

ERIE INDEMNITY CO  
Form 8-K  
April 18, 2012

**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): April 17, 2012**

**Erie Indemnity Company**

(Exact name of registrant as specified in its charter)

**Pennsylvania**  
(State or other jurisdiction  
of incorporation)

**0-24000**  
(Commission  
File Number)

**25-0466020**  
(I.R.S. Employer  
Identification No.)

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**100 Erie Insurance Place, Erie, Pennsylvania**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (814)870-2000**

**16530**  
**(Zip Code)**

**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))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a) The 87<sup>th</sup> Annual Meeting of Shareholders (the Annual Meeting ) of Erie Indemnity Company (the Company ) was held on April 17, 2012. On the record date for the Annual Meeting, the Company had 2,545 shares of Class B common stock outstanding which had the exclusive right to vote on all matters presented for consideration at the meeting.

(b) At the Annual Meeting, shareholders of the Company re-elected all 13 incumbent directors to serve on the Company s Board of Directors for a one-year term. The names of the elected directors and voting results appear below.

	For	Withheld	Abstained	Broker Non-Votes
J. Ralph Borneman, Jr.	2,524	0	0	0
Terrence W. Cavanaugh	2,524	0	0	0
Jonathan Hirt Hagen	2,524	0	0	0
Susan Hirt Hagen	2,524	0	0	0
Thomas B. Hagen	2,524	0	0	0
C. Scott Hartz	2,524	0	0	0
Claude C. Lilly, III	2,524	0	0	0
Lucian L. Morrison	2,524	0	0	0
Thomas W. Palmer	2,524	0	0	0
Martin P. Sheffield	2,524	0	0	0
Richard L. Stover	2,524	0	0	0
Elizabeth Hirt Vorsheck	2,524	0	0	0
Robert C. Wilburn	2,524	0	0	0

**Item 8.01 Other Events.**

At its meeting on April 17, 2012, the Board of Directors of Erie Indemnity Company approved the following dividend on shares of Erie Indemnity Company Class A common stock:

Class A Rate Per Share: \$0.5525

Dividend Number: 326

Declaration Date: April 17, 2012

Ex-Dividend Date: July 3, 2012

Record Date: July 6, 2012

Payable Date: July 20, 2012

**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

*April 18, 2012*

*By: /s/ Marcia A. Dall*

*Name: Marcia A. Dall*

*Title: Executive Vice President and CFO*