

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

DENISE SUNDQUIST, derivatively and on
behalf of THE ALLSTATE CORPORATION,

Plaintiff,

v.

THOMAS J. WILSON, STEVEN E. SHEBIK,
JUDITH A. SPRIESER, KERMIT R.
CRAWFORD, MICHAEL L. ESKEW, F.
DUANE ACKERMAN, JACK M.
GREENBERG, ROBERT D. BEYER,
HERBERT L. HENKEL, SIDDHARTH N.
MEHTA, ANDREA REDMOND, JOHN W.
ROWE, MARY ALICE W. TAYLOR,
JACQUES P. PEROLD, and MATTHEW E.
WINTER,

Defendants,

-and-

THE ALLSTATE CORPORATION, a
Delaware Corporation,

Nominal Defendant.

Case No. 1:18-cv-03598

Hon. Robert W. Gettleman

DECLARATION OF KRISTEN L. O'CONNOR
IN SUPPORT OF PLAINTIFF'S REQUEST FOR JUDICIAL NOTICE

I, Kristen L. O'Connor, hereby declare as follows:

1. I am an associate at Johnson Fistel, LLP, counsel for Plaintiff Denise Sundquist in the above-captioned action. I submit this declaration in support of Plaintiff's Opposition to Defendants' Motion to Dismiss the Complaint or Stay this Action. I have personal knowledge of the facts stated in this declaration. I could and would competently testify to these facts, if called upon to do so.

2. Attached hereto as Exhibit A is a true and correct copy of the Consolidated Amended Shareholder Complaint filed in the Circuit Court of Cook County, Illinois, Chancery Division, *Biefeldt, et al., v Wilson, et al.*, Case No. 2017-CH-10676 (Hon. Moshe Jacobius).

3. Attached hereto as Exhibit B is a true and correct copy of the initial Verified Stockholder Derivative Complaint filed in the Circuit Court of Cook County, Illinois, Chancery Division, *Biefeldt, et al., v Wilson, et al.*, Case No. 2017-CH-10676 (Hon. Moshe Jacobius).

4. Attached hereto as Exhibit C is a true and correct copy of Allstate's March 28, 2018 Letter from Independent Directors to Stockholders, excerpted from the Company's Definitive Proxy Statement filed with the Securities Exchange Commission on March 28, 2018 (<https://www.sec.gov/Archives/edgar/data/899051/000120677418000988/allstate3288151-def14a.htm>).

DATED: September 7, 2018

/s/ Kristen O'Connor
Kristen O'Connor

CERTIFICATE OF SERVICE

I hereby certify that on September 7, 2018, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system. The electronic filing system sent a “Notice of Electronic Filing” to the attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means.

/s/ Lori A. Fanning
Lori A. Fanning