

ERIE INDEMNITY CO

Form 4

November 14, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 Person *
BRINLING JOHN J JR

(Last) (First) (Middle)

100 ERIE INSURANCE PLACE

(Street)

ERIE, PA 16530

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ERIE INDEMNITY CO [ERIE]

3. Date of Earliest Transaction
(Month/Day/Year)
11/13/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	11/13/2006		S		497	D	\$ 54.3 14,940
Class A Common Stock	11/13/2006		S		100	D	\$ 54.32 14,840
Class A Common Stock	11/13/2006		S		3	D	\$ 54.36 14,837
Class A Common	11/13/2006		S		400	D	\$ 54.37 14,437

Edgar Filing: ERIE INDEMNITY CO - Form 4

Stock									
Class A Common Stock	11/13/2006		S	1,021	D	\$ 53.9	4,157	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	999	D	\$ 54.28	3,158	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	800	D	\$ 54.3	2,358	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	600	D	\$ 54.41	1,758	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	401	D	\$ 54.37	1,357	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	200	D	\$ 54.29	1,157	I	By Retirement IRA
Class A Common Stock	11/13/2006		S	100	D	\$ 53.91	1,057	I	By Retirement IRA
Class A Common Stock	11/14/2006		S	57	D	\$ 54.92	1,000	I	By Retirement IRA
Class A Common Stock	11/14/2006		S	1	D	\$ 54.91	999	I	By Retirement IRA
Class A Common Stock	11/14/2006		S	942	D	\$ 54.9	57	I	By Retirement IRA

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.

SEC 1474
(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own
---	--	---	---	--------------------------------------	---	--	---	---	---

Edgar Filing: ERIE INDEMNITY CO - Form 4

Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follo
Repo
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
------	---	-----	-----	---------------------	--------------------	-------	--

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRINLING JOHN J JR 100 ERIE INSURANCE PLACE ERIE, PA 16530			Executive Vice President	

Signatures

By: Linda A. Etter, Power of Attorney
Date: 11/14/2006

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).
- 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.