Edgar Filing: ERIE INDEMNITY CO - Form 4

ERIE INDEM	INITY CO											
Form 4												
July 22, 2014										PPROVAL		
FORM	4 UNITEI	O STATES		ITIES Al hington,			GE (COMMISSION		3235-0287		
	Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OI					NERSHIP OF	Expires: Estimated a	January 31, 2005 average				
Section 16 Form 4 or		SECURITIES							burden hou	urs per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 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									. 0.5			
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <u>*</u> HARTZ CHARLES SCOTT			2. Issuer Name and Ticker or Trading Symbol ERIE INDEMNITY CO [ERIE]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) THE HARTZ PLAZA, SUI	(First) Z GROUP, TW	(Middle)	(Month/Da	-	insaction			X Director Officer (give below)	109	% Owner her (specify		
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
				-			Applicable Line) _X_Form filed by One Reporting Person					
BALA CYN	WYD, PA 190	04						Form filed by I Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecurit	ies Acc	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	emed on Date, if 'Day/Year)	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)		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)		
Class A				Code V	Amount	(D)	Price	(msu. 5 anu 4)				
Class A Common Stock								2,097.427	D			

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.

 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)	tion Date, if TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Directors' Deferred Compensation Phantom Units	\$ 0 <u>(1)</u>	07/21/2014		J <u>(2)</u>	78.585	(3)	<u>(4)</u>	Class A Common Stock	78.585

Reporting Owners

Reporting Owner Name / Address		Relationsh		
, g	Director	10% Owner	Officer	Other
HARTZ CHARLES SCOTT THE HARTZ GROUP TWO BALA PLAZA, SUITE 300 BALA CYNWYD, PA 19004	Х			
Signatures				
Linda A. Etter, Power of Attorney	07/22/2014			
<u>**</u> Signature of Reporting Person	Da	ate		

**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).
- (1) Conversion price is not applicable to shares granted under the Outside Directors' Deferred Compensation Plan.
- (2) Acquired under dividend reinvestment for 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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