144: Filer Information

<table>
<thead>
<tr>
<th>Filer CIK</th>
<th>0001561539</th>
</tr>
</thead>
<tbody>
<tr>
<td>Filer CCC</td>
<td>XXXXXXXXX</td>
</tr>
<tr>
<td>Is this a LIVE or TEST Filing?</td>
<td>LIVE</td>
</tr>
</tbody>
</table>

Submission Contact Information

Name  
Phone  
E-Mail Address

144: Issuer Information

Name of Issuer: ELI LILLY & Co  
SEC File Number: 001-06351

Address of Issuer:  
LILLY CORPORATE CTR  
DROP CODE 1094  
INDIANAPOLIS  
INDIANA  
46285  
Phone: 3172762000

Name of Person for Whose Account the Securities are To Be Sold: Zakrowski Donald A

Relationship to Issuer: Officer

144: Securities Information

<table>
<thead>
<tr>
<th>Title of the Class of Securities To Be Sold</th>
<th>Name and Address of the Broker</th>
<th>Number of Shares or Other Units To Be Sold</th>
<th>Aggregate Market Value</th>
<th>Number of Shares or Other Units Outstanding</th>
<th>Approximate Date of Sale</th>
<th>Name the Securities Exchange</th>
</tr>
</thead>
</table>
| Common Stock                              | Merrill Lynch  
225 Liberty St  
Floor 37  
New York NY 10281 | 600 | 327906.00 | 949295173 | 08/21/2023 | NYSE |

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

<table>
<thead>
<tr>
<th>Title of the Class of Securities</th>
<th>Date you Acquired</th>
<th>Nature of Acquisition</th>
<th>Name of Person from</th>
<th>Is this Date Donor</th>
<th>Amount of Securities</th>
<th>Date of Payment</th>
<th>Nature of Payment</th>
</tr>
</thead>
</table>
Vesting of
Common Stock 02/08/2021 restricted stock
unit award

Whom
Acquired
ELI LILLY &
Co

Gift? [✓]

Acquired
600

Granted as part of
02/08/2021 issuer equity
compensation plan

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or
in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment
was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last
installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account
the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report [✓]

144: Remarks and Signature

Remarks

Date of Notice 08/21/2023
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1 11/16/2022

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice
that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the
securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading
instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was
adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature Donald Zakrowski

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)