Edgar Filing: ERIE INDEMNITY CO - Form 4

ERIE INDEN	MNITY CO										
Form 4											
February 03,	2016										
FORM							APPROVAL				
	UNITE	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287		
Check thi if no long subject to Section 1	ser STATE	MENT O	F CHAN	GES IN I SECUR		CIAL (OWNERSHIP OF	Estimated	-		
Form 4 or				bleen				burden ho response.	•		
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17	7(a) of the	Public Ut		ing Com	pany A	nange Act of 1934, ct of 1935 or Section 1940	·	0.0		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Stover Richard L			2. Issuer Name and Ticker or Trading Symbol ERIE INDEMNITY CO [ERIE]				5. Relationship o Issuer	5. Relationship of Reporting Person(s) to Issuer			
					-	INIL	(Che	eck all applicat	ole)		
(Last) 1203 DEER	(First)	(Middle) JRT	3. Date of (Month/D 02/01/20	-	ansaction		X Director Officer (giv below)		0% Owner ther (specify		
GIBSONIA	(Street) , PA 15044-804	13		ndment, Da hth/Day/Year)	-		6. Individual or . Applicable Line) _X_ Form filed by Form filed by Person	-	Person		
(City)	(State)	(Zin)									
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurities	s Acquired, Disposed	of, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Class A Common Stock				Code V	Amount	(D) Pr		I	Stover & Associates SEP FBO Richard L. Stover		

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

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

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

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) o Disposed of (D (Instr. 3, 4, and 5)		Date	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Directors' Deferred Compensation Phantom Units	\$ 0 <u>(1)</u>	02/01/2016		J <u>(2)</u>	159.566	<u>(3)</u>	<u>(4)</u>	Class A Common Stock	159.5

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Stover Richard L 1203 DEERING BAY COURT GIBSONIA, PA 15044-8043	Х			
Signatures				
Chandra M. Burns, Power of Attorney		02/03/201		
** Signature of Reporting Person		Date		
Evaloretion of Dec				

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 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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