

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**FORM 8-K**

**Current Report**  
**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported): **August 30, 2016**

**ELI LILLY AND COMPANY**  
(Exact name of registrant as specified in its charter)

**Indiana**  
(State or Other Jurisdiction  
of Incorporation)

**Lilly Corporate Center**  
**Indianapolis, Indiana**  
(Address of Principal  
Executive Offices)

**001-06351**  
(Commission  
File Number)

**35-0470950**  
(I.R.S. Employer  
Identification No.)

**46285**  
(Zip Code)

Registrant's telephone number, including area code: (317) 276-2000

No Change

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Election of Director**

On August 30, 2016, the Board of Directors of Eli Lilly and Company elected Jamere Jackson as a new member, effective October 1, 2016. Mr. Jackson, age 47, is the Chief Financial Officer of Nielsen Holdings plc (Nielsen), a role in which he has served since March 2014. Prior to joining Nielsen, he spent over nine years at General Electric Company (GE), where he last served as Vice President and Chief Financial Officer of Drilling and Surface for GE Oil and Gas. Prior to joining GE, Mr. Jackson held several roles in finance, mergers and acquisitions, and strategic planning at PepsiCo, First Data Corporation, Total System Services, and Procter & Gamble. He holds a degree in finance and business economics from the University of Notre Dame and is a certified public accountant.

Mr. Jackson will serve on the Audit Committee and the Finance Committee. He will serve under interim election and will stand for election by the Lilly shareholders at the company's annual meeting in May of 2017.

There is no arrangement between Mr. Jackson and any person pursuant to which he was selected as a director. Mr. Jackson is not a party to any transaction subject to Section 404(a) of Regulation S-K involving the Company or any of its subsidiaries.

Mr. Jackson will participate in the director's compensation program as described in the company's 2016 Proxy Statement which was filed with the Securities and Exchange Commission on March 21, 2016.

Today, the company issued a press release announcing Mr. Jackson's appointment. A copy of the release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release of Eli Lilly and Company dated August 31, 2016

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**ELI LILLY AND COMPANY**  
(Registrant)

By: /s/ Bronwen L. Mantlo  
Name: Bronwen L. Mantlo  
Title: Secretary and Deputy  
General Counsel

Dated: August 31, 2016



August 31, 2016

**Eli Lilly and Company**

Lilly Corporate Center  
Indianapolis, Indiana 46285  
U.S.A.  
+1.317.276.2000  
[www.lilly.com](http://www.lilly.com)

**For Release:** Immediately

**Refer to:** Lauren Zierke; [lauren\\_zierke@lilly.com](mailto:lauren_zierke@lilly.com); (317) 277-6524

**Jamere Jackson Elected to Lilly Board of Directors**

INDIANAPOLIS, August 31, 2016 /PRNewswire/ - The board of directors of Eli Lilly and Company (NYSE: LLY) has elected Jamere Jackson as a new member, effective October 1, 2016. As a member of Lilly's board, he will serve on the Audit and Finance committees.

Jackson is currently chief financial officer of Nielsen Holdings plc (Nielsen).

"I am delighted to welcome Jamere Jackson to the Lilly board," said John C. Lechleiter, Ph.D., chairman, president and chief executive officer. "Jamere brings a wealth of global financial experience, including a strong background in strategic planning. His experience at Nielsen will also provide an important perspective to our business and help broaden our understanding of consumer markets and strategies."

Prior to joining Nielsen in 2014, Jackson was with General Electric (GE). His last position there was vice president and chief financial officer for GE Oil & Gas, drilling and surface division. In that role, he was responsible for driving financial rigor, developing strategy and implementing change across the drilling and surface portfolio.

Jackson joined GE in 2004 as the chief financial officer for Global Business Services. He then became chief financial analyst for GE Corporate before being promoted to chief financial officer for GE Aviation Military Systems. Next, he was named chief financial officer for GE Aviation Systems, where he led a global team focused on expanding GE's jet-engine business beyond its core products.

Jackson's experience also includes positions at First Data Corporation, Total System Services, Pizza Hut Inc., and Procter & Gamble Company. He is a certified public accountant and received his undergraduate degree in finance and business economics from the University of Notre Dame.

## **About Eli Lilly and Company**

Lilly is a global healthcare leader that unites caring with discovery to make life better for people around the world. We were founded more than a century ago by a man committed to creating high-quality medicines that meet real needs, and today we remain true to that mission in all our work. Across the globe, Lilly employees work to discover and bring life-changing medicines to those who need them, improve the understanding and management of disease, and give back to communities through philanthropy and volunteerism. To learn more about Lilly, please visit us at [www.lilly.com](http://www.lilly.com) and <http://newsroom.lilly.com/social-channels>. F-LLY

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