Stover Richard L Form 4 February 02, 2018

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

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to

**SECURITIES** Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

(City)

Common

Stock

1. Name and Address of Reporting Person \* Stover Richard L

(First)

(State)

1203 DEERING BAY COURT

2. Issuer Name and Ticker or Trading Symbol

ERIE INDEMNITY CO [ERIE]

3. Date of Earliest Transaction

(Month/Day/Year) 02/01/2018

(Street) 4. If Amendment, Date Original

(Middle)

(Zip)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

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

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

\_X\_ 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

GIBSONIA, PA 15044-8043

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or		Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Class A

Associates 1,072 I **SEP FBO** Richard L. Stover

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

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SEC 1474 (9-02)

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### Edgar Filing: Stover Richard L - Form 4

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exer	cisable and	7. Title and A	Amount o	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration I	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities (Month/Day/Year)		(Instr. 3 and 4)			
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	tr. 8) Acquired (A) or					
	Derivative				Disposed of (I	<b>D</b> )				
	Security				(Instr. 3, 4, and	ĺ				
	,				5)					
				Code V	(A) (I	Date Exercisable	~	Title	Amoun Numbe Shares	
Directors' Deferred Compensation Phantom Units	\$ 0 (1)	02/01/2018		J(2)	120.598	(3)	<u>(4)</u>	Class A Common Stock	120.5	
	Derivative Security (Instr. 3)  Directors' Deferred Compensation	Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security  Directors' Deferred Compensation \$0 (1)	Derivative Conversion (Month/Day/Year) Security or Exercise (Instr. 3) Price of Derivative Security  Directors' Deferred Compensation \$0 \(\frac{(1)}{2}\)  \(02/01/2018\)	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  Directors' Deferred Compensation \$0 \( \frac{(1)}{2} \) \( \frac{(2)}{2} \) \( \frac{(1)}{2} \) \( \frac{(2)}{2} \) \( \frac{(1)}{2} \) \( \frac{(2)}{2}	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  Code (Instr. 3) Price of Derivative Security  Code V  Directors'  Deferred Compensation  \$0 \( \frac{(1)}{2} \)  \( \frac{02}{01}/2018 \)  \( \frac{1}{20} \)	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  Security  Or Exercise (Instr. 3) Price of Derivative Security  Or Exercise (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (Instr. 3, 4, and 5)  Code V (A) (Instr. 3) Deferred Compensation  Solution (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (Instr. 3, 4, and 5)	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  Observative Securities  Observati	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  (Instr. 3) Price of Derivative Security  (Instr. 3) Price of Derivative Security  (Instr. 4) Price of Derivative Security  (Instr. 5) Price of Derivative Security  (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  (Instr. 7) Date Expiration Date  (Month/Day/Year)  (Instr. 8) Date Expiration Date  (Month/Day/Year)  (Instr. 8) Date Expiration Date  (Instr. 3, 4, and 5)  (Instr. 3, 4, and 5)	Derivative Security or Exercise (Instr. 3)  Price of Derivative Security  Observative Securities (Month/Day/Year) (Instr. 3)  Observative Securities Securities (Month/Day/Year)  Observative Securities Securities (Month/Day/Year)  Observative Securities Securities (Month/Day/Year)  Observative Securities Securities Securities (Month/Day/Year)  Observative Securities Securities Securities Securities Securities Securities Securities (Month/Day/Year)  Observative Securities Securitie	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Stover Richard L 1203 DEERING BAY COURT GIBSONIA, PA 15044-8043	X					

# **Signatures**

Rebecca A. Buona, Power of Attorney

02/02/2018

\*\*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 Directors' Deferred Compensation Plan
- 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.
- 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 expiration date for these securities.

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.

Reporting Owners 2