FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APP	OMB APPROVAL				
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t	o Section 16. Form 4 or Form 5
С	bligations may continue. See
-1	nstruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNE

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

Clast (First (Middle 2801 NORTH MERIDIAN STREET 4. If Amend (Street INDIANAPOLIS IN 46208-0068 (City (State Table I - Non-Derivative Secution Check satisfy 22. Transaction Date (Month/Day/Year) (Month/Day/Year) (fary) (fa	Ob5-1 this box to the affirm	I 3. Transac Code (I	ginal File GINSAC that a transe condit ed, Dis ction Instr.	etion Indi saction was m ions of Rule 10 sposed of Securities A isposed Of (D	icatio	DIN resuant to a c . See Instru Benefici I (A) or . 3, 4 and 5	contractuction 1	Form f Form f Persor	Joint/Group filed by One filed by Morn totion or writte ed unt of fies ically	e Reporte than	orting Person One Report of that is interesting in the property of the propert	pplicable on orting nded to 7. Nature of Indirect Beneficial Ownership
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Common Stock 01/30/2024 Table II - Derivative Secur (e.g., puts, calls,					(D)	Price		Transac (Instr. 3	ction(s)	(Instr	7. 4)	(Instr. 4)
Table II - Derivative Secur (e.g., puts, calls,		S		69,370	D	\$645.11	.3(1)	99,4	19,228		D	
(e.g., puts, calls,		S		6,845	D	\$646.26	9 ⁽²⁾	99,4	12,383		D	
1 Title of 2 3 Transaction 34 Deemed 4								wned				
Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security Security Conversion of Exercise (Month/Day/Year) Price of Derivative Security Derivative Security Conversion of Exercise (Month/Day/Year) (Month/Day/Year) Transaction Execution Date, if any (Month/Day/Year) (Month/Day/Year)	of Deriva Secur Acqui (A) or Dispos of (D)	f Expi erivative ecurities cquired \(\)\)\)\)\)\)\)\)\)\)\)\)\)\)\)\)\)\)\	ate Exerciration Dinth/Day/		7. Title Amou Secur Under Deriva Secur 3 and	int of rities rlying ative rity (Instr.	8. Pri Deriv Secui (Instr	rative rity :. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	, [C	10. Ownership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$645.00 to \$645.95, inclusive. The reporting person undertakes to provide to Eli Lilly & Company, any security holder of Eli Lilly & Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$646.00 to \$646.59, inclusive.

/s/ Diane M. Stenson, Vice President & Treasurer, on behalf of Lilly Endowment

01/31/2024

Inc.

** Signature of Reporting Person

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 4 (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.