Edgar Filing: ERIE INDEMNITY CO - Form 4

ERIE INDEN	MNITY CO									
Form 4										
December 04	l, 2006									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								APPROVAL 3235-0287		
Check thi if no long subject to Section 14 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	6. Filed purs Section 17(a	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 20(b) of the Investment Company Act of 1940							January 31 Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type R	Responses)									
Feltz-Upperman Lorianne Symbol							5. Relationship of Reporting Person(s) to Issuer			
			INDEMNI	[] CO []	ERIE]	(Che	ck all applicable	e)	
(Month			3. Date of Earliest Transaction (Month/Day/Year) 12/01/2006				Director 10% Owner X_ Officer (give title Other (specify below) below) Senior Vice President			
(Street) 4. If Ame			Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
ERIE, PA 16	6530	Filed(1	Month/Day/Year)				Applicable Line) _X_Form filed by Form filed by Person	One Reporting Po More than One Ro		
(City)	(State) (Zip) T	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. if Transactio Code ar) (Instr. 8)	4. Securi onAcquirec Disposec (Instr. 3, Amount	ties l (A) o l of (D	or))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-	
Class A				unit	()					
Common Stock	12/01/2006		J <u>(1)</u>	3.24	А	\$0	415.565	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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D)	3	Date	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(msu

Edgar Filing: ERIE INDEMNITY CO - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Feltz-Upperman Lorianne 100 ERIE INSURANCE PLACE ERIE, PA 16530			Senior Vice President				
Signatures							
By: Linda A. Etter, Power of Attorney		12/04/2006					

**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).

(1) Participant directed transaction under 401(k) Plan

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.