SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	or Sect							
1. Name and Address of Reporting Person [*] Tapiero Jacques	2. Date of Event Requiring Stater (Month/Day/Yea 01/01/2010	ment	3. Issuer Name and Ticker or Trading Symbol <u>LILLY ELI & CO</u> [LLY]					
(Last) (First) (Middle) LILLY CORPORATE CENTER	01/01/2010		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		er (N	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check		
·			X Officer (give title below)	Other (spe below)		Individual or Join plicable Line)	t/Group Filing (Check	
(Street) INDIANAPOLIS IN 46285			SVP&PresEmerging	Markets Bl	J		by One Reporting Person by More than One Person	
(City) (State) (Zip)								
	Table I - Nor	n-Derivati	ive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)			. Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect (Instr. 5)	ct (D) (Instr. 5)			
Common Stock Common Stock			6,212	D		by wife		
			10,590	I ⁽¹⁾	bv			
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Common Stock Common Stock			1,591	I	401			
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Explanation of Responses:

1. Reporting person disclaims beneficial ownership of these shares.

2. Each restricted stock unit represents a contingent right to receive one share of Eli Lilly and Company common stock.

Remarks:

<u>Jacques Tapiero</u>

** Signature of Reporting Person

01/11/2010

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Jacques Tapiero Lilly Corporate Center Indianapolis, Indiana 46285

Securities and Exchange Commission Washington, D.C. 20549

Authorization Regarding Reporting Forms

I hereby authorize and designate the following persons to sign and file with the Commission on my behalf Forms 3, 4, and 5 covering my transactions and holdings in the common stock and other equity securities of Eli Lilly and Company as required by Section 16 of the Securities Exchange Act of 1934 and the rules thereunder:

> Robert A. Armitage, Lilly Corporate Center, Indianapolis, Indiana James B. Lootens, Lilly Corporate Center, Indianapolis, Indiana Bronwen L. Mantlo, Lilly Corporate Center, Indianapolis, Indiana

This authorization and designation shall remain in effect until a written revocation is signed by me and provided to the Commission.

January 8, 2010

Jacques Tapiero