Allstate agents, Allstate.com and 1-800-Allstate®. In addition, the Encompass and Deerbrook brand insurance products are sold through independent agents.

Our Economic Impact In 2003, Allstate paid \$12.2 billion in auto and property claims. The Allstate Foundation donated \$12.5 million to non-profit organizations and awarded \$450,000 in scholarships. The Allstate Corporation, its employees and agents donated \$4 million through the Giving Campaign to non-profit organizations. Allstate currently holds \$25 billion in municipal bonds and more than \$110 million in community investments.

Allstate 2003 Vital Statistics by State

	Agent Locations ¹	Autos Insured	Dwellings Insured ²	Life Policies Insured	Commercial Policies
AK	27	76,250	42,255	6,069	4,348
AL	159	260,909	111,296	25,349	7,004
AR	72	119,268	47,705	9,606	5,355
AZ	233	355,859	179,616	32,043	7,321
CA	1,112	1,844,114	1,061,767	184,438	39,747
CO	213	223,364	117,837	22,056	5,835
CT	132	318,352	142,542	26,323	5,556
DE	15	24,057	17,410	3,300	1,394
FL	769	1,445,494	639,748	125,674	64,604
GA	325	617,391	266,016	55,124	12,563
HI	32	51,804	38,702	7,460	1,168
IA	38	61,602	23,365	5,263	1,525
ID	64	120,461	47,022	6,857	2,853
IL	494	815,313	477,970	101,108	12,290
IN	164	290,613	126,308	35,822	3,199
KS	71	92,417	31,155	8,968	6,130
KY	103	189,449	81,957	19,318	4,286
LA	241	375,759	183,923	46,781	10,715
MD	220	448,294	236,708	45,590	7,644
ME	25	93,611	30,145	4,553	1,576
MI	283	379,888	189,010	53,398	6,010
MN	110	174,675	79,899	12,944	2,201
MO	172	193,823	77,135	16,822	4,408
MS	90	99,573	54,735	12,964	3,064
MT	28	43,397	11,343	3,543	3,748
NC	303	558,321	213,137	45,695	12,365
ND	6	11,525	3,839	1,068	1,037
NE	34	53,487	21,338	6,121	3,403
NH	39	81,670	29,451	7,888	1,489
NJ ³	157	704,057	264,406	32,788	15,339
NM	91	140,196	65,389	12,300	6,005
NV	102	186,428	85,928	16,033	3,531
NY	741	1,476,762	823,171	127,263	45,961
OH	344	641,509	297,104	64,324	6,380
OK	133	211,077	59,475	15,761	4,394
OR	153	254,626	114,192	22,551	5,558
PA	422	948,157	430,833	83,430	10,080
RI	34	72,003	28,913	6,020	1,258
SC	163	449,570	171,987	26,202	7,051
SD	7	7,275	2,969	709	767
TN	182	264,286	139,923	32,426	6,050
TX	1,046	1,956,809	738,305	148,675	56,156
UT	147	303,359	114,712	16,417	5,394
VA	279	594,609	257,830	51,927	10,961
VT	11	48,443	17,305	2,547	1,059
WA	250	430,070	219,182	43,124	10,571
WI	63	127,598	69,962	11,786	3,144
WV	35	76,782	29,669	5,970	2,457
WY	14	21,949	6,085	1,884	1,567

¹ Locations includes only full-time agents

² Dwellings includes homeowners, condos, and renters

³ 2003 Municipal Bond Holdings available online April 15, 2004

⁴ 2003 State Taxes available online October 31, 2004

⁵ Personal P&C products underwritten by Allstate New Jersey Insurance Company

Personal Property and Casualty Claim Payments	Personal Property and Casualty Claims Settled	Municipal Bond Holdings 2002 ³	The Allstate Corporation Group of Companies State Taxes 2002 ⁴
58,807,189	23,701	122,695,000	3,172,358
142,039,187	68,229	448,204,000	9,728,593
58,281,379	33,475	277,320,000	3,331,864
222,669,539	160,727	334,707,000	10,610,679
1,262,794,160	691,941	2,639,442,921	66,886,674
153,150,560	88,886	976,251,000	3,943,559
201,583,393	89,127	224,230,000	6,713,310
22,600,699	10,664	141,040,000	958,338
1,017,245,172	505,732	1,214,004,114	64,481,567
353,779,025	188,181	271,105,000	17,223,437
25,129,566	12,826	118,515,000	2,696,450
25,217,324	16,681	64,320,000	1,379,453
44,849,661	38,800	12,115,000	2,835,008
534,343,188	265,130	2,592,837,115	9,152,662
140,705,402	84,933	771,615,000	5,763,703
45,761,243	30,169	139,045,000	2,726,865
111,419,302	56,950	170,260,000	4,555,736
284,340,941	188,337	413,209,802	19,553,820
353,991,237	219,737	121,643,984	12,082,487
37,060,396	24,091	56,786,587	1,876,869
371,561,943	263,573	526,745,000	8,108,967
85,934,927	56,154	266,835,000	4,367,273
121,150,725	66,291	352,395,000	4,738,322
62,460,015	37,055	202,645,000	4,477,874
23,363,979	14,241	81,440,000	1,715,815
281,371,939	172,388	395,165,000	12,835,856
4,277,059	3,342	62,375,000	264,704
24,830,306	18,437	366,570,000	1,145,772
37,200,221	23,481	205,475,000	1,892,864
560,721,675	171,022	546,187,000	19,226,397
63,185,486	42,807	113,680,000	4,659,773
149,293,401	66,950	271,750,000	9,191,063
1,321,991,561	494,283	1,724,895,243	43,058,730
300,903,392	177,038	513,104,000	8,737,205
117,936,736	60,913	169,560,000	5,449,141
118,916,134	83,360	197,655,000	2,022,803
657,502,525	323,418	789,685,696	24,106,717
44,771,871	22,356	137,360,000	1,660,009
227,775,914	138,614	360,003,297	7,624,940
3,977,079	2,470	40,895,000	409,495
182,774,220	75,258	329,386,041	7,846,022
1,475,856,363	857,384	3,820,023,026	50,345,891
121,638,298	97,894	308,865,000	5,746,794
408,622,990	219,594	222,175,098	16,293,274
21,486,082	15,919	25,705,000	961,618
248,864,311	162,257	945,825,053	10,382,645
51,886,968	32,687	232,485,000	1,479,353
59,892,737	39,524	224,620,000	5,800,500
11,715,527	7,614	45,962,259	249,231

At Allstate, we believe that acting with integrity in everything we do is critical to a corporation's overall health. Investor and public confidence is no longer based solely on performance. Increasingly, it's also based on a corporation's structure, board of directors, policies and guidelines, culture, and the behavior of leaders, agencies and employees.



Allstate received high marks in 2003 from three organizations who rate companies on their corporate governance.

The Investor Responsibility Research Center, an independent research group, rated our board of directors among the top 10 most independent boards in its study of S&P "super" 1,500 companies. This research firm based its findings on its own definition of independence, which is stricter than existing and proposed regulations.

Institutional Shareholder Services, which takes into account numerous objective factors relating to the company's overall governance processes, rated Allstate as outperforming 95.4 percent of the companies in the S&P 500 Index and 96.8 percent of its peer industry group.

GovernanceMetrics International, an independent governance ratings agency, gave Allstate a score of 10.0 – its highest rating. Only 17 out of the 1,600 global companies examined received this rating.

"At the core of our company are only two things: people and capital. With the right people and sound stewardship of our financial resources, we can confidently deliver on our promises to our customers, employees and shareholders."

Ed Liddy

"Integrity without knowledge is weak and useless, and knowledge without integrity is dangerous and dreadful."

—Samuel Johnson

Investing in Communities

Allstate has been fortunate during its 70-year history to benefit from great leadership, committed employees and agents and loyal customers. Through the years, we've witnessed the birth of new communities and the failing health of others. So when it comes time to choose where to invest its dollars – as well as its hands, hearts, and minds – Allstate has always placed an emphasis on revitalizing communities.

From assisted living homes for the elderly or day care centers for kids, to infrastructure improvement and renovating libraries and hospitals in inner cities, the investments made by Allstate are fueling growth and prosperity in many corners of America. Our investments are helping to build strong and vital communities and improve the quality of life of the people who live there.

"I believe that every right implies a responsibility; every opportunity, an obligation; every possession, a duty."

—John D. Rockefeller Jr.



Municipal Bonds

Allstate's long-term municipal bond holdings to date equal more than \$25 billion. "First and foremost," explains Investment Vice President Dee Even, "these bonds are excellent investments for our company. Second, they support work in cities that results in infrastructure improvements. And third, through our non-rated municipal bonds, we support specialized projects that are higher risk and would have difficulty getting funded."

Portfolio Investments

For many years, Allstate has supported community development organizations through low-interest loans to established credit-worthy organizations. "Our single intent is to support efforts and projects targeted to improving under-represented urban markets," explains Even.

Today, Allstate provides more than \$110 million worth of portfolio investments in organizations that help urban markets flourish through redevelopment. "We insist that organizations be national and credit worthy," says Even. These organizations

support critical projects that center on home ownership; office, retail and commercial development; nursing home, childcare and job training facilities; and charter schools. The loans are typically long-term, 20-year loans offered at below prime rates.

Organizations supported through Allstate's portfolio investments include the Neighborhood Housing Services Association (NHSA, part of the NeighborWorks® Network), Local Initiatives Support Corporation (LISC), Impact Community Capital, Illinois Facilities Fund and the La Raza Development Fund.

National Loans

NeighborWorks® Network – \$45.3 million
Provide low-interest loans to first-time home buyers.

Impact Community Capital (in California) – \$22 million funded and \$25 million committed for a total of \$47 million
Provide financing for affordable housing.

Local Initiatives Support Corporation – \$14 million
Provide financing for community development.

La Raza Development Fund – \$2.5 million
Provide financing for affordable housing, lines of credit, and community projects.

Illinois Facilities Fund – \$5 million
Build childcare centers.

Affordable Housing Loans Through the NeighborWorks® System

Allstate is a major investor in the NeighborWorks® system, which promotes locally directed community revitalization and affordable-housing opportunities across the nation. The system has three interrelated components: Neighborhood Reinvestment Corporation; the

NeighborWorks® Network of more than 220 community-based non-profits serving more than 2,300 communities; and Neighborhood Housing Services of America (NHSA), a specialized secondary mortgage market servicing local network organizations.

Today, Allstate has more than \$45 million invested in the NeighborWorks® system, providing funds to help families make necessary improvements to their homes or to become first-time home buyers.



Most recipients of NeighborWorks® loans from local network organizations could not qualify for loans or lines of credit from standard lenders. In fact, 71 percent of loans made are to very low- or low-income households.

“The NeighborWorks® system is the single largest non-profit organization that we have invested in,” says Even. “They’re good investments for us, and good investments in families and communities that need them.”

Local Loans Through Local Initiatives Support Corporation (LISC)

The loans made to LISC by Allstate — totaling more than \$14 million — are focused on community development projects in five cities: Chicago, Cleveland, Los Angeles, New York and Washington D.C.

“We identified markets where Allstate has a strong history, and where we wanted to strengthen our presence by connecting with efforts around neighborhood revitalization,” says Tom Wilson, president, Allstate Protection.

Today, Allstate investments in LISC are helping development organizations to purchase and develop vacant lots; build affordable homes, schools, community centers, assisted living facilities, day care centers, health care centers,

and hospitals; renovate libraries; and provide young adults with job readiness, placement and training services, to name just a few.

“We deeply appreciate Allstate’s tremendous support for these important projects across the nation,” says LISC President and CEO Michael Rubinger. “We are grateful for our partnership with Allstate and their commitment to community development.”

Allstate’s Commitment Through the Allstate Bank

The Allstate Bank, a division of Allstate Financial, partners with non-profit organizations to help build safer, stronger communities.

The Allstate Bank provides financial support to the Illinois Facilities Fund, an organization that finances real estate for non-profit agencies that serve low-income neighborhoods.

Working together, the Allstate Bank and Allstate Insurance Company helped to create the Child Care and Education Fund. This fund provides additional financial support to the child care facility industry.

Additionally, the Allstate Bank invests in Lakefront Supportive Housing, an organization that provides support to homeless adults and families and people

at risk of homelessness. The goal of Lakefront Supportive Housing is to stabilize people in permanent housing and to help them achieve goals that lead to an independent life.

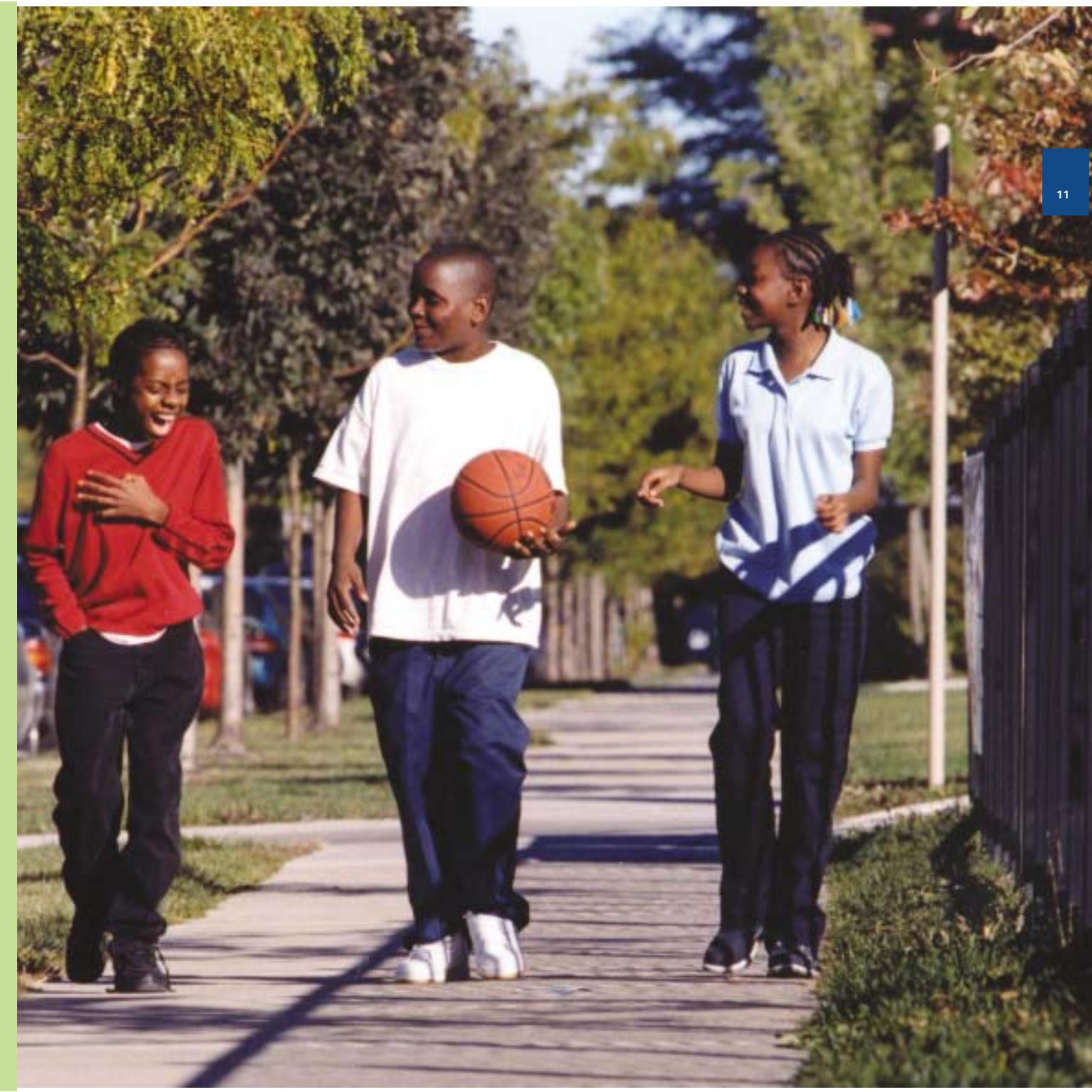
The Allstate Foundation

A socially and economically diverse society will always have its challenges. And socially responsible individuals and companies will always have a role in helping to overcome those challenges.

Since 1952, Allstate has contributed to thousands of organizations through The Allstate Foundation. Today, The Allstate Foundation funds more than 1,000 programs per year that focus on solving some of society’s current challenges: creating safe and vital communities; fostering economic empowerment in all sections of society; and teaching tolerance, inclusion and diversity to people across the country.

In 2003 and 2004, The Allstate Foundation will contribute more than \$30 million to non-profit organizations that have demonstrated their ability to make a difference.

“We belong to the community.”
—Henry David Thoreau



Hands... Creating Safe and Vital Communities

In some communities, it's the corner diner. In others, it's the country club or the town hall. Every community has places where people connect. Those connections keep communities viable and strong. But when crime creeps in, those communities begin to crumble.

"Nothing great was ever accomplished without enthusiasm."

—Ralph Waldo Emerson

Through The Allstate Foundation, Allstate helps communities become economically strong and safer so those who live there feel a sense of safety, belonging and commitment. The Allstate Foundation supports thousands of communities every year, sponsoring anti-violence and community safety programs for kids; providing funds to rebuild homes and community centers; and sponsoring projects that revitalize neighborhoods and reduce crime.

Allstate also supports organizations that provide assistance and education about catastrophe response and risk management. As a core part of our business, we have a vested interest in helping communities prepare for and manage through catastrophes.



Boys & Girls Clubs of America Street SMART

At Allstate, we believe a community cannot flourish if it is not safe. Since 1995, through the Street SMART Program, The Allstate Foundation and the Boys & Girls Clubs of America have provided club members, ages 11 to 13, with positive, life-enhancing programs and skills to help reduce violence, gang recruitment, crime and juvenile delinquency in their communities. To date, the Street SMART program has touched the lives of 118,000 children in America.

“We teach them how to be smart when it comes to street issues,” says Melissa Kennerson, an instructor at the Boys & Girls Clubs of Acadiana’s Opelousas Unit in Opelousas, Louisiana.

Trained youth development professionals run the program, which includes workshops about gang awareness and resistance, conflict resolution skills and how to be positive peer helpers to younger kids.



Kellen Guillory, age 10, says that as a result of Street SMART, he has become aware of ways to spot other youths who may be involved in gangs and knows how to avoid getting involved with them. He knows now to check for weapons, signs and clothing, as well as for violent personality traits.

The lesson for another student, Malcolm Payne, is that you can solve problems without violence. “It is always good to tell an adult what is going on,” young Payne says. “And I learned that you don’t always have to get mad. You can talk things out.”

Another Street SMART participant describes how his group designed its own T-shirt, calling themselves, T.A.G. (Truth About Gangs). “We put that on our shirts along with a phoenix bird. All of us read the Harry Potter books and think the phoenix bird represents rebirth — like when you are in a gang and want to get out. Boys & Girls Clubs can help you and you can be like the phoenix bird and start over.”



In addition to teaching kids how to communicate better and how to resolve conflicts positively, Street SMART is also teaching kids how to be community leaders. As a part of the Street SMART curriculum, kids plan and direct community awareness events about gang resistance and conflict resolution. In their own way, the kids are helping others feel a sense of hope and opportunity, and they are contributing to the creation of a safe and vital community.

Roxanne Spillett, president of the Boys & Girls Clubs of America, says, “Together, Allstate and the Boys & Girls Clubs help to build responsible, productive and caring citizens, which will go a long way toward securing the future of America and preserving the values that make this country great.”



National Crime Prevention Council Be Safe and Sound

If there is one thing most principals and teachers would like more than anything else, it would be for parents to be more involved in the ongoing education of their children. Likewise, if there is one thing most parents want, it would be for schools and communities to be safer for their children.

Through a grant from The Allstate Foundation, both of these objectives are being met through the Be Safe and Sound campaign, an initiative of the National Crime Prevention Council (NCPC) in partnership with The Allstate Foundation, ASSA ABLOY Group, the Security Industry Association and Verify Systems.

“Kids face a war of issues,” says Meghan Sharp, NCPC.

“Theft, bullying, intimidation, sexual harassment, guns, cliques. Through the Be Safe and Sound campaign, we provide parents with the tools to work with administrators and teachers to identify the issues that exist, and develop action plans to address them.”

Be Safe and Sound begins with the formation of a school safety and security action team, which assesses the school’s environment and identifies potential safety and security issues. The program was put through its

paces recently at two very different schools: the Edwin M. Stanton Elementary School in Philadelphia and the Woodford County High School in rural Kentucky.

“Both schools had some basic security needs,” says Sharp. The front door of the elementary school needed to be monitored at all times to prevent unauthorized people from coming into the school. At the high school, doors were sometimes propped open by students looking for easy access.

Using the grant that The Allstate Foundation provided, the high school will be able to replace the locks, install a new digital security camera system and develop ID badges for all students, staff and visitors. The elementary school will be able to purchase a security camera to monitor the front door.

Other issues discovered at the schools were a little more complicated to solve. “We found some behavior issues at the Philadelphia school,” Sharp explains. “Students reported bullying and intimidation and teachers felt a lack of respect from students.”

As a potential solution paid through The Allstate Foundation grant, teachers and parents will receive training in school climate issues and a schoolwide behavior

program will be put in place. A safety and behavior resource center for parents will also be established with funding from The Allstate Foundation.

At the high school, school climate was affected by weak student-teacher relationships. In a survey of students, the assessment found that only 29 percent of students said they could trust their teachers. In response, The Allstate Foundation grant paid for professional development for the teachers to help them develop positive relationships with students.

In the coming months, Be Safe and Sound will focus on expanding the campaign into 20 states.

Hearts... Fostering Inclusion, Tolerance and Diversity
Allstate believes personal safety and security can only be achieved when individuals feel a sense of belonging and acceptance – feelings that are fostered when our society is one that honors tolerance, inclusion and diversity.



*"Everything that we see is
a shadow cast by that
which we do not see."
—Martin Luther King Jr.*

Allstate focuses on supporting organizations that teach tolerant and inclusive behaviors without compromising the uniqueness of the individual. We combat the barriers to diversity and inclusion by supporting programs that address the roots of discrimination. And through our support

of workshops in schools and community organizations, we encourage people to challenge and speak out against acts of hate.



The Law and You

Today's headlines are full of stories detailing encounters between law enforcement officials and young people. Unfortunately, some of these stories do not have happy endings.

In 1998, Allstate partnered with the National Association for the Advancement of Colored People (NAACP), the National Organization of Black Law Enforcement Executives (NOBLE) and the Hispanic American Police Command Officers Association (HAPCOA) to develop The Law and You, an educational campaign aimed at teaching young people how to manage interactions with law enforcement in a positive way. Today, The Law and You is used by schools, community organizations, law enforcement organizations and youth centers all over the country.

"Many kids just don't know what police officers are looking for," says Police Officer Annie Mack-Evans. "For example, they don't know that reaching quickly into a backpack can trigger certain suspicions for the officer. The Law and You helps us all understand each other a little better, and helps us diffuse potentially negative situations."

Striving to bridge the gap in understanding between the two groups, The Law and You uses a series of video vignettes that demonstrate what youths should do when approached by a police officer. The videos explain the officer's point of view and give tips on how to keep the interaction positive.

"I learned lots of stuff," says Adan Lupercia, from Washington, D.C. "I learned how to interact with police when they approach us. Just because they have a uniform, a badge and a gun doesn't mean that we can't talk to them like human beings."

To date, more than 1,500 videos have been distributed across the country and shown in schools and to youth groups, and Allstate has broadened our partnerships to include the National Crime Prevention Council (NCPC) and Omni Youth Services. As its influence grows, The Law and You continues to make a significant difference, one kid at a time.

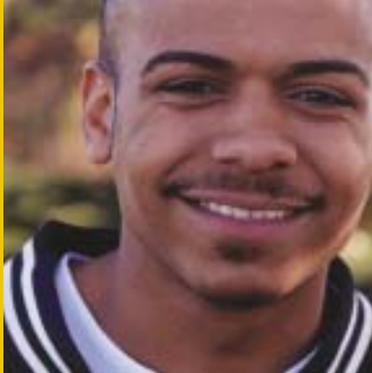
"I feel like when I go back," continues student Lupercia, "I need to go back and tell them all that I learned – every single thing – so we have a safer, better community. For us, my two little sisters, I want them to grow up in that same community, go to a youth center and be a leader like me."

"NOBLE's partnership with Allstate in the development and revisions of The Law and You has had tremendous success in educating not only our youth, but the community at large," says Jessie Lee, executive director of the National Organization of Black Law Enforcement Executives. "It has made a big impact on our most important audience – kids, our future leaders."

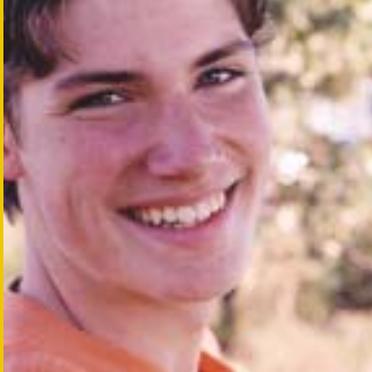


Organization of Chinese Americans Fighting Hate Crimes

Founded in 1973, the Organization of Chinese Americans, Inc. (OCA) is a national non-profit, non-partisan advocacy organization dedicated to securing the rights of Chinese American and Asian American citizens. Representing a population of nearly 12 million, OCA focuses on securing social justice, equal opportunity and equal treatment of Asian Americans.



“We work to educate the Asian American community about hate incidents and hate crimes,” explains OCA’s Director Christine Chen. In workshops funded by The Allstate Foundation and sponsored by OCA’s 44 chapters in the United States, OCA raises awareness of hate crimes and hate incidents and helps its members learn better strategies to deal with them. Workshops include an upfront presentation and video that set the stage for the discussion, active dialogue with hate crime victims and their families about their experiences and sometimes discussions with local law enforcement so that they better understand the issues.



“After September 11, our work became even more important,” says Chen. Following the terrorist attacks, racial profiling and anti-immigrant sentiments created more incidents of hate crimes against Asian Americans.

“We hope that our support of organizations like OCA will help people understand and value their differences, not react out of fear or intimidation,” says Allstate CEO Liddy.

With funding from The Allstate Foundation, OCA has held six to eight workshops per year for the past three years.

“We salute Allstate’s efforts in helping us get this important message out to many people,” concludes Chen.

Minds... Achieving Economic Empowerment

It's the cornerstone of the American dream, the notion that anyone in America can become financially secure and independent. But for many people in our society, that dream seems more like a fairy tale.

"The future belongs to those who believe in the beauty of their dreams."

—Eleanor Roosevelt

The Allstate Foundation supports economic literacy programs that help people understand the basics of finance and insurance, as well as economic concepts like inflation and recession. With that knowledge, people can make more intelligent financial decisions that will put them on the right track to financial independence.

Because we're in the financial services business, Allstate also has a role in helping Americans realize dreams of homeownership, college education, economic independence and secure retirement. Through financial planning seminars for adults and economic education programs for youth, we help to inspire those dreams.

Evelyn Purdis





One Economy

Ours has become a digital world, where access to and use of technology are critical in order to participate in the social and economic mainstream of America. However, less than 30 percent of this nation's lowest income households have Internet access. And a survey of 1,000 websites indicates that less than 10 percent are accessible to adults with limited literacy.

When information is power, access to information is critical to economic survival. Allstate is working with One Economy Corporation to bridge the digital divide and help low-income people gain access to information, raise their standard of living and gain economic independence.

Together, Allstate and One Economy Corporation have built and are using the About Insurance webpage to help educate people about the basics of insurance. About Insurance is part of One Economy's website, the Beehive (www.theBeehive.org), which provides people with accessible, interactive tools and tutorials to learn basic information relating to money, health, education, jobs and family.

"The About Insurance section of the Beehive mirrors the goals and values of One Economy by providing information that is multi-lingual, easy to use and relevant," says One Economy CEO Rey Ramsey.

For six months ending in April 2003, One Economy ran a pilot program with 100 low-income families, including 65 who were public housing residents. Each participant received a laptop for personal use at home and 10 hours of training. One Economy technology trainers used the About Insurance website as a training tool to teach participants how to access information using the Internet.



About Insurance is written at an accessible literacy level and is available in English and Spanish. The site answers questions about the role of insurance, types of insurance, the basics of getting insurance and how to read a policy.

Evelyn Purdis, a mother of two living at the former Cabrini-Green housing complex in Chicago and one of the pilot program participants, used the About Insurance tool to purchase renters insurance, which she never had before. Learning about renters insurance got her thinking about life insurance and, more importantly, about the future.

Tamara Williams, a mother of 11 living at the former Robert Taylor Homes in Chicago, explored the site with her daughter, Jocelyn. They learned that if she purchased her car and renters insurance from the same company, she could save money. She also learned that adding her daughter to her own policy would be less expensive than buying a separate policy.

These women and countless others like them are learning not only how to effectively manage their risks, but how to plan for their futures. About Insurance is a tool for teaching about insurance, but more importantly, for teaching about life.

As Ramsey concludes, "With About Insurance on the Beehive, people can successfully navigate the world around them. We salute The Allstate Foundation for making this possible."

Junior Achievement

Financial responsibility starts early. Or at least, it should, according to Junior Achievement (JA). "Our mission is to ensure that every child in America has a fundamental understanding of the free enterprise system," says JA CEO David Chernow.

Fitting perfectly with the Allstate goal of fostering economic empowerment, The Allstate Foundation granted more than \$1,374,500 to JA chapters in 2002-2003, and hundreds of Allstate employees and agents volunteered their time working with kids through JA programs.

Junior Achievement reaches approximately 5.2 million students worldwide. Chernow explains how the mission is accomplished: "Through age-appropriate curricula, JA programs begin at the elementary school level, teaching children how they can impact the world around them as individuals, workers and consumers. The programs continue through the middle and high school grades, preparing students for the economic and workforce issues they'll someday face."

In the past year alone, 26 Allstate offices have made grants to JA. Among them, the Florida, Northwest and Texas regional offices.

In Florida...

The Tampa Tribune, Junior Achievement, Allstate Financial Services, and The Allstate Foundation collaborated to develop a campaign called "Show Me the Money!" featuring an entertaining, interactive 16-page insert in the newspaper on February 11, 2003. The "Show Me the Money!" insert contained basic financial information for parents to cover with their children, an explanation of how the stock market works, the importance of saving money, the basics of balancing a checkbook, how to use a credit card responsibly, and the workings of various financial vehicles and institutions. The insert also featured a contest for a \$10,000 savings bond.

"Our relationship with The Allstate Foundation has enabled us to increase children's awareness and understanding of how to invest, save and handle money," says Richard George, JA executive director. "Through the 'Show Me the Money!' insert, we've positively impacted thousands of school-age children across the Tampa Bay area."

In the Northwest...

The Allstate Foundation awarded more than \$25,000 in grants to support JA programs at chapters throughout the Northwest. But the support didn't end there.

Every Friday for several weeks, Allstate Market Business Consultant McGregor Badillo taught students JA's "Personal Economics" curriculum at Seattle's Rainier Beach High School. Badillo is one of several agents, financial specialists and employees who have volunteered to teach JA courses to K-12 students.

"I plan to take these skills everywhere I go," said one student in the class. "First to high school, and then to college and the rest of my life."

In Texas...

A \$30,000 Allstate Foundation grant funded a JA "feeder" system in the Dallas Irving Independent School District. The goal is to provide JA education to elementary and middle schools that feed into a high school.

According to the Texas Education Agency, 33.7 percent of these students are considered economically disadvantaged and at risk. This JA/Allstate partnership took the money management message to 1,100 students in 58 classrooms.

"Many North Texas students live in some of the most economically challenged areas, and The Allstate Foundation is playing a pivotal role in helping to ensure their future success," says JA's Linda Schoelkopf, president of Junior Achievement of Dallas Inc. "Allstate understands that to be a success within the business community, it also must be a leader within the community. The company has proven that 'You're In Good Hands With Allstate®!'"



Select List of Allstate Corporate and Foundation Partners 2002-2003

\$200,000 and above

- American Red Cross
- Boys & Girls Clubs of America
- California Community Foundation
- City of Chicago Police Department – Chicago Alternative Policing Strategies
- East Bay Community Foundation
- Fairfax Renaissance Development Corporation
- Ferrock-Ogontz-Belfield Development Organization
- Injury Free Coalition for Kids
- Junior Achievement
- Lakefront SRO
- La Raza Development Fund
- Local Initiatives Support Corporation
- National Council of La Raza
- National Crime Prevention Council
- Neighborhood Housing Services of Los Angeles

- Neighborhood Housing Services of New York
- Neighborhood Reinvestment Corporation
- Northwestern University
- One Economy Corporation
- South Chicago Neighborhood Development Corporation
- South Dallas Fair Park Inner City Development Corporation
- United Way of Metropolitan Chicago

\$100,000 to \$199,999

- Big Brothers Big Sisters of America
- Chicago Children’s Museum
- Claretian Associates Inc.
- Jobs For America’s Graduates

\$50,000 to \$99,999

- Facing History and Ourselves
- Habitat for Humanity
- Insurance Education Foundation
- Metropolitan Family Services
- Metropolitan Planning Council

- National Association for the Advancement of Colored People
- National Endowment for Financial Education
- National Training and Information Center
- National Urban League
- Organization of Chinese Americans
- The Foundation for American Communications
- The Latino Coalition
- United Negro College Fund

\$25,000 to \$49,999

- City of Chicago Fire Department
- Lawrence Hall Youth Services
- University of Buffalo
- Virginia Crime Prevention Association

The Hands, Hearts and Minds of Agents

Today, there are more than 28,000 agents and insurance professionals working in Allstate agencies across America. And in each city, these dedicated men and women are making a difference in their neighbors' lives – through the protection Allstate insurance products provide, and their support of organizations in their communities.

Like most people at Allstate, our agents have a long history of community involvement. They're community leaders, baseball coaches, mentors and volunteers. They're involved in their local religious organizations, schools, city councils and chambers of commerce.

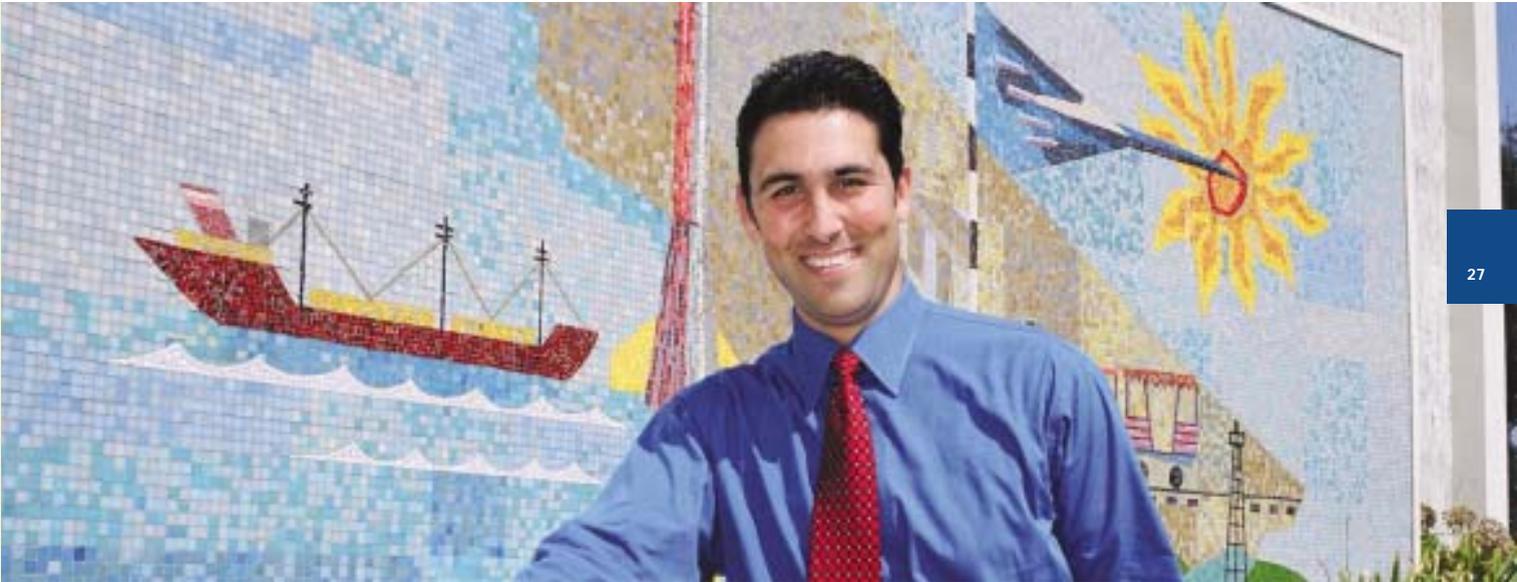
"At Allstate, we're very proud of our agents' involvement in their communities," says Tom Wilson, president, Allstate Protection. To honor their involvement, The Allstate Foundation provides \$500 grants to non-profit organizations where Allstate agents volunteer.

Over the past five years, Allstate has granted approximately \$412,000 to organizations on behalf of agents. In 2003, the Allstate Agency Hands in the Community Program was launched with \$1 million in Allstate Foundation grants set aside for non-profit organizations throughout the country.

In addition, each year Allstate honors one special agent for his or her outstanding community involvement. Named after 32-year-agent Ray Lynch, a business leader and community service hero from Fayetteville, North Carolina, who died in 1999, the Ray Lynch Award is given to an Allstate agent who exemplifies the kind of caring and commitment to community that Allstate values. The 2003 recipient of the Ray Lynch Award is Agent Julio Gudiño of Norwalk, California.

When you read the record of his community commitment, you can believe it when Gudiño says, "I enjoy being busy."

At Gudiño's request, the \$5,000 Allstate Foundation grant that accompanies the Ray Lynch Award went to The Latino Coalition Foundation (TLCF), where he serves on the Board of Directors and the Executive Committee. Washington-based TLCF researches and develops policies that are relevant to Latinos' overall economic, cultural and social development while empowering individuals through the promotion of self-reliance and personal responsibility. "TLCF focuses on everything from health issues to the problems of inner-city kids," he explains.



Julio Gudiño

Gudiño is passionate and active in a wide range of community services focusing on helping children and families in the Hispanic community through lots of TLC – time, love and checkbook. Though not his original intent, his community involvement has added greatly to his success as an agent.

“For me, it’s become part of the cost of doing business. Rather than costly marketing campaigns, I’d rather spend my time and money giving back to the community. That’s good for the community, my business, and is also personally rewarding.”

To offer emergency funding for families in crisis, Gudiño founded The United Hispanic Foundation. “I wanted to form a local, grassroots movement to serve as a lifeline for people in the community facing hardships.”

He also takes time in a dizzying schedule to support Community Health Solutions, which provides free health screenings and information on preventive medicine; Goals for Life, which offers positive role models and mentors for underprivileged children; and the Hispanic Business Roundtable, which supports and educates the Hispanic small-business community.

“Your ability to create a safer, more tolerant home, community or school depends on your decision to filter the negative, destructive things you hear about yourself,” says Gudiño, a keynote speaker at the National Crime Prevention Council Youth Conference. “Choose instead to redefine your own path. Celebrate all that you are. Create an environment acceptable to you. Or choose to withdraw and let your unique differences be hidden or obscured. The choice is yours.”

“Progress occurs when courageous, skillful leaders seize the opportunity to change things for the better.”

—Harry S. Truman



Gardner Browne

Allstate Agent Gardner Browne believes the most dire disasters often bring out the best in people. "It's great to see Americans come together to respond when tragedy strikes," he says. "It makes us better people."

And Browne should know. Through his volunteer work with the American Red Cross, Browne's been on hand to help communities recover from some of the worst disasters: hurricanes, floods, wildfires, earthquakes and, most devastating, September 11. His focus: mass care.

"Mass care involves sustenance and shelter for hundreds — sometimes thousands," he explains.

"Where will they sleep? Is there enough food? Is the water safe to drink?"

Disaster relief efforts start at the local level and then, if necessary, escalate to state, regional and federal levels. As the highest ranking volunteer within Florida's Division of Emergency Management and a member of the Federal Emergency Management Agency's Rapid Needs Assessment Team, Browne has been involved at all levels.

When the Pentagon was attacked on September 11, he happened to be only a few miles away. "It took a while for everyone to figure out what was happening and for the regional operations centers to get up and running, so for about five days I managed the mass care relief efforts at FEMA headquarters in Washington."

Browne likens his volunteer efforts to what he does on the job as an Allstate agent in Vero Beach, Florida. "On a much more simple level," he says, "that's what we do at Allstate every day: help our customers plan for or recover from emergencies, financial or otherwise. I get a lot of satisfaction from knowing that my actions, whether on the scene or behind it, help relieve the hardships of others."



Cathi Tresnicky

Cathi Tresnicky has been a successful businesswoman in McLean, Virginia, for more than 25 years. As an Allstate agent in this prestigious community in Fairfax County, there are few people she does not know and few local organizations she has not touched in her career.

Several years ago, Tresnicky joined the Fairfax County Business Partnership Program, and became involved in a program with Pimmit High School.

“Pimmit is an alternative school,” Tresnicky explains. “It’s not your standard high school. Most people who go to Pimmit are older, speak English as a second language, work full time, are raising a family or have some other issue that makes going to a regular high school impossible.”

Understanding how tough it can be for someone who is struggling to get a job right out of school, Tresnicky applied her business skills to the task, and participated in mock job interviews with soon-to-be Pimmit graduates.

“It was an incredible experience,” says Tresnicky. “The students were very prepared, dressed in their best and ready to go. It was great! I asked them questions just as I would ask any job applicant. Afterwards, we talked through the process, the importance of eye contact, correct posture, dress code, how to prepare for interviews...”

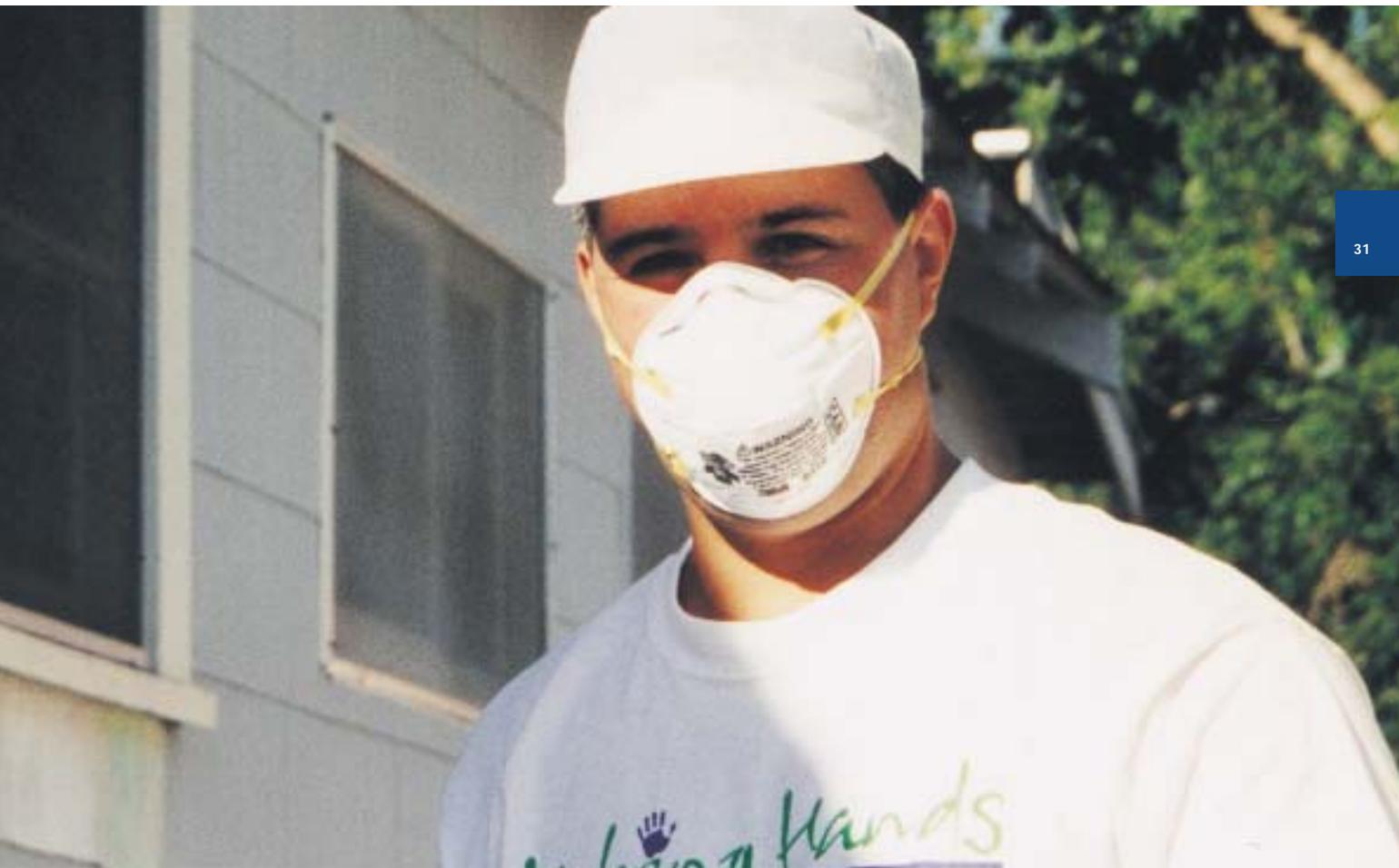
Tresnicky was clearly moved by the process, as were her students. “I realized the plight of these students,” she explains. “They’ve never had anyone explain to them what to do, how to act, what to say. They just don’t have anyone to ask.”

The school later awarded five scholarships to students who excelled at the school, several of whom had been interviewed by Tresnicky. “I felt so honored to have been involved.”



Helping Hands Reaching Out

Well known as “The Good Hands People®,” our employees are the heart of our business. That could probably be said about many employees in most businesses, but in ours, it’s especially true; our employees have seen the faces and heard the voices of those who have suffered a setback or endured a tragedy.



“Never doubt that a small group of thoughtful, committed citizens can change the world. Indeed, it’s the only thing that ever has.”

—Margaret Mead

Every year, thousands of Allstate employees in every corner of the country bring their hands and hearts to bear on matters that are important to them by rolling up their sleeves and working shoulder to shoulder with community partners. They are not just in their communities, they are *part* of their communities.

“Our employees and agents freely, generously donate their personal time to lift the spirits and fortunes of people in their communities,” says Allstate CEO Liddy. “You’ll find them working in soup kitchens, tutoring children, rehabbing parks and buildings, spending time with seniors, cleaning up vacant lots. I believe our Helping Hands Program has set the standard in volunteerism for corporate America.”

Pack a Lunch

For the past four years, employees at Allstate corporate headquarters have been trading power lunches for peanut butter and jelly lunches, taking the time to mentor grade school students at the Euclid Elementary School in Mt. Prospect, Illinois.

"The reason this program is so successful is pretty simple," says Sarah Abhalter, the school's social worker. "The kids get some extra positive attention and they get that feeling of being special. I've noticed that the kids who have been involved in the program are more confident, get along better with their peers, and speak up more in class. It means a lot to them that there is one special person that takes time out to be with them and cares about them."

"It feels so good to know you're having a positive influence on these children," says fourth-year mentor George Onofrio, Allstate product manager. "There's nothing nicer than hearing a young child ask if you're going to be back to see them next week."

"These folks participate because they want to make a difference in someone's life," says JoAnn Benedeck, Allstate corporate relations and member of the Allstate Mentoring Program. "While they don't expect any special recognition, they'll tell you that the recognition they receive from the children is the best kind anyone can receive."

Fourth-year mentor and Allstate employee Jill Hruska agrees.

"The boy I mentor comes from a broken home," says Hruska, "but he is incredibly positive and always lifts my day. There are so many kids out there hungry for this kind of attention."



Corporate Giving Campaign

For many years, Allstate employees and agents have been sharing their good fortune with others through the Allstate annual Corporate Giving Campaign.

"Our employees and agents know that they can make a difference in people's lives, and they do every year – through their work, by volunteering in their communities, and through the annual Giving Campaign," says Chairman Liddy.

Administered at every Allstate office, the Giving Campaign provides employees and agents with an easy way to support non-profit organizations of their choosing. Allstate adds 15 percent, making every donation of \$1.00 actually a donation of \$1.15.

In each of the last three years, Allstate employees and agents have donated an average of \$4.9 million to charities across the country, putting their money into the hands of those who need it.



Rehabbing and Restocking

Helping families, like the Eusebio Cipriano family of Mesa, Arizona, is what Helping Hands is all about. The Guatemalan immigrants couldn't believe their eyes when Annette Zahn, Allstate claims process specialist, and 25 other Helping Hands volunteers showed up in April with paint, ladders and car trunks full of bedding, towels and kitchen supplies.

"I contacted an organization called 'Rebuilding Together' and told them we were looking to help a young family in need that was willing to invest some sweat equity of their own," says Joe Gacioch, Allstate field corporate relations manager. "They suggested the Cipriano family."

Now, thanks to these generous Allstaters, the Cipriano's home is painted inside and out, and their floors have new carpet and tile. Even the windows have been

spruced up: Diane Hallwas, senior claim service adjuster, set up her sewing machine in the front yard and made curtains while her 16-year-old son, Dan, helped paint the back porch.

In addition to the full day of labor, employees collected enough money to pay for household bedding, bath accessories, kitchen supplies, a basketball for Serdy, age 9, and a doll for Madelin, age 7.

"This was such a rewarding experience," says Zahn. "You could see a big difference in the house when we left."

"Nothing like this ever happens in Guatemala!" says Carmelina Cipriano. "Everyone did so much for us this year, I must be a volunteer on your house project to help someone else next year," says Eusebio.



Holiday Adopt-A-Family

Crowded cubicles are a common sight in the Allstate Northbrook home office during November and December when the generosity of Chicago-area employees can literally be measured in truckloads – seven, to be precise: two at Thanksgiving and five at Christmas.

This Helping Hands Adopt-A-Family event is a perennial favorite for home office staff. It's an opportunity for Allstate employees to share in their good fortune and give back to those less fortunate. Partnering with local charitable organizations, the Helping Hands Adopt-A-Family program provides needy families with whatever they might need – whether it's a turkey, a table or a toy for a child.

The process starts in August when employee volunteers request "wish lists" from needy families through non-profit

organizations. With lists in hand, employees and departments sign up to "adopt" families. In 2002, nearly 4,000 employees rallied to support 354 families representing 2,000 people of all ages. Thanks to their generosity, families who might otherwise have struggled to put food on the table enjoyed the holidays more than they could have imagined.

Aubrey Streb, an Allstate senior servicing analyst, is moved every year when she delivers Adopt-A-Family gifts. "While I was dropping off some Thanksgiving items, a family came in to pick up their care package. Their little girl was so excited! I felt privileged to see how much a person can be touched by an act of kindness."

The day before Christmas, thousands of gifts – everything from bicycles to beds and ironing boards to basketballs – started streaming out to the loading dock. One business unit went so far as to decorate a child's whole

bedroom. By day's end, the loading dock resembled a retail store.

"The day before Christmas is my favorite day of the year to come to work," says Mark Cleveland, senior operations manager, who has orchestrated distributing the donations for five years. "It's the closest I'll ever come to being Santa Claus."

Employee and Supplier Diversity

As a company with a diverse population of employees, agents and customers, Allstate embraces diversity in everything we do – not only the customers we serve and the communities in which we invest, but also the people we hire and the businesses we use as suppliers. It's a testament to the company's corporate citizenship and a sound business strategy.

"The success of any business rests on the shoulders of its people," says Joan Crockett, senior vice president, Human Resources. "Allstate offers an inclusive, high performance environment with competitive pay and benefits and opportunities for development and quality leadership – all designed to attract the brightest people and retain and motivate our skilled workforce."

The company's diversity and work/life programs include equal opportunity for all employees; work/life and wellness initiatives; diversity education, recruitment, career advancement and developmental leadership; accountability measurement; mentoring programs; support networks; and community involvement.

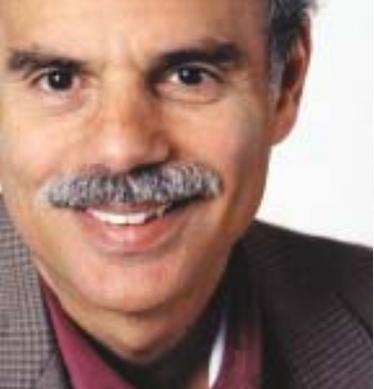
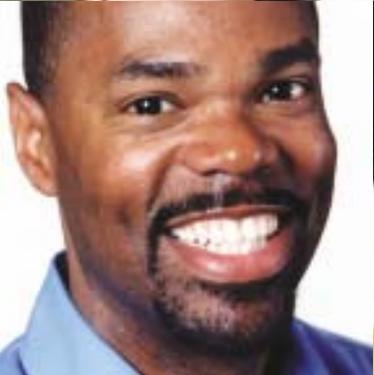
While embracing diversity is the right thing to do, it also makes good business sense. "We work hard to build an environment that fosters inclusion, work/life balance and creativity," says Chairman Liddy. "We understand that a diverse workforce is key to satisfying the needs of a diverse marketplace."

Allstate's commitment to diversity has earned high marks (see page 38). For example, DiversityInc. placed Allstate among its list of Top 50 Companies for Diversity. "This recognition is a particularly significant indicator of a company's commitment to diversity in the workplace," says Luke Visconti, DiversityInc.

"Our competitive advantage is our people, and our people are diverse," says Liddy. "That diversity is a strength and a strategy that will continue to allow us to realize our growth goals. Nothing less than an integrated diversity strategy will allow us to excel domestically and internationally."

"Just as we welcome a world of diversity, so we glory in an America of diversity – an America all the richer for the many different and distinctive strands of which it is woven."

–Hubert H. Humphrey



Our Diverse Workforce

Shown are minority and female employee percentages of the company's total U.S. workforce.

Job Category	Total Number by Category	Total Female Percent	Total African American Percent	Total Hispanic Percent	Total Asian/Pacific Islander Percent	Total Native American Percent	Total Minority Percent
Officials & Managers	5,788	41.8	11.4	4.9	3.3	0.3	19.9
Professionals	18,117	49.1	12.9	6.1	5.0	0.4	24.4
Technicians	32	9.4	0	6.3	0	0	6.3
Sales Workers	362	22.1	13.8	6.4	5.2	1.1	26.5
Office Workers	13,178	83.9	24.5	10.1	3.1	0.4	38.1
Craft Workers	99	8.1	11.1	18.2	4.0	0	33.3
Total Workforce	37,576	59.8	16.7	7.3	4.1	0.4	28.5

Data as of 12/21/03 (Employee counts only. Excludes Exclusive Agencies, Exclusive Financial Specialists and Independent Agencies.)

Shown are awards Allstate has won for its diversity efforts.

- Diversity Elite, America's Best 50 Companies for Minorities: Fortune magazine (award winner 1998-2002)
- Most Admired Property and Casualty Company: Fortune magazine (2003)
- 100 Best Companies for Working Mothers: Working Mother magazine (1990, 1992-2003)

- Epsilon Award: Black Data Processors Association (2003)
- Top Company for African Americans: DiversityInc (2003)
- Top 50 Companies for Diversity: DiversityInc (2002-2003)
- One of the Best Places to Work for Latinos: Hispanic magazine (1996-2003)
- 50 Best Companies for Latinas to Work: Latina Style magazine (1998-2003)

- Great Places for African-American Women to Work: Essence magazine (2003)
- Top 10 Companies for MBA Executives: Minority MBA magazine (1998-2002)
- Top 50 Companies for People with Disabilities: Careers & The disAbled (1997, 2000-2002)

Supplier Diversity

As a large, national company, Allstate relies on the expertise and services of many business partners and suppliers. Today, minority- and female-owned businesses are growing significantly faster than non-minority businesses. Through our Supplier Diversity Program, Allstate is determined not only to strengthen its current partnerships with these critical suppliers, but also to build new ones.

Fundamental goals of our Supplier Diversity Program are the economic empowerment of minority communities, honoring our pledge to provide quality products and services to our customers and delivering outstanding value to our shareholders.

"Allstate has built solid relationships with minority- and female-owned businesses over many years," says Jim Osborne, vice president of Allstate Procurement Governance. "It's not only the right thing to do, it's also the smart thing to do."

Today, minorities represent 28 percent of the U.S. population, but minority businesses represent only 15 percent of total businesses, 3 percent of gross receipts, and 4 percent of total corporate purchases. Clearly, there is room for improvement. And while we're doing our part, we feel that we can do more.

To that end, Allstate began 2002 by strengthening its processes to tap into diversity suppliers more often and more wisely. Today, Allstate's revitalized Supplier Diversity Program offers minority- and female-owned enterprises their best opportunities yet to join forces with Allstate.

- Allstate joined two major trade groups — the National Minority Supplier Development Council (NMSDC) and the Women's Business Enterprise National Council (WBENC) — which offer huge databases on minority- and female-owned suppliers to increase our exposure to minority- and female-owned businesses.
- Allstate participated in NMSDC's financial services roundtable, networking with other large corporations to identify and share best practices in diversity purchasing.
- Allstate analyzed its existing supplier base to identify gaps in diversity spending by category.

In July 2003, Saludos Hispanos honored Allstate with its Leader of Distinction award, identifying the company as one of America's top organizations for its supplier diversity program for Hispanic-owned businesses.

"When I attend minority and women supplier advocate conferences, people often approach me to say how much they appreciate the opportunity to work with Allstate," says Kathy Gilligan, supplier diversity manager, Allstate Procurement Governance. "Working with minority- and women-owned businesses is smart business — it's good for the community, it's healthy for the economy and it's good for our business."

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*"The rendering of useful service is the common duty
of mankind."*

—John D. Rockefeller, Jr.

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