

Via Facsimile and U.S. Mail  
Mail Stop 6010

July 2, 2008

Mr. James B. Lootens  
Secretary and Deputy General Counsel  
Eli Lilly and Company  
Lilly Corporate Center  
Indianapolis, IN 46285

**Re: Eli Lilly and Company  
Form 10-K for the Fiscal Year Ended December 31, 2007  
Filed February 29, 2008  
File Number: 001-06351**

Dear Mr. Lootens:

We have completed our review of your Form 10-K and have no further comments at this time. Please contact Sonia Barros at (202) 551-3655 with any questions.

Sincerely,

Jeffrey P. Riedler  
Assistant Director