

SANTINI GINO
Form 5
February 14, 2007

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
SANTINI GINO

(Last) (First) (Middle)

LILLY CORPORATE CENTER

(Street)

INDIANAPOLIS, IN 46285

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
LILLY ELI & CO [LLY]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Sr.VP, Corp. Strategy & Policy

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/05/2004	Â	G5 ⁽¹⁾	2,134 D \$ 0	73,048	D	Â
Common Stock	10/07/2005	Â	G5 ⁽¹⁾	2,576 D \$ 0	81,335	D	Â
Common Stock	12/16/2005	Â	G5 ⁽²⁾	270 D \$ 0	76,065	D	Â
Common Stock	06/09/2006	Â	G ⁽¹⁾	2,778 D \$ 0	81,272	D	Â
	12/20/2006	Â	G ⁽²⁾	192 D \$ 0	79,537	D	Â

Edgar Filing: SANTINI GINO - Form 5

Common Stock									
Common Stock	12/22/2006	Â	G5 ⁽²⁾	95	D	\$ 0	79,442	D	Â
Common Stock	08/05/2004	Â	G5 ⁽¹⁾	172	A	\$ 0	2,242	I	by daughter
Common Stock	08/05/2004	Â	G5 ⁽³⁾	172	A	\$ 0	2,414	I	by daughter
Common Stock	10/07/2005	Â	G5 ⁽¹⁾	205	A	\$ 0	2,619	I	by daughter
Common Stock	10/07/2005	Â	G5 ⁽³⁾	205	A	\$ 0	2,824	I	by daughter
Common Stock	06/09/2006	Â	G ⁽¹⁾	231	A	\$ 0	3,055	I	by daughter
Common Stock	08/05/2004	Â	G5 ⁽¹⁾	172	A	\$ 0	2,242	I	by son
Common Stock	08/05/2004	Â	G5 ⁽³⁾	172	A	\$ 0	2,414	I	by son
Common Stock	10/07/2005	Â	G5 ⁽¹⁾	205	A	\$ 0	2,619	I	by son
Common Stock	10/07/2005	Â	G5 ⁽³⁾	205	A	\$ 0	2,824	I	by son
Common Stock	06/09/2006	Â	G ⁽¹⁾	231	A	\$ 0	3,055	I	by son
Common Stock	08/05/2004	Â	G5 ⁽¹⁾	1,790	A	\$ 0	4,082	I	by wife
Common Stock	08/05/2004	Â	G5 ⁽³⁾	344	D	\$ 0	3,738	I	by wife
Common Stock	10/07/2005	Â	G5 ⁽¹⁾	2,166	A	\$ 0	5,904	I	by wife
Common Stock	10/07/2005	Â	G5 ⁽³⁾	410	D	\$ 0	5,494	I	by wife
Common Stock	06/09/2006	Â	G ⁽¹⁾	2,316	A	\$ 0	7,810	I	by wife
Common Stock	Â	Â	Â	Â	Â	Â	1,839	I	401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 2270
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: SANTINI GINO - Form 5

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Price of Derivative Security (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SANTINI GINO LILLY CORPORATE CENTER INDIANAPOLIS, IN 46285	Â Â Â Sr.VP, Corp. Strategy & Policy Â

Signatures

Bronwen Mantlo for Gino Santini, authorization
on file 02/14/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) These transactions involved gifts of securities by the reporting person to his wife, daughter, and son, all of whom share the reporting person's household. The reporting person disclaims beneficial ownership of these shares.
- (2) Charitable gifts.
- (3) These transactions involved gifts of securities by the reporting person's wife to his son and daughter. All three share the reporting person's household. The reporting person disclaims beneficial ownership of these shares.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.