

Company Announcement

18 March 2009

Annual General Meeting at Novo Nordisk A/S

At the Annual General Meeting of Novo Nordisk A/S today, the shareholders passed the following resolutions:

- Adoption of the audited *Annual Report 2008*.
- Approval of the remuneration of the Board of Directors.
- Distribution of profit according to the adopted *Annual Report 2008*. The dividend will be DKK 6.00 per share of DKK 1, an increase of 33% compared with the fiscal year 2007.
- Re-election of the following current board members elected by the Annual General Meeting: Sten Scheibye, Göran A Ando, Henrik Gürtler, Pamela J Kirby, Kurt Anker Nielsen and Jørgen Wedel. In addition, Hannu Ryöppönen was elected to the Board of Directors for the first time.
- Re-election of the auditor, PricewaterhouseCoopers.
- Reduction of the Company's B share capital from DKK 526,512,800 to DKK 512,512,800 by cancellation of 14,000,000 B shares of DKK 1 each from the Company's own holdings of B shares at a nominal value of DKK 14,000,000, equal to 2.2% of the total share capital. After implementation of the share capital reduction, the Company's share capital will amount to DKK 620,000,000 divided into A share capital of DKK 107,487,200 and B share capital of DKK 512,512,800.
- Authorisation of the Board of Directors, until the next Annual General Meeting, to allow the Company to acquire own shares of up to 10% of the share capital and at the price quoted at the time of the purchase with

a deviation of up to 10%, cf Article 48 of the Danish Public Limited Companies Act.

- Amendment to Article 5.4: Replacement of the name "Copenhagen Stock Exchange" with "NASDAQ OMX Copenhagen".
- Amendment to Article 6.3 of the Articles of Association: Existing authorisation of the Board of Directors to issue B shares to employees without pre-emptive subscription rights for existing shareholders reduced to a maximum nominal amount of DKK 3 million.
- Amendment to Article 6.4 of the Articles of Association: Existing authorisation of the Board of Directors to increase the share capital reduced to a maximum of nominally DKK 107 million.
- Articles 8.2 and 11.10 of the Articles of Association: Addition in Article 8.2 of a new item 3 to the standard agenda of the Company's Annual General Meeting regarding approval of the remuneration of the Board of Directors and a consequential amendment of Article 11.10.

The Board of Directors

In February 2006, Novo Nordisk employees in Denmark elected four board members for a period of four years: Johnny Henriksen, Anne Marie Kverneland and Stig Strøbæk were re-elected and Søren Thuesen Pedersen was elected.

Accordingly, the Board of Directors of Novo Nordisk A/S comprises:

- Sten Scheibye
- Göran A Ando
- Henrik Gürtler
- Johnny Henriksen (employee representative)
- Pamela J Kirby
- Anne Marie Kverneland (employee representative)
- Kurt Anker Nielsen
- Søren Thuesen Pedersen (employee representative)
- Hannu Ryöppönen
- Stig Strøbæk (employee representative)
- Jørgen Wedel.

For information on the board members, please refer to novonordisk.com.

At a board meeting held immediately after the Annual General Meeting, the Board of Directors elected Sten Scheibye as chairman and Göran A Ando as vice-chairman.

The Board of Directors elected Kurt Anker Nielsen, Jørgen Wedel and Hannu Ryöppönen as members of the Audit Committee with Kurt Anker Nielsen as chairman. The Board designated Kurt Anker Nielsen as financial expert under US law, while Jørgen Wedel and Hannu Ryöppönen were designated financial experts under both Danish and US law.

Finally, the Board of Directors designated Göran A Ando as research and development facilitator.

Novo Nordisk is a healthcare company and a world leader in diabetes care. In addition, Novo Nordisk has a leading position within areas such as haemostasis management, growth hormone therapy and hormone replacement therapy. Novo Nordisk manufactures and markets pharmaceutical products and services that make a significant difference to patients, the medical profession and society. With headquarters in Denmark, Novo Nordisk employs more than 27,000 employees in 81 countries, and markets its products in 179 countries. Novo Nordisk's B shares are listed on the stock exchanges in Copenhagen and London. Its ADRs are listed on the New York Stock Exchange under the symbol 'NVO'. For more information, visit novonordisk.com.

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