Eli Lilly and Company
Third Quarter Financial Review

October 21st, 2009

Answers That Matter.

Agenda

Opening Remarks

- Phil Johnson, Vice President, Investor Relations

Key Events and Recent Reorganization

- John Lechleiter, Chairman, President and Chief Executive Officer

Financial Overview and Guidance

- Derica Rice, Senior Vice President and Chief Financial Officer

Product Updates and Pipeline Update

- Nick Lemen and Ronika Pletcher, Directors, Investor Relations

Question and Answer Session

Closing Remarks

Safe Harbor Provision

This presentation contains forward-looking statements that are based on management's current expectations, but actual results may differ materially due to various factors. The company's results may be affected by such factors as the risks and uncertainties in pharmaceutical research and development, competitive developments, regulatory actions, litigation and investigations, business development transactions, economic conditions, and changes in laws and regulations. For additional information about the factors that affect the company's business, please see the company's latest Form 10-Q filed July 2009 and Form 10-K filed February 2009.

The company undertakes no duty to update forward-looking statements.

Q3 2009 Summary

Continued strong financial results, with:

- Volume-driven revenue growth
- Leverage between revenue and operating income growth
- Robust EPS growth
- Strong operating cash flow

Current financial performance provides resources to:

- Build a robust pipeline to drive future growth
- Deal with patent expirations in the next decade
- Respond to a challenging healthcare environment

Beyond the Quarterly Financial Results

Significant events over the last three months

Reshaping our operations:

- Unveiled a new operating model including a Development Center of Excellence to accelerate clinical development and the reorganization of our pharmaceutical business into four business units
- Communicated our plan to reduce our cost structure by $1 billion and lower our global Lilly headcount to 35,000 by the end of 2011 – excluding strategic sales force additions in high-growth emerging markets and Japan
- Announced a voluntary exit program in select areas of our U.S. sales force to facilitate implementation of a new commercial approach in 2010
- Agreed to sell our Tippecanoe Laboratories manufacturing site to an affiliate of Evonik Industries

Beyond the Quarterly Financial Results

Significant events over the last three months

Regulatory News:

- FDA approved Forteo for the treatment of osteoporosis associated with sustained, systemic glucocorticoid therapy in men and women at high risk of fracture
- Submitted Byetta in Japan for the treatment of type 2 diabetes in adults

Clinical Trial News:

- Announced that we will not submit arzoxifene for regulatory review
- Announced that dirucotide did not meet key endpoints in Phase 3 trial in patients with secondary progressive multiple sclerosis
- Completed enrollment ahead of schedule for our IDENTITY trial, the first of two phase 3 trials of semagacestat for alzheimer's disease

Beyond the Quarterly Financial Results

Significant events over the last three months

Legal Update:

- The U.S. District Court for the Southern District of Indiana upheld the company's method-of-use patents on Evista
- The U.S. District Court for the Eastern District of Michigan granted a partial summary judgment motion invalidating the company's method-of-use patent on Gemzar, which had been set to expire in May of 2013
- The Canadian Federal Court ruled that Lilly's Canadian compound patent for Zyprexa is invalid
- We are in advanced discussions, or have settled, with the attorneys general of twelve states that were not part of the Eastern District of Pennsylvania Zyprexa settlement, leading to a $125 million charge in the quarter

New Organizational Structure

Goals: Speed innovation to patients, drive focus and accountability, position Lilly to compete and win

Changes in Research & Development

Research organization essentially unchanged in order to maintain:

- increased productivity achieved in recent years
- focus on delivering high-quality candidates for human testing

Development functions and activities reorganized under the Development Center of Excellence to:

- address increasingly complex and expensive drug development process
- use one common operating system and one common set of priorities
- accelerate the launch of Lilly molecules

New Operating Model

New operating model comprised of five business units, each reporting to the CEO:

- Oncology – John Johnson
- Diabetes – Enrique Conterno
- Established Markets – Bryce Carmine
- Emerging Markets – Jacques Tapiero
- Elanco Animal Health – Jeff Simmons

Each business unit charged with creating a competitive, sustainable business

Business unit structure intended to:

- drive more accountability
- establish clear decision-making authority
- enhance value by establishing clear line of sight to customers

Streamlined corporate and G&A functions

Comparison Measures

Results shown multiple ways to aid analysis

"Reported" results

- Includes all financial results as reported under GAAP
- Consequently, it reflects the results of ImClone as of the acquisition date of November 24th, 2008

"Pro forma non-GAAP" results

- Starts with "Reported" results
- Includes adjustments for items such as:
  - Restructuring charges, asset impairments and special charges
  - In process R&D charges from business development activities
- Adjusts results as if Lilly owned ImClone as of January 1st, 2008

2009 Income Statement (Pro forma non-GAAP)

Millions; except per share data

	Q3 2009	Q3 2008	Growth
Total Revenue	$5,562.0	$5,308.7	5%
Gross Margin Percent	81.1%	77.4%	3.7pp
Operating Expense (R&D plus SG&A)	2,823.9	2,669.6	6%
Operating Income	1,686.2	1,439.9	17%
Other Income / (Deductions)	(66.9)	(76.3)	(12)%
Effective Tax Rate	*19.0%*	*21.1%*	*(2.1)pp*
Net Income	$1,311.8	$1,075.4	22%
Diluted EPS	$1.20	$0.98	22%

Notes:

- The 2009 third quarter financial statements have been adjusted to eliminate an asset impairment and restructuring charge of $424.8 million (pretax), or $0.26 (after-tax), primarily related to the sale of the company's Tippecanoe manufacturing site, as well as a special pretax charge of $125.0 million, or $0.07 per share (after-tax), related to the currently probable and estimable exposures in connection with several states' litigation claims involving Zyprexa.
- Third quarter 2008 financial statement has been adjusted to reflect the acquisition of ImClone as if it was completed by Lilly effective January 1, 2008.
- The 2008 third quarter amounts have also been adjusted to eliminate a charge of $28.0 million (no tax benefit), or $0.03 per share, for acquired in-process research and development related to the SGX acquisition; a charge of $182.4 million (pre-tax), or $0.11 per share (after-tax), for asset impairments and restructuring primarily associated with the sale of the Greenfield site; and charges totaling $1.477 billion (pre-tax), or $1.33 per share (after-tax), related to pending and resolved Zyprexa investigations.

2009 Income Statement (Reported)

Millions; except per share data

	Q3 2009	Q3 2008	Growth
Total Revenue	$5,562.0	$5,209.5	7%
Gross Margin Percent	81.1%	77.8%	3.3pp
Total Operating Expense *	3,373.7	4,289.6	(21)%
Operating Income (Loss)	1,136.4	(235.3)	NM
Other Income / (Deductions)	(66.9)	2.5	NM
Effective Tax Rate	*11.9%*	*(100.0)%*	*NM*
Net Income (Loss)	$941.8	$(465.6)	NM
Diluted EPS	$0.86	$(0.43)	NM

* Includes Research and Development expense, Selling, Marketing and Administrative expense and significant charges.

Significant Items Affecting EPS

	Q3 2009	Q3 2008	Growth
EPS (reported)	$0.86	($0.43)	NM
Charges related to Zyprexa litigation	0.07	1.33	
Asset impairments and restructuring charges	0.26	0.11	
In-process research and development charge associated with SGX acquisition	-	0.03	
Pro forma as if the ImClone acquisition was completed on January 1, 2008	-	(0.06)	
EPS (pro forma non-GAAP)	$1.20	$0.98	22%

Note: Numbers may not add due to rounding.

Effect of Price/Rate/Volume on Revenue
(Pro forma non-GAAP)

Pharmaceuticals	Q3 2009 Revenue	Q3 2009 vs. Q3 2008			
		Price	FX Rate	Volume	Total
U.S.	$2,820.7	5%	-	5%	11%
Europe	1,261.3	(2)%	(10)%	7%	(5)%
Japan	311.7	(2)%	16%	22%	36%
ROW	677.2	(3)%	(10)%	7%	(7)%
Total Pharma	5,070.9	2%	(4)%	7%	5%
Animal Health	314.6	3%	(3)%	13%	14%
Net Product Sales	5,385.5	2%	(4)%	7%	5%
Collab/Other Revenue	176.5	-	-	(7)%	(7)%
Total Revenue	$5,562.0	2%	(3)%	6%	5%

Note: Numbers may not add due to rounding.

Effect of Price/Rate/Volume on Revenue
(Reported)

Pharmaceuticals	Q3 2009 Revenue	Q3 2009 vs. Q3 2008			
		Price	FX Rate	Volume	Total
U.S.	$2,820.7	5%	-	6%	12%
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ROW	677.2	(3)%	(10)%	7%	(6)%
Total Pharma	5,070.9	2%	(4)%	7%	5%
Animal Health	314.6	3%	(3)%	13%	14%
Net Product Sales	5,385.5	2%	(4)%	8%	6%
Collab/Other Revenue	176.5	-	-	51%	51%
Total Revenue	$5,562.0	2%	(3)%	8%	7%

Note: Numbers may not add due to rounding.

Effect of Foreign Exchange on 2009 Results
(Pro forma non-GAAP)

Year-on-Year Growth

	Q3 2009		YTD 2009	
	With FX	w/o FX	With FX	w/o FX
Total Revenue	5%	8%	3%	8%
Cost of Sales	(12)%	9%	(20)%	7%
Gross Margin	10%	8%	10%	8%
Operating Expense *(R&D plus SG&A)*	6%	8%	2%	6%
Operating Income	17%	8%	25%	14%
EPS	22%	11%	25%	14%

Strong underlying financial performance, excluding the effect of foreign exchange

Effect of Foreign Exchange on 2009 Results
(Reported)

Year-on-Year Growth

	Q3 2009		YTD 2009	
	With FX	w/o FX	With FX	w/o FX
Total Revenue	7%	10%	5%	10%
Cost of Sales	(9)%	13%	(19)%	9%
Gross Margin	11%	9%	12%	10%
Operating Expense *(R&D, SG&A and sign. items)*	(21)%	(20)%	(11)%	(8)%
Operating Income	NM	NM	NM	NM
EPS	NM	NM	NM	NM

Strong underlying financial performance, excluding the effect of foreign exchange

Considerations for Q4 2009

Operational considerations, excluding FX:

- Continued volume-driven revenue growth
- Revenue growth to exceed growth in operating expenses
- Regularly scheduled maintenance shutdowns to put upward pressure on cost of goods sold

Foreign exchange considerations:

If exchange rates remain at current levels:

- FX should have a modest positive effect on international revenue and income
- The substantial benefit from FX related to international inventories sold in the first nine months of the year would not be repeated in Q4. At current FX rates, we could see a significant addition to cost of sales. Also, year-on-year comparisons will be affected by the significant reduction to cost of sales booked in Q4 2008.

2009 Guidance Update

Millions, except per share amounts

	Pro forma non-GAAP	Reported
EPS (pro forma non-GAAP)	$4.30 - $4.40	$3.90 - $4.00
Significant Items *(excludes any potential future items)*	n.a.	$0.40 per share
Total Revenue	Low- to mid-single digits	Mid-single digits
Gross Margin % of Revenue	Increase	Increase
Mktg, Selling & Admin.	Flat to low-single digits	Flat to low-single digits
Research & Development	High-single digits	Low-double digits
Other Income/(Expense)	($200) to ($250) million	($200) to ($250) million
Tax Rate	Approximately 21%	Approximately 20%
Capital Expenditures	Less than $1,000	Less than $1,000

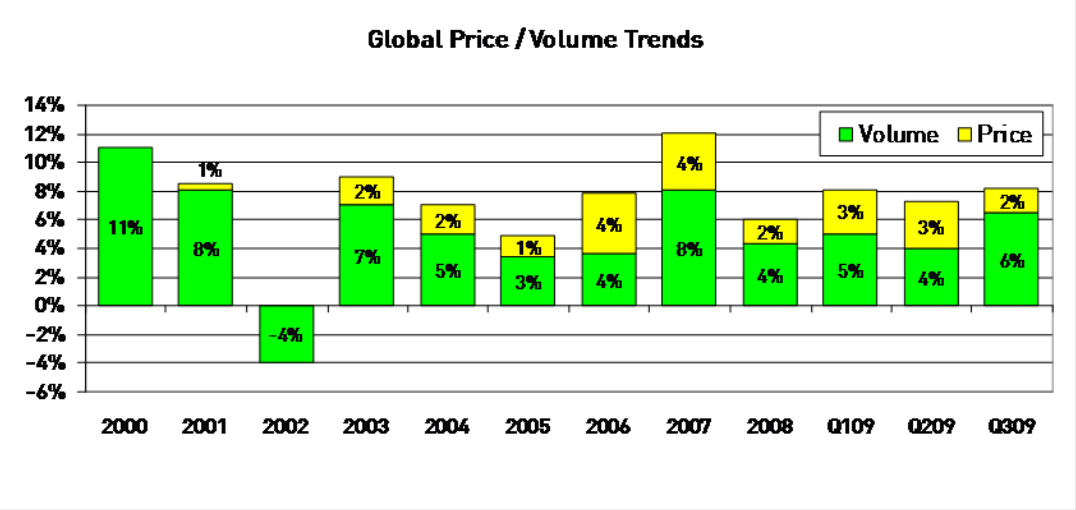
For complete reconciliation to reported guidance, please see slide 21 of this presentation and our earnings press release dated Oct. 21, 2009.

Earnings per Share Expectations

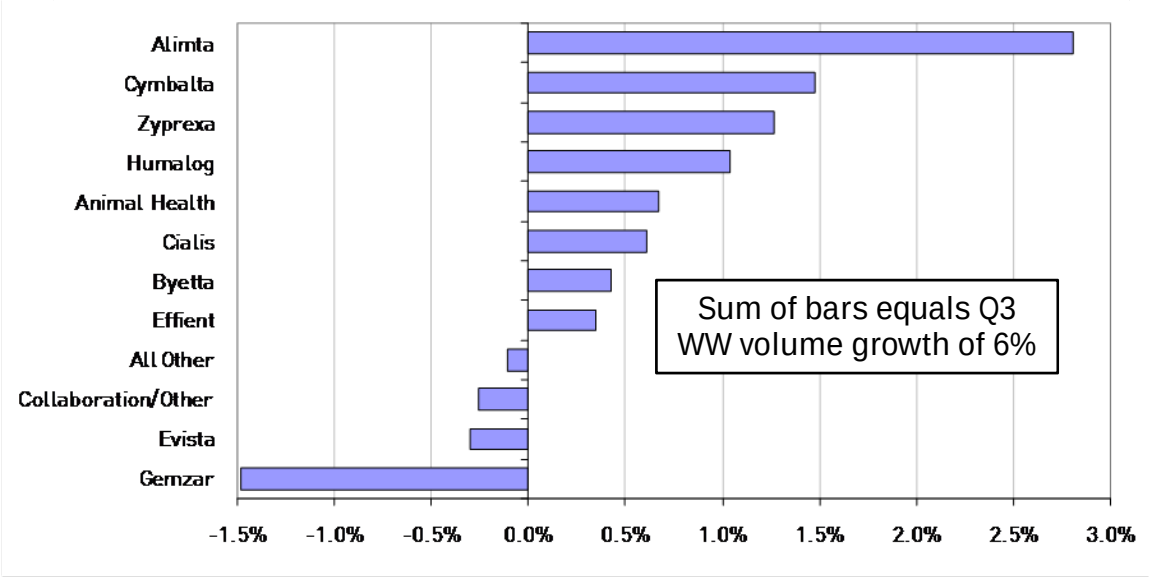
	2009	2008	Growth
Earnings (Loss) per share (reported)	$3.90-$4.00	($1.89)	NM
Financial impact of ImClone acquisition, including in-process research and development and other charges	-	4.46	
Charges related to Zyprexa litigation	0.13	1.20	
Asset impairments and restructuring charges (included in asset impairments, restructuring and other special charges)	0.26	0.30	
Asset impairments (included in cost of sales)	-	0.04	
In-process research and development charges associated with SGX acquisition and in-licensing transactions with BioMS and TransPharma	-	0.10	
Benefit from resolution of IRS audit in Q12008	-	(0.19)	
Pro forma as if the ImClone acquisition was completed 1/1/08	-	(0.20)	
EPS (pro forma non-GAAP)	$4.30-$4.40	$3.82	13%-15%

Note: Numbers may not add due to rounding.

Q3 Major Product Performance



- Continued volume-driven revenue growth

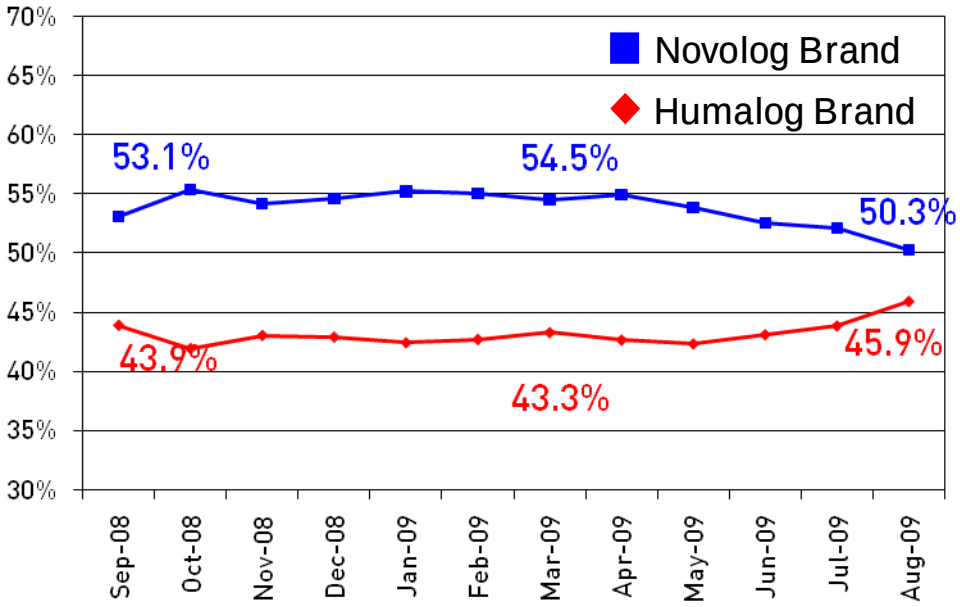


- Volume growth driven by Alimta, Cymbalta, Zyprexa and Humalog
- Gemzar volume affected by OUS generics

Mealtime Analog Trends By Brand

All Specialties

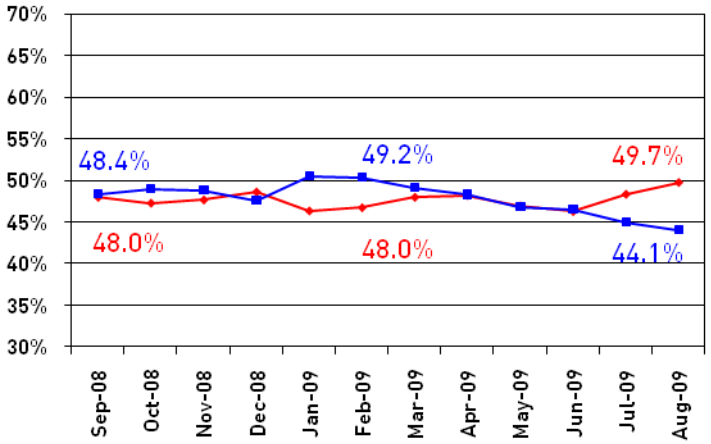
New to Brand Rx SoM



Source: IMS NPA

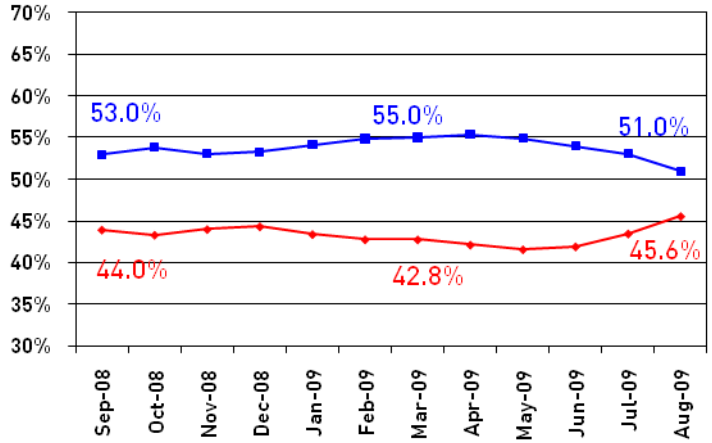
ENDOs

NTB Rx SoM



PCPs

NTB Rx SoM



Effient Update

- Launched in the U.S. in early August
- Early focus in the U.S. on obtaining formulary status and initiating appropriate ACS/PCI patients
- In Europe, still early in the pricing and reimbursement process
- Positive reimbursement and access decisions in Argentina, Australia, Denmark, France, Greece, New Zealand, Switzerland and UK
- Hope to launch in France, Italy and Spain in 2010

Lilly NME Pipeline

October 1, 2009

New Chemical Entity (NCE)

New Biotech Entity (NBE)

Movement since Jul 2009 update

Achieved milestone

Attrition

Phase 1			Phase 2		Phase 3	Reg Review
diabetes						
diabetes	cancer	diabetes	agitation in Alz's	iGluR5 antag pain	Enzastaurin DLBCL	Arxxant DR
depression	Eg5 inhibitor cancer	*Basal insulin diabetes*	*IMC-3G3 cancer*	LY2624803 insomnia	*IMC-1121B breast cancer*	
alcohol depend	Gem prodrug cancer	migraine prev	*IMC-11F8 cancer*	mGlu2/3 pro II schizophrenia	Semagacestat Alzheimer's	
alcohol depend	TGF β inhibitor cancer	*IL-23 antibody mult sclerosis*	*IMC-A12 cancer*	NERI depression	*Solanezumab Alzheimer's*	
atherosclerosis	*IMC-18F1 cancer*	obesity	*CD20 antibody NHL*	OpRA alcohol depend	*Teplizumab diabetes*	
atherosclerosis	*IMC-EB10 cancer*	obesity	diabetes	*IL-17 antibody RA*		
BPH	*cancer*	obesity	*GLP-1 Fc* diabetes*	*BAFF antibody RA*		
cancer	*cancer*	obesity	*GLP-1 PEG diabetes*	*Survivin ASO prostate cancer*		
cancer	*eIF-4E ASO cancer*	*osteoporosis*	*IL-1 β antibody diabetes*	Tasisulam cancer		
cancer	*TGF β antibody CRD, cancer*	pain				
cancer	depression	schizophrenia				
cancer	LY2599506 diabetes	uterine fibroids				

* in an ongoing phase 2/3 trial

Alzheimer's	*FGF-21 Variant diabetes*	*osteoporosis*
anx/depression	*diabetes*	osteoporosis

NK-1 antag alcohol depend	migraine

Arzoxifene OP, BCRR
Dirucotide sec prog MS

Q4 2009 / H1 2010 Milestones

Regulatory Actions:

- Potential FDA action on Byetta monotherapy and label update
- Potential FDA action on Zyprexa long-acting injection
- Potential FDA action on exenatide once weekly
- Potential FDA action on Cymbalta chronic pain

Submissions:

- Resubmission of Erbitux for first-line advanced NSCLC and response to complete response letter from FDA on head and neck cancer

Phase 3 Clinical Trial Initiations:

- Initiation of Phase 3 trials for ImClone's 11F8 and A12 for cancer
- Initiation of Phase 3 trials for tasisulam (ASAP) for cancer
- Initiation of stand-alone Phase 3 trials for GLP-Fc

Supplementary Slides

Comparative EPS Summary 2008/2009

	1Q08	2Q08	3Q08	4Q08	2008	1Q09	2Q09	3Q09	4Q09	2009
Pro forma non-GAAP	.88	.94	.98	1.02	3.82	1.20	1.12	1.20		
Reported	.97	.88	(.43)	(3.31)	(1.89)	1.20	1.06	.86		

For complete reconciliation to reported earnings, please see slide 21 of this presentation and our earnings press release dated Oct. 21, 2009.

Q3 Other Income/(Deductions)

(Pro forma non-GAAP)

Millions

	Q3 09	Q3 08
- Interest Expense	($59.2)	($62.0)
- Interest Income	15.2	4.7
Interest, net	(44.0)	(57.3)
- Outlicense of Marketed Products	1.2	11.7
- Outlicense of Development Stage Products	6.0	-
- Partnered Products	-	-
- Miscellaneous Income / (Loss)	(30.1)	(30.7)
Other Income, net	(22.9)	(19.0)
Net Other Income (Loss)	($66.9)	($76.3)

Note: Numbers may not add due to rounding.

Q3 Other Income/(Deductions) (Reported)

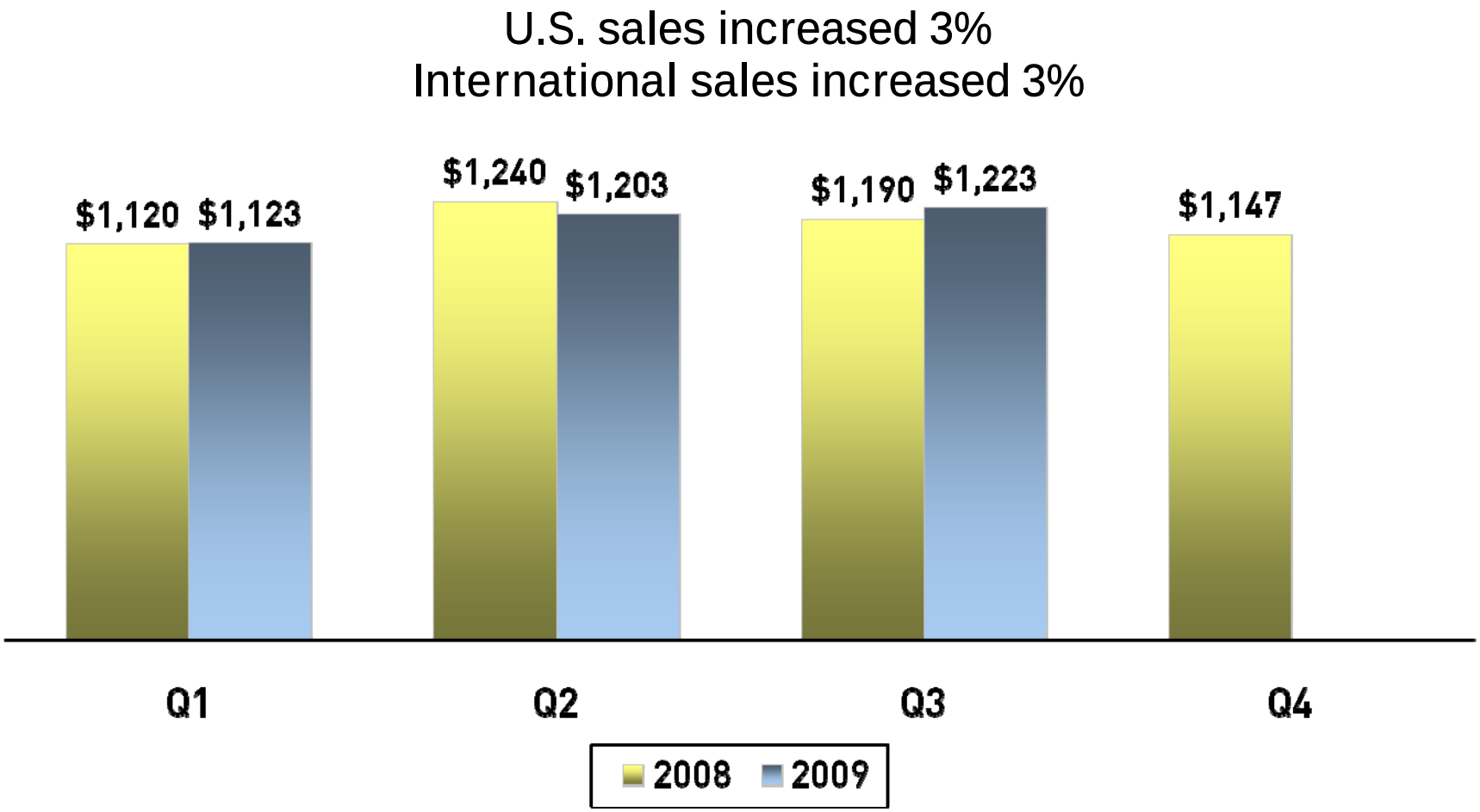
Millions

	Q3 09	Q3 08
- Interest Expense	($59.2)	($44.0)
- Interest Income	15.2	53.2
Interest, net	(44.0)	9.2
- Outlicense of Marketed Products	1.2	11.7
- Outlicense of Development Stage Products	6.0	-
- Partnered Products	-	-
- Miscellaneous Income / (Loss)	(30.1)	(18.4)
Other Income, net	(22.9)	(6.7)
Net Other Income (Loss)	($66.9)	$2.5

Note: Numbers may not add due to rounding.

Q3 Zyprexa® Sales Increased 3%

Millions

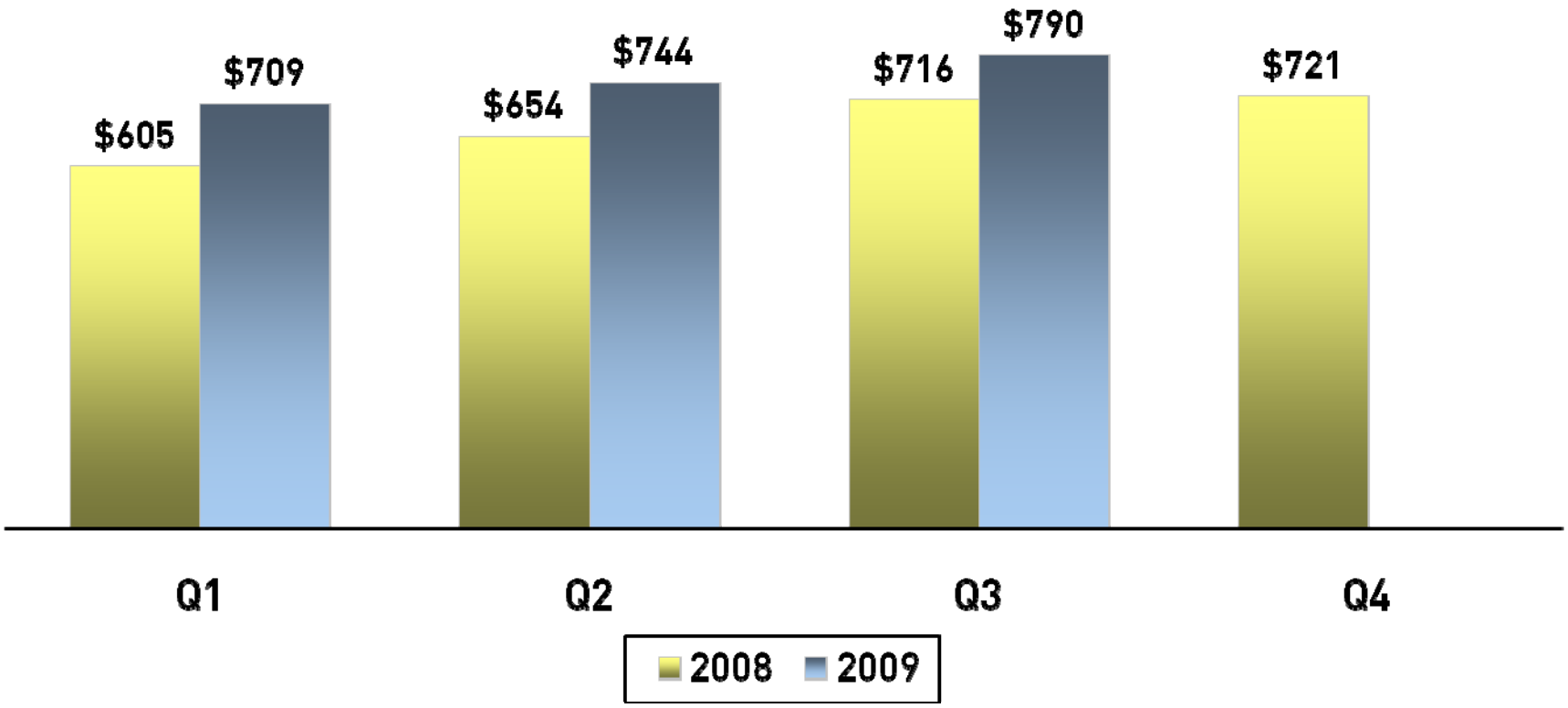


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Cymbalta® Sales Increased 10%

Millions

U.S. sales increased 9%
International sales increased 15%

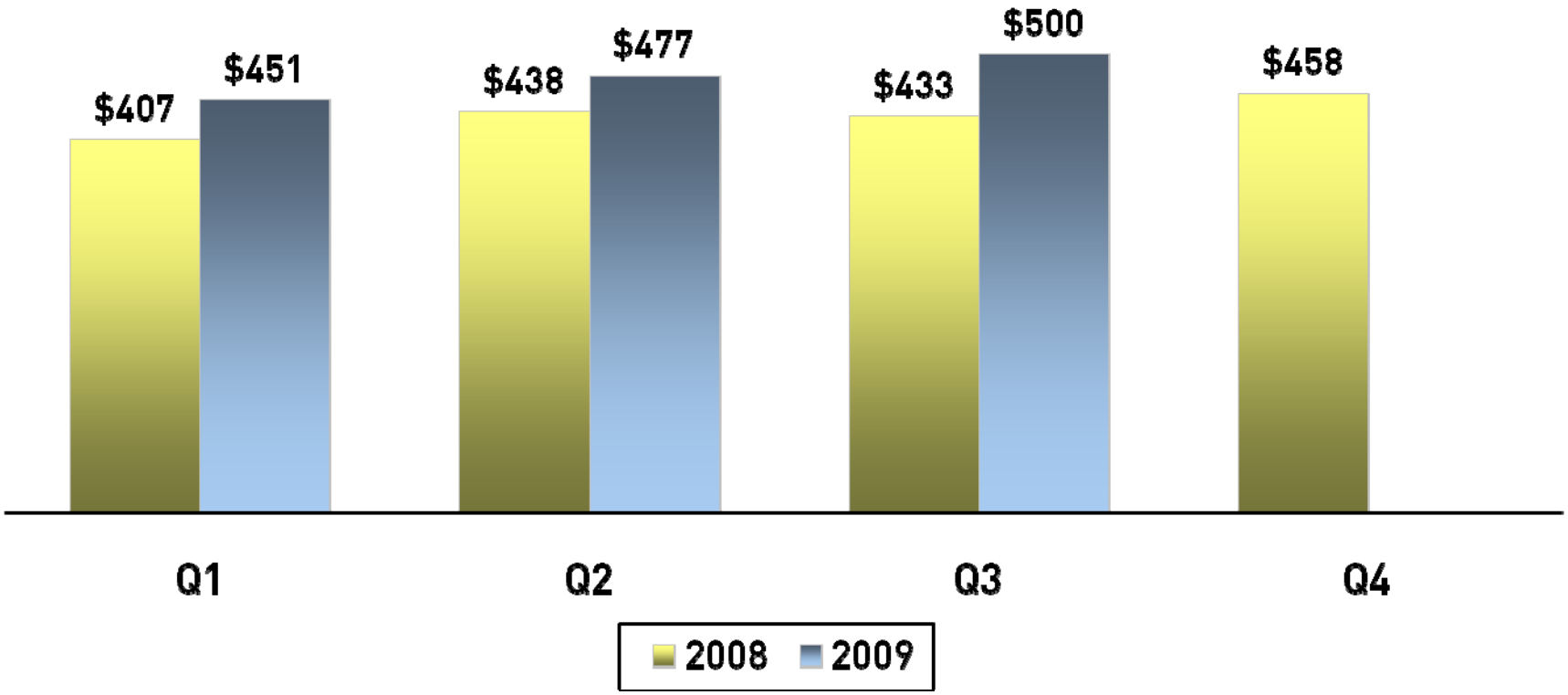


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Humalog® Sales Increased 16%

Millions

U.S. sales increased 27%
International sales increased 1%

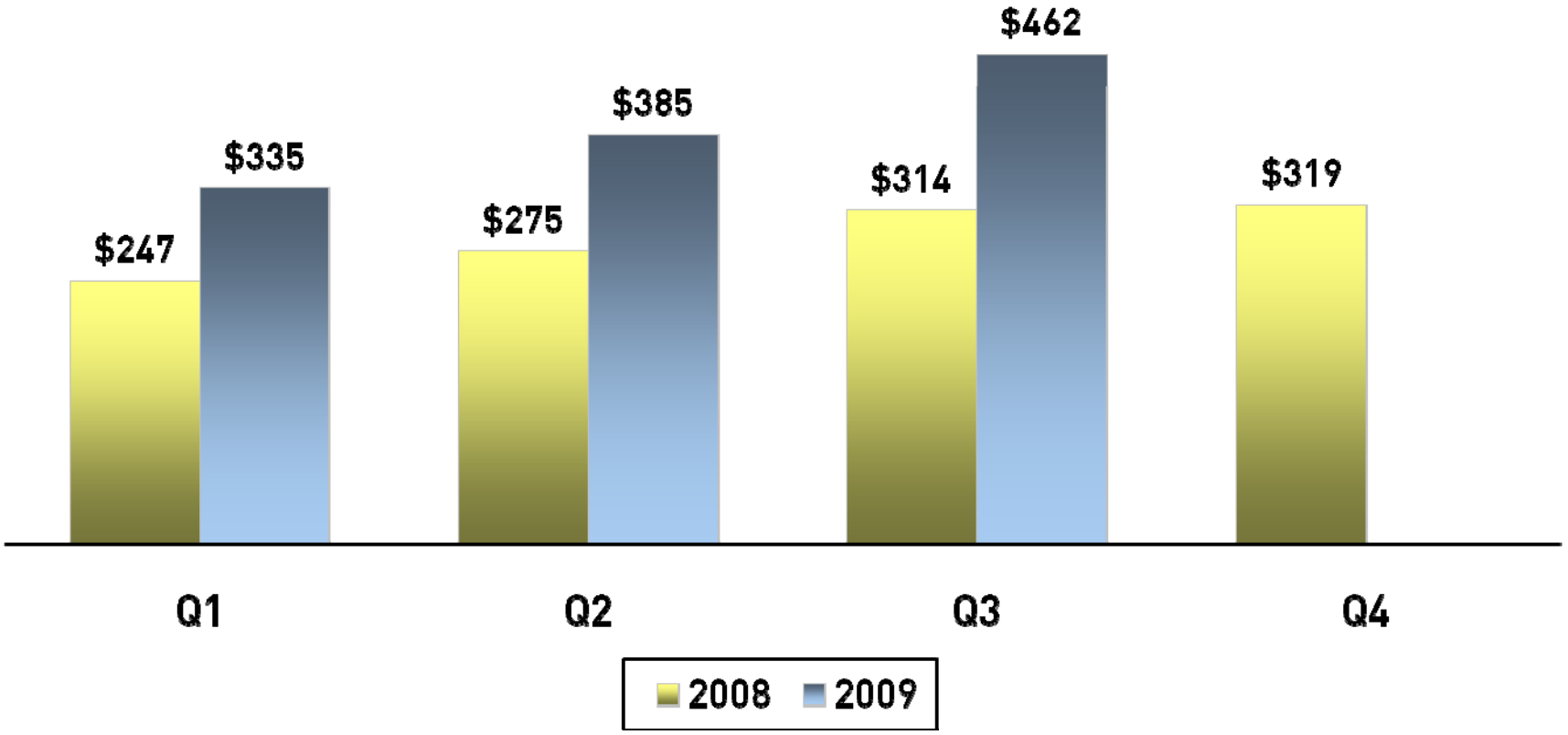


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Alimta® Sales Increased 47%

Millions

U.S. sales increased 44%
International sales increased 50%

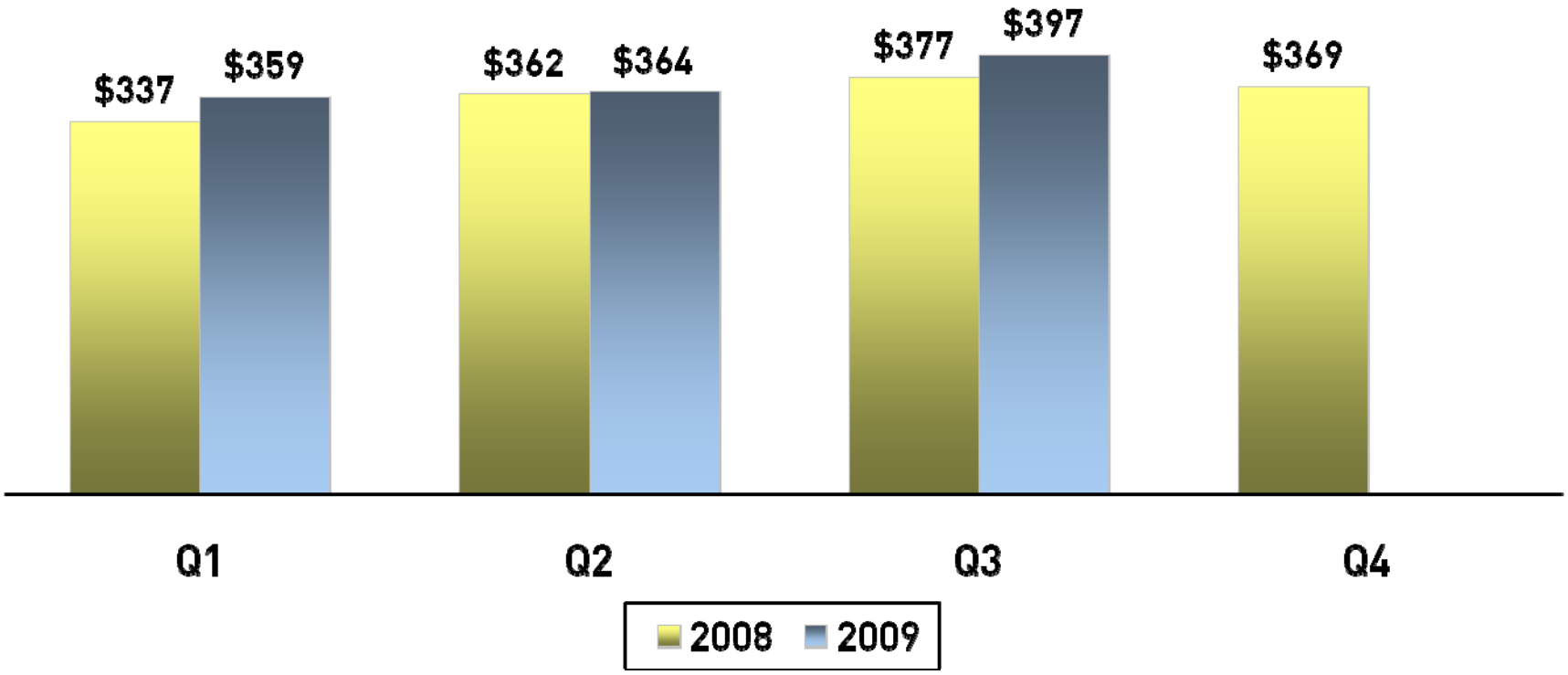


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Cialis® Sales Increased 5%

Millions

U.S. sales increased 13%
International sales increased 1%

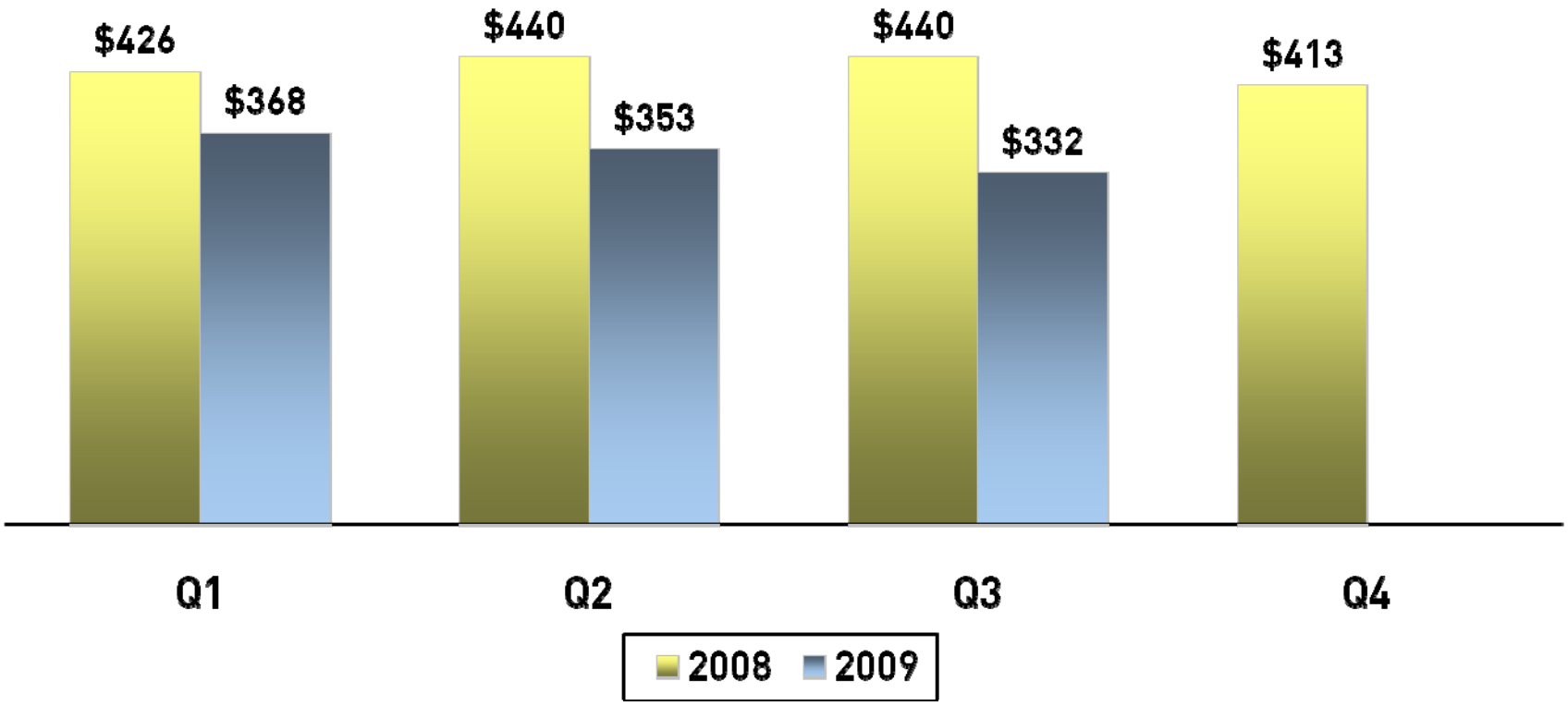


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Gemzar® Sales Decreased 25%

Millions

U.S. sales increased 1%
International sales decreased 44%

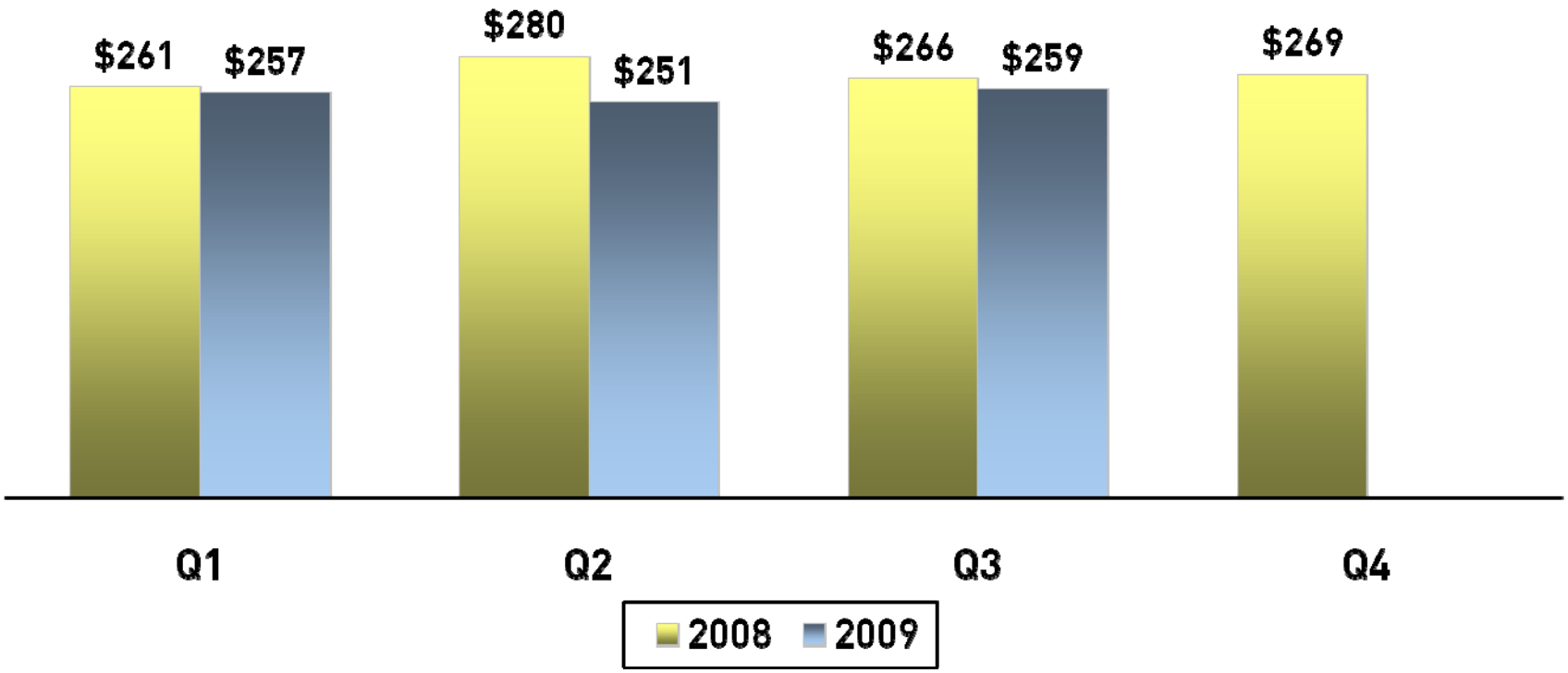


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Evista® Sales Decreased 2%

Millions

U.S. sales increased 2%
International sales decreased 10%

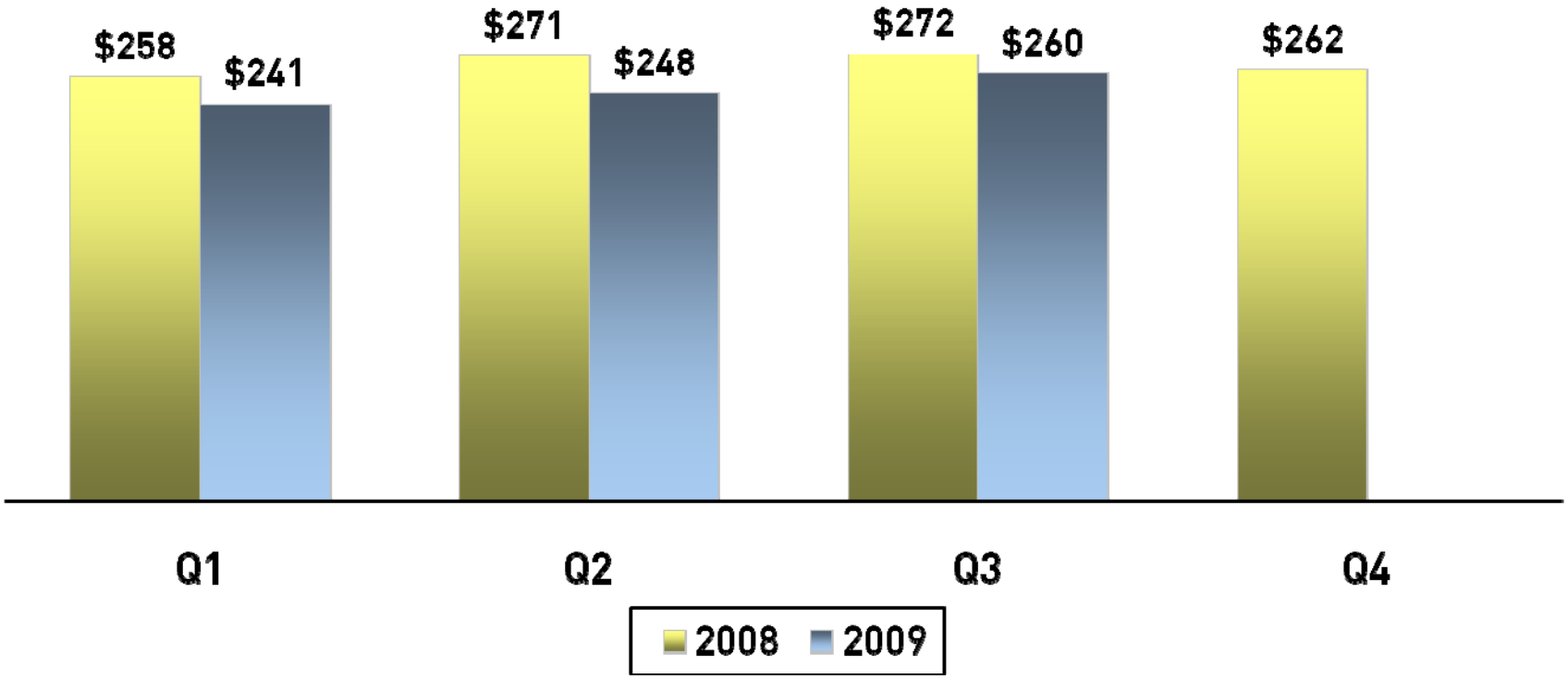


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Humulin® Sales Decreased 4%

Millions

U.S. sales increased 11%
International sales decreased 12%

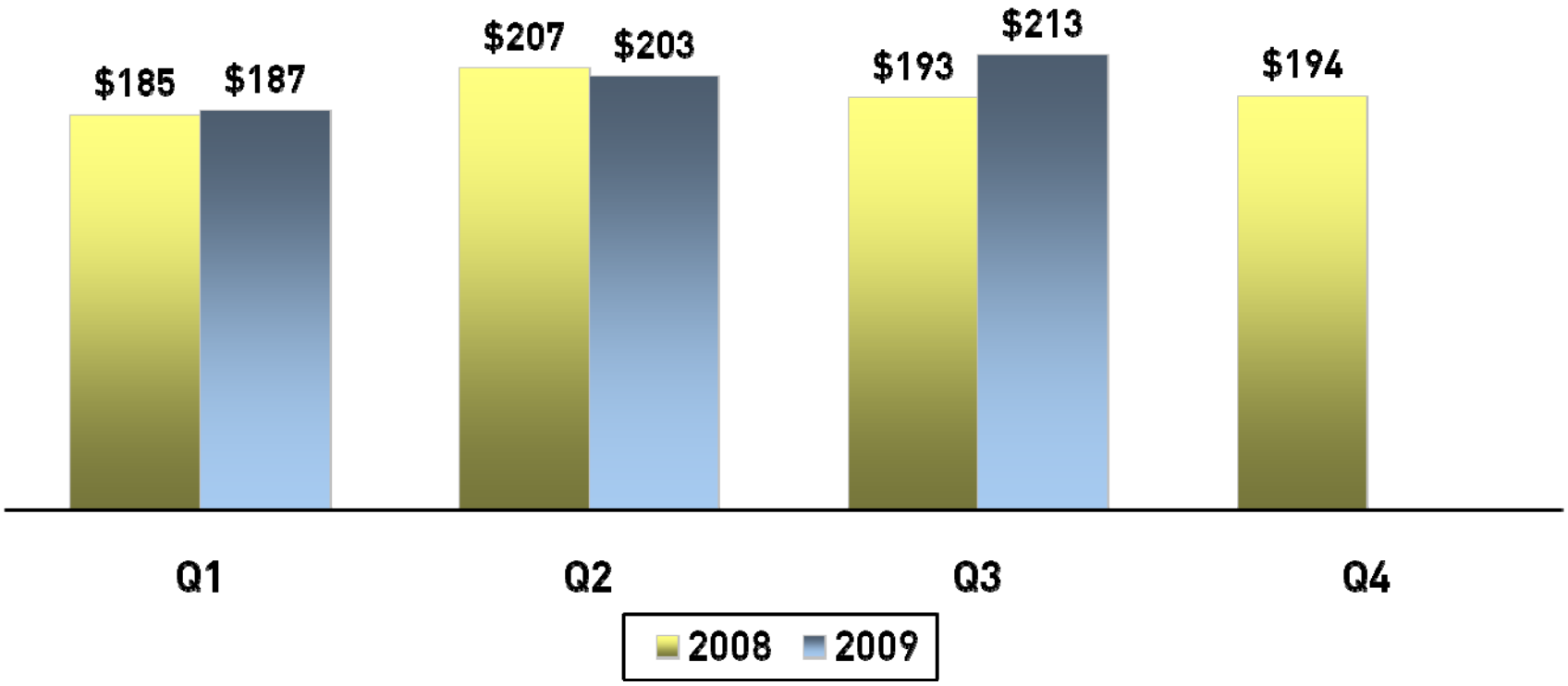


Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Forteo® Sales Increased 11%

Millions

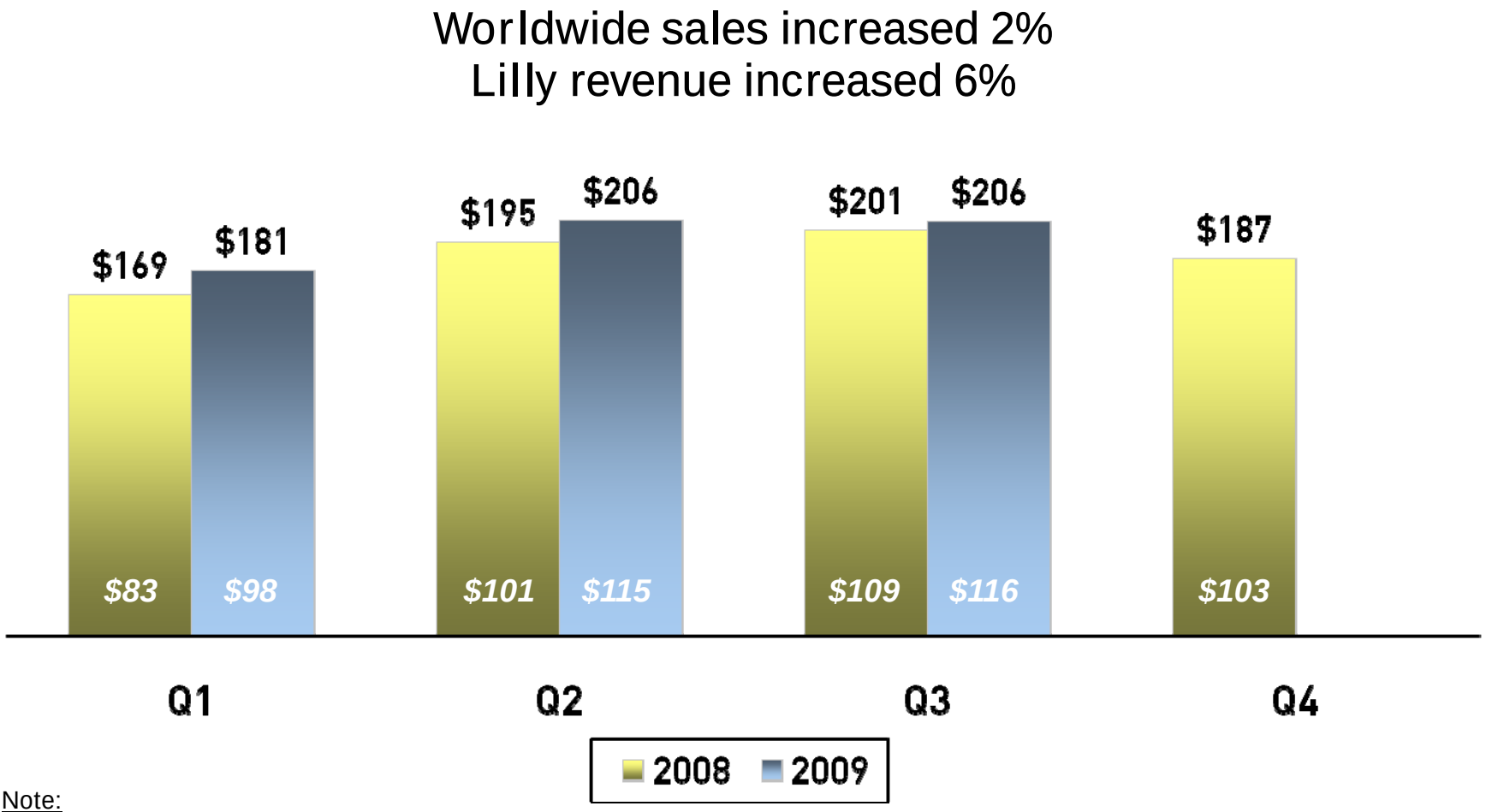
U.S. sales increased 15%
International sales increased 3%



Note: Quarterly numbers may not add to year-to-date totals due to rounding.

Q3 Byetta® Worldwide Sales $206 Million

Millions



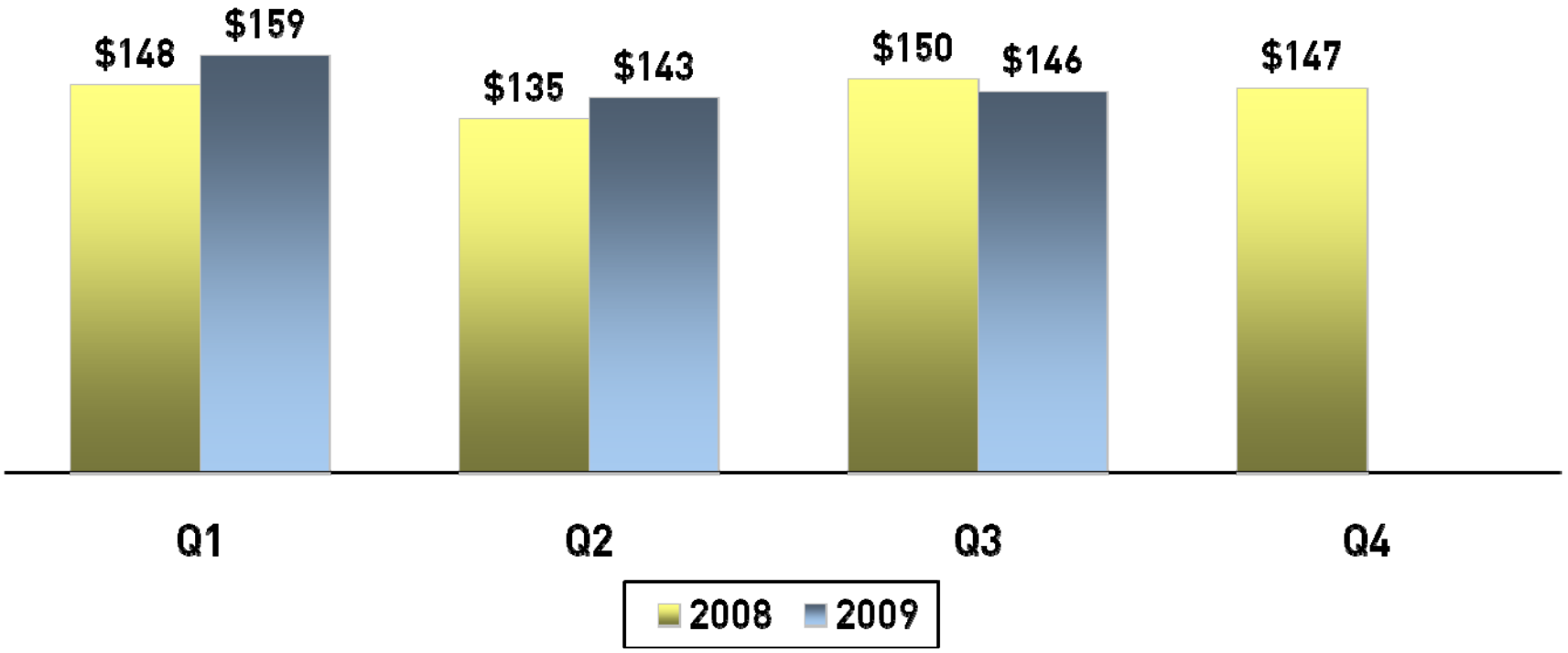
Note:

- Quarterly numbers may not add to year-to-date totals due to rounding.
- Bar height represents total molecule sales; values shown inside bars represent amount recorded in Lilly revenue line.

Q3 Strattera® Sales Decreased 3%

Millions

U.S. sales decreased 2%
International sales decreased 3%



Note: Quarterly numbers may not add to year-to-date totals due to rounding.