Edgar Filing: GOLDEN CHARLES E - Form 4

GOLDEN C	CHARLES E										
Form 4											
February 21	, 2006										
FORM			GEGU			CHANGE			PPROVAL		
Washington, D.C. 20549									3235-0287		
Check this box if no longer									January 31, 2005		
subject t Section	In no tonger Statement of Changes in Beneficial ownership of Section 16. Form 4 or Statement of Changes in Beneficial ownership of Securities								average ours per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(c) See Instruction 1(c) 1(c											
(Print or Type	Responses)										
1. Name and Address of Reporting Person _ 2. Issuer N GOLDEN CHARLES E Symbol				Issuer				f Reporting Person(s) to			
				ENBRANI IB]	O INDUS	STRIES	(Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				XDirector10% Owner				
LILLY CO CENTER, I	RPORATE DROP CODE 12()1	(Month/ 02/17/2	Day/Year) 2006) Officer (give title Other (specify below)						
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line)					
INDIANA	POLIS, IN 46285						_X_ Form filed by Form filed by Person	One Reporting P More than One R			
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
	Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.										
	Tab					posed of, or	Beneficially Owned	1			

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Ma	/ onth/Day/Year)	Code (Instr. 8)	Deriva Securit Acquir (A) or Dispos of (D) (Instr. and 5)	ties red sed	(Month/Day/Year)	(Instr. 3 and	4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Director Fees	<u>(1)</u>	02/17/2006		A <u>(2)</u>	142		01/04/2011(3)	01/04/2015(3)	Common Stock	142

Reporting Owners

Reporting Owner Name / Addre	ess	Relationships						
1.0		10% Owner	Officer	Other				
GOLDEN CHARLES E LILLY CORPORATE CENT DROP CODE 1201 INDIANAPOLIS, IN 46285	ER X							
Signatures								
Charles E. Golden	02/21/2006							

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) Conversion or Exercise Price of Derivative Security is 1-for-1.
- (2) These deferred stock units were accrued through deferral of board of directors fees earned. These deferred stock units are entitled to dividend investment equivalents.
- (3) All of these deferred stock units will automatically be converted into shares of common stock at 20% each on Jan. 4, 2011; Jan. 4, 2012; Jan. 4, 2013; Jan. 4, 2014 and Jan. 4, 2015, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

**Signature of

Reporting Person