

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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hours per response: 0.5Filed 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>Ricks David A</u> (Last) (First) (Middle) <u>LILLY CORPORATE CENTER</u> (Street) <u>INDIANAPOLIS IN 46285</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/01/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>LILLY ELI & CO [LLY]</u>		5. If Amendment, Date of Original Filed (Month/Day/Year)
		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>SVP and Pres, Lilly Bio-Meds</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

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)
<u>Common Stock</u>	<u>2,010</u>	<u>I</u>	<u>401(k)</u>
<u>Common Stock</u>	<u>9,936</u>	<u>D</u>	

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			
<u>Employee stock option 2/02 (right to buy)</u>	<u>02/18/2005</u>	<u>02/17/2012</u>	<u>Common Stock</u>	<u>2,500</u>	<u>75.92</u>	<u>D</u>	
<u>Employee stock option 2/03 (right to buy)</u>	<u>02/16/2006</u>	<u>02/15/2013</u>	<u>Common Stock</u>	<u>5,000</u>	<u>57.85</u>	<u>D</u>	
<u>Employee stock option 2/04 (right to buy)</u>	<u>02/19/2007</u>	<u>02/14/2014</u>	<u>Common Stock</u>	<u>6,300</u>	<u>73.11</u>	<u>D</u>	
<u>Employee stock option 2/05 (right to buy)</u>	<u>02/11/2008</u>	<u>02/10/2015</u>	<u>Common Stock</u>	<u>1,509</u>	<u>55.65</u>	<u>D</u>	
<u>Employee stock option 2/06 (right to buy)</u>	<u>02/10/2009</u>	<u>02/09/2016</u>	<u>Common Stock</u>	<u>4,970</u>	<u>56.18</u>	<u>D</u>	
<u>Restricted Stock Unit</u>	<u>12/03/2012</u>	<u>12/03/2012</u>	<u>Common Stock</u>	<u>2,748</u>	<u>0.00</u>	<u>D</u>	
<u>Restricted Stock Unit</u>	<u>12/03/2017</u>	<u>12/03/2017</u>	<u>Common Stock</u>	<u>5,496</u>	<u>0.00</u>	<u>D</u>	

Explanation of Responses:

Remarks:

Bronwen Mantlo for David A. Ricks, authorization on file 01/10/2012

** 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.

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