

LILLY ELI & CO  
Form 5  
January 31, 2014

**FORM 5**

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person \*  
**LECHLEITER JOHN C**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President and CEO

**LILLY CORPORATE CENTER**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2013**

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

6. Individual or Joint/Group Reporting (check applicable line)

**INDIANAPOLIS, IN 46285**

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

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	02/20/2013	Â	G	19,585 D \$ 0	447,465	D	Â
Common Stock	03/04/2013	Â	G	457 D \$ 0	447,008	D	Â
Common Stock	05/10/2013	Â	G	8,250 D \$ 0	438,758	D	Â
Common Stock	05/14/2013	Â	G	9,969 D \$ 0	428,789	D	Â

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Common Stock	06/13/2013	Â	G	976	D	\$ 0	427,813	D	Â
Common Stock	09/11/2013	Â	G	6,243	D	\$ 0	421,570	D	Â
Common Stock	11/26/2013	Â	G	6,757	D	\$ 0	414,813	D	Â
Common Stock	12/31/2013	Â	G	550	D	\$ 0	414,263	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	19,469	I	401(k)
Common Stock	06/13/2013	Â	G	976	D	\$ 0	51,066	I	by wife <sup>(1)</sup>
Common Stock	12/31/2013	Â	G	550	D	\$ 0	50,516	I	by wife <sup>(1)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	72,140	I	The John C. Lechleiter Spouse and Descendants Trust dtd 11/1/12 <sup>(2)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	22,589	I	by family limited partnership <sup>(3)</sup>
Common Stock	12/31/2013	Â	G	275	A	\$ 0	275	I	J&S Lechleiter Grandchild Trust FBO Lannan Jeanne Lechleiter <sup>(4)</sup>
Common Stock	12/31/2013	Â	G	275	A	\$ 0	550	I	J&S Lechleiter Grandchild Trust FBO Lannan Jeanne Lechleiter <sup>(4)</sup>
Common Stock	12/31/2013	Â	G	275	A	\$ 0	275	I	J&S Lechleiter Grandchild Trust FBO John Richard Lechleiter <sup>(4)</sup>
	12/31/2013	Â	G	275	A	\$ 0	550	I	



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- (3) Family limited partnership of which reporting person and his wife are the general partners. Reporting person disclaim beneficial ownership of shares held by family limited partnership except to the extent of his pecuniary interest therein.
- (4) Irrevocable trust for the benefit of reporting person's grandchild. 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.