

ERIE INDEMNITY CO

Form 4

May 16, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
**GARCIA PHILIP A**

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 (Month/Day/Year)

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

**100 ERIE INSURANCE PLACE**

**05/14/2007**

Executive VP & CFO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

**ERIE, PA 16530**

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	05/14/2007		S	100 D \$ 55.73	23,700	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007		S	100 D \$ 55.72	23,600	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007		S	100 D \$ 55.71	23,500	I	By Self as Trustee for Wife
Class A Common	05/14/2007		S	500 D \$ 55.7	23,000	I	By Self as Trustee for

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Stock								Wife
Class A Common Stock	05/14/2007	S	300	D	\$ 55.68	22,700	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.65	22,500	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	300	D	\$ 55.64	22,200	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.62	22,000	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	100	D	\$ 55.61	21,900	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.6	21,700	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	100	D	\$ 55.59	21,600	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	100	D	\$ 55.58	21,500	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.57	21,300	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	97	D	\$ 55.56	21,203	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	500	D	\$ 55.55	20,703	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	300	D	\$ 55.54	20,403	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	1,003	D	\$ 55.53	19,400	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	700	D	\$ 55.52	18,700	I	By Self as Trustee for Wife

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Class A Common Stock	05/14/2007	S	100	D	\$ 55.51	18,600	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	3,296	D	\$ 55.5	15,304	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	100	D	\$ 55.46	15,204	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	400	D	\$ 55.4	14,804	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	100	D	\$ 55.38	14,704	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	406	D	\$ 55.37	14,298	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	94	D	\$ 55.36	14,204	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.34	14,004	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.31	13,804	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	200	D	\$ 55.3	13,604	I	By Self as Trustee for Wife
Class A Common Stock	05/14/2007	S	1,600	D	\$ 55.29	12,004	I	By Self as Trustee for Wife
Class A Common Stock						8,368	D	

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own 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
GARCIA PHILIP A 100 ERIE INSURANCE PLACE ERIE, PA 16530			Executive VP & CFO	

## Signatures

By: Linda A. Etter, Power of Attorney  
 \_\_\_\_\_  
 \*\*Signature of Reporting Person

05/16/2007  
 \_\_\_\_\_  
 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.