

ERIE INDEMNITY CO  
Form 8-K  
February 27, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

February 26, 2008

Erie Indemnity Company

(Exact name of registrant as specified in its charter)

Pennsylvania

0-24000

25-0466020

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

100 Erie Insurance Place, Erie, Pennsylvania

16530

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(814)870-2785

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition.**

a) On February 27, 2008, Erie Indemnity Company (Company) issued a press release announcing financial results for the quarter and year ended December 31, 2007. A copy of the press release and financial information is attached hereto and is incorporated herein by reference as Exhibit 99.1 and Exhibit 99.2, respectively.

On February 28, 2008 at 10:00 a.m. the Company will hold a telephone conference call that will be webcast and that is complimentary to the press release announcing financial results for the quarter and year ended December 31, 2007.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Also in the attached press release are announcements related to certain Board members and transitions of certain management positions.

b) On February 26, 2008, the Company received from two of its incumbent directors, Kaj Ahlmann and John T. Baily, letters indicating that neither intends to stand for re-election to the Company's Board of Directors at the upcoming 2008 Annual Meeting of Shareholders. Neither Mr. Ahlmann nor Mr. Baily expressed any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

On February 27, 2008, the Company received notification of the resignation of Thomas B. Morgan, Executive Vice President, Insurance Operations to be effective February 29, 2008.

c) In conjunction with the resignation of Thomas B. Morgan discussed in b) above, the Company's Insurance Operations will be restructured under the leadership of Michael S. Zavasky, Senior Vice President and Division Officer, Strategy Management Office and George R. Lucore who retired from the Company in 2006.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit 99.1 Press Release Text  
Exhibit 99.2 Financial Information

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Erie Indemnity Company

*February 27, 2008*

By: *Philip A. Garcia*

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*Name: Philip A. Garcia*

*Title: Executive Vice President & CFO*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release Text
99.2	Financial Information