Edgar Filing: ERIE INDEMNITY CO - Form 4

ERIE INDEMNI Form 4 April 24, 2007	TY CO										
FORM 4	L								PPROVAL		
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287				
Check this boy if no longer subject to		EMENT OI)F CHANGES IN BENEFICIAL OWNERSHIP OF				Expires: January 3 200 Estimated average				
Section 16. Form 4 or	SECURITIES						burden hou response	irs per			
Form 5	Filed p	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).											
(Print or Type Respo	onses)										
			2. Issuer Name and Ticker or Trading Symbol ERIE INDEMNITY CO [ERIE]				5. Relationship of Reporting Person(s) to Issuer				
							(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				k all applicable				
				(Month/Day/Year) 04/23/2007			_X_Director10% Owner Officer (give titleOther (specify below)below)				
			4. If Amen	4. If Amendment, Date Original			6. Individual or Jo	6. Individual or Joint/Group Filing(Check			
			Filed(Mont	h/Day/Year)			Applicable Line)				
BOYERTOWN	, PA 19512	, ,					_X_ Form filed by 0 Form filed by M Person	Jne Reporting Pe Jore than One Re			
(City)	(State)	(Zip)	Table	e I - Non-De	rivative S	ecurities A	Acquired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)		on Date, if			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial				
						(A) or	Transaction(s)				
				Code V	Amount	(D) Pric	(Instr. 3 and 4)				
Class A Common Stock							50,000	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Directors' Deferred Compensation Phantom Units	<u>(1)</u>	04/23/2007		J <u>(2)</u>	25.207	(3)	(4)	Class A Common Stock	25.207

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BORNEMAN J RALPH JR 17 E. PHILADELPHIA AVENUE PO BOX 584 BOYERTOWN, PA 19512	Х					
Signatures						
By: Linda A. Etter, Power of Attorney	04	4/24/2007				
**Signature of Reporting Person		Date				

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) Conversion price is not applicable to shares granted under the Outside Directors' Deferred Compensation Plan.
- (2) Acquired under dividend reinvestment for Directors' Deferred Compensation Plan

(3) The shares subject to this reporting are phantom Share Credits which are periodically credited to the accounts of certain Directors of Erie Indemnity Company pursuant to its Outside Directors Stock Plan. These Credit Shares are actually paid to the reporting individual in shares of Erie Indemnity Company Class A Common Stock when their service as a Director of Erie Indemnity Company ends. There is no exercisable date for these securities.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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