

LILLY ELI & CO

Form 3

May 03, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Rice Derica W
(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)
05/01/2006

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

4. Relationship of Reporting
Person(s) to Issuer

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

LILLY CORPORATE CENTER

(Street)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Sr. Vice President and CFO

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

INDIANAPOLIS,Â INÂ 46285

(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)

Common Stock

12,410

D

Â

Common Stock

3,050

I

401(k)

Common Stock

1,242

I ⁽¹⁾

401(k) - by wife

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee stock option 10/01 (right to buy)	10/03/2003	10/04/2011	Common Stock	5,000	\$ 79.28	D	Â
Employee stock option 10/96 (right to buy)	10/21/1999	10/20/2006	Common Stock	2,800	\$ 34.595	D	Â
Employee stock option 10/97 (right to buy)	10/20/2000	10/19/2007	Common Stock	5,700	\$ 64.06	D	Â
Employee stock option 10/98 (right to buy)	10/19/2001	10/17/2008	Common Stock	5,700	\$ 74.2813	D	Â
Employee stock option 10/98 (right to buy)	10/19/2001	10/17/2008	Common Stock	1,600	\$ 74.2813	I ⁽¹⁾	by wife
Employee stock option 10/99 (right to buy)	10/18/2002	10/16/2009	Common Stock	10,000	\$ 66.375	D	Â
Employee stock option 2/01 (right to buy)	02/20/2004	02/18/2011	Common Stock	12,000	\$ 73.98	D	Â
Employee stock option 2/02 (right to buy)	02/18/2005	02/17/2012	Common Stock	10,000	\$ 75.92	D	Â
Employee stock option 2/03 (right to buy)	02/16/2006	02/15/2013	Common Stock	11,200	\$ 57.85	D	Â
Employee stock option 2/04 (right to buy)	02/15/2007	02/14/2014	Common Stock	25,000	\$ 73.11	D	Â
Employee stock option 2/05 (right to buy)	02/11/2008	02/10/2015	Common Stock	23,077	\$ 55.65	D	Â
Employee stock option 2/06 (right to buy)	02/10/2009	02/09/2016	Common Stock	27,108	\$ 56.18	D	Â
Employee stock option 5/06 (right to buy)	05/01/2009	04/29/2016	Common Stock	30,000	\$ 52.54	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Rice Derica W LILLY CORPORATE CENTER INDIANAPOLIS, IN 46285	Â	Â	Â Sr. Vice President and CFO	Â	

Signatures

Derica W. Rice

05/03/2006

 Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) Reporting person disclaims beneficial ownership of these shares.

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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