MID PENN BANCORP INC

Form 4/A July 21, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

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5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

Symbol

1(b).

Common

Stock

05/23/2005

(Print or Type Responses)

DAKEY ALAN W

1. Name and Address of Reporting Person *

			MID PENN BANCORP INC [(MBP)]				(Check all applicable)				
(Last)	` '	(N	3. Date of Earliest Transaction (Month/Day/Year) 05/23/2005				· /	below)			
130 WIGOTTE			03/23/2003					President & CEO			
(Street)			4. If Amendment, Date Original				6. I	6. Individual or Joint/Group Filing(Check			
		Filed(Month/Day/Year) 05/23/2005					Applicable Line) _X_ Form filed by One Reporting Person				
MILLERS	SBURG, PA 1706		-,,				Per	Form filed by More son	than One Repo	rting	
(City)	(State)	(Zip)	Table I -	Non	-Derivative	Securitie	es Acquire	d, Disposed of, or	Beneficially	Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Datany	3. Trans Code		4. Securitie on Disposed of (Instr. 3, 4 a	f (D)	ed (A) or	5. Amount of Securities Beneficially	6. Ownership Form:	7. Nature of Indirec Beneficia	
		(Month/Day/Y	ear) (Instr	. 8)		(A) or		Owned Following Reported Transaction(s)	Direct (D) or Indirect (I) (Instr. 4)	Ownershi (Instr. 4)	
			Code	V	Amount	(D)	Price	(Instr. 3 and 4)			

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

P

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24.9654

10,638.3364 D

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

100.1385 D

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other				
DAKEY ALAN W 156 WAGON RD MILLERSBURG, PA 17061	X		President & CEO					

Signatures

/s/ Alan W.
Dakey

**Signature of Reporting Person

O7/21/2005

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.

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