

ERIE INDEMNITY CO

Form 4

January 12, 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 \*  
ZIEGLER DOUGLAS F

(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)  
01/10/2007

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)

Senior VP, Treasurer & CIO

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)	(A) or (D)	5. Amount or Price	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)
Class A Common Stock	01/10/2007		S	72	D	\$ 55.84	88,457	D	
Class A Common Stock	01/10/2007		S	108	D	\$ 55.85	88,349	D	
Class A Common Stock	01/10/2007		S	72	D	\$ 55.87	88,277	D	
Class A Common	01/10/2007		S	71	D	\$ 55.88	88,206	D	

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Stock									
Class A Common Stock	01/10/2007	S	37	D	\$ 55.89	88,169	D		
Class A Common Stock	01/10/2007	S	723	D	\$ 55.9	87,446	D		
Class A Common Stock	01/10/2007	S	36	D	\$ 55.91	87,410	D		
Class A Common Stock	01/10/2007	S	325	D	\$ 55.92	87,085	D		
Class A Common Stock	01/10/2007	S	181	D	\$ 55.93	86,904	D		
Class A Common Stock	01/10/2007	S	289	D	\$ 55.94	86,615	D		
Class A Common Stock	01/10/2007	S	758	D	\$ 55.95	85,857	D		
Class A Common Stock	01/10/2007	S	253	D	\$ 55.97	85,604	D		
Class A Common Stock	01/10/2007	S	616	D	\$ 55.98	84,988	D		
Class A Common Stock	01/10/2007	S	145	D	\$ 55.99	84,843	D		
Class A Common Stock	01/10/2007	S	1,277	D	\$ 55.9	12,939	I		By Son
Class A Common Stock	01/10/2007	S	64	D	\$ 55.91	12,875	I		By Son
Class A Common Stock	01/10/2007	S	575	D	\$ 55.92	12,300	I		By Son
Class A Common Stock	01/10/2007	S	319	D	\$ 55.93	11,981	I		By Son

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Class A Common Stock	01/10/2007		S	1,337	D	\$ 55.95	10,644	I	By Son
Class A Common Stock	01/10/2007		S	511	D	\$ 55.94	10,133	I	By Son
Class A Common Stock	01/10/2007		S	447	D	\$ 55.97	9,686	I	By Son
Class A Common Stock	01/10/2007		S	1,089	D	\$ 55.98	8,597	I	By Son
Class A Common Stock	01/10/2007		S	255	D	\$ 55.99	8,342	I	By Son
Class A Common Stock	01/10/2007		S	5,075	D	\$ 56	3,267	I	By Son
Class A Common Stock	01/10/2007		S	64	D	\$ 56.02	3,203	I	By Son
Class A Common Stock	01/10/2007		S	201	D	\$ 56.04	3,002	I	By Son
Class A Common Stock	01/10/2007		S	2,234	D	\$ 56.15	768	I	By Son
Class A Common Stock	01/10/2007		S	128	D	\$ 56.3	640	I	By Son
Class A Common Stock							6,150	I	By Spouse

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)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv Secur
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Beneficial Ownership Following Reportable Transaction (Instr. 6)	
			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
ZIEGLER DOUGLAS F 100 ERIE INSURANCE PLACE ERIE, PA 16530	Senior VP, Treasurer & CIO

### Signatures

By: Linda A. Etter, Power of Attorney  
01/12/2007  
\*\*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).

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.