

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Crowe Maria A</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2012	3. Issuer Name and Ticker or Trading Symbol <u>LILLY ELI & CO [LLY]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Mfg. Operations</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>LILLY CORPORATE CENTER</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>INDIANAPOLIS IN 46285</u>			
(City) (State) (Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee stock option 2/02 (right to buy)	02/18/2005	02/17/2012	Common Stock	6,500	75.92	D	
Employee stock option 2/03 (right to buy)	02/16/2006	02/15/2013	Common Stock	6,500	57.85	D	
Employee stock option 2/04 (right to buy)	02/19/2007	02/14/2014	Common Stock	8,000	73.11	D	
Employee stock option 2/05 (right to buy)	02/11/2008	02/10/2015	Common Stock	6,391	55.65	D	
Employee stock option 2/06 (right to buy)	02/10/2009	02/09/2016	Common Stock	6,024	56.18	D	
Employee stock option 4/03 (right to buy)	04/27/2006	04/26/2013	Common Stock	9,000	63.67	D	
Restricted Stock Unit	10/02/2016	10/02/2016	Common Stock	4,130	0.00	D	
Restricted Stock Unit	10/03/2014	10/03/2014	Common Stock	9,175	0.00	D	
Restricted Stock Unit	10/03/2016	10/03/2016	Common Stock	18,350	0.00	D	

Explanation of Responses:

Remarks:

Maria A. Crowe01/10/2012

** Signature of Reporting Person

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.