

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

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

Date of Report (Date of earliest event reported): **August 28, 2013**

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

(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 27, 2013, the Board of Directors of Eli Lilly and Company elected Dr. Marschall S. Runge as a new member, effective as of September 1, 2013. Dr. Runge, 59, is the Executive Dean for the School of Medicine at the University of North Carolina at Chapel Hill. As a member of Lilly's board, Dr. Runge will serve on the Science and Technology Committee and the Public Policy and Compliance 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 2013.

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

Dr. Runge will participate in the Director's compensation program as described in the company's 2013 Proxy Statement which was filed with the Securities and Exchange Commission on March 25, 2013.

Today, the company issued a press release announcing Dr. Runge'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 28, 2013

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/ James B. Lootens
Name: James B. Lootens
Title: Secretary and Deputy
General Counsel

Dated: August 28, 2013

Date: August 28, 2013

For Release: Immediately

Refer to: (317) 433-9899 - Edward Sagebiel

Dr. Marschall S. Runge Elected to Lilly Board of Directors

The Board of Directors of Eli Lilly and Company (NYSE:LLY) has elected Marschall S. Runge, M.D., Ph.D., as a new member, effective September 1, 2013. Dr. Runge, 59, is the Executive Dean for the School of Medicine at the University of North Carolina at Chapel Hill (UNC). As a member of Lilly's board, Dr. Runge will serve on the Science and Technology Committee and the Public Policy and Compliance Committee.

"I am very pleased to welcome Marschall Runge to the Lilly board," said John Lechleiter, Ph.D., Lilly chairman, president and chief executive officer. "Dr. Runge brings to the Lilly board a broad background in health care, with extensive experience as a practicing physician, clinical researcher, and dean of a major academic medical institution. His appreciation of the importance of scientific research, coupled with his first-hand experience in patient care, will help Lilly deliver on its commitment to discover and develop innovative medicines that make a difference for patients in need."

In his role as Executive Dean for the UNC School of Medicine, Dr. Runge provides overall academic and clinical leadership for the School of Medicine and the UNC Health Care System. In addition to being the Chair of the Department of Medicine, Dr. Runge is also Principal Investigator and Director of the North Carolina Translational and Clinical Sciences (NC TraCS) Institute at UNC-Chapel Hill, where he has financial, human resource and strategic oversight responsibilities for the program. The NC TraCS Institute is one of 60 medical research institutions working together as part of a national consortium to improve the way biomedical research is conducted across the country and to reduce the time it takes for laboratory discoveries to become new treatments for patients.

An honors graduate of Vanderbilt University with a B.A. in Biology and a Ph.D. in molecular biology, Dr. Runge earned his M.D. from the Johns Hopkins School of Medicine, where he was an intern and resident in internal medicine. He then completed a cardiology fellowship at Harvard's Massachusetts General Hospital and was a faculty member there prior to moving to Emory University as an Associate Professor of Medicine in 1989. Before joining the UNC faculty in 2000, Dr. Runge held the John Sealy Distinguished Centennial Chair in Internal Medicine and was Director of the Division of Cardiology and the Sealy Center for Molecular Cardiology at the University of Texas Medical Branch at Galveston.

In addition to serving as a member of the Experimental Cardiovascular Sciences Study Section of the National Institutes of Health, Dr. Runge also has published over 150 peer-reviewed manuscripts and is a renowned leader in vascular biology.

About Lilly

Lilly, a leading innovation-driven corporation, is developing a growing portfolio of pharmaceutical products by applying the latest research from its own worldwide laboratories and from collaborations with eminent scientific organizations. Headquartered in Indianapolis, Ind., Lilly provides answers - through medicines and information - for some of the world's most urgent medical needs. Additional information about Lilly is available at www.lilly.com.

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