

Edgar Filing: NOVO NORDISK A S - Form 6-K

NOVO NORDISK A S  
Form 6-K  
February 02, 2009

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

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FORM 6-K  
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REPORT OF FOREIGN ISSUER

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934

February 2, 2009

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NOVO NORDISK A/S  
(Exact name of Registrant as specified in its charter)

NOVO ALLE  
DK-2880, BAGSVAERD  
DENMARK  
(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in  
connection with Rule 12g-32(b):82-\_\_\_\_\_

DIRECTOR/PDMR SHAREHOLDING

TRADING IN NOVO NORDISK SHARES BY BOARD MEMBERS, EXECUTIVES AND ASSOCIATED  
PERSONS AS REPORTED TO NOVO NORDISK ON 29 JANUARY 2009

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In accordance with Section 28a of the Danish Securities Trading Act, Novo Nordisk is required on a daily basis to publish trading in Novo Nordisk shares by the company's board members, executives and their associated persons as reported by those persons to Novo Nordisk.

As from 2004, members of Novo Nordisk's Executive Management and other members of the Senior Management Board have participated in a performance based incentive programme where a proportion of the calculated shareholder value creation has been allocated to a joint pool for the participants. For 2005, 232,026 shares were allocated to the joint pool and the market value of the scheme was expensed in the accounts for 2005. In accordance with the principles of the incentive program, the Board of Directors of Novo Nordisk A/S on 28 January 2009 evaluated that the conditions for release of the joint pool of shares have been fulfilled. Accordingly, the shares in the joint pool were transferred to 23 current and former members of senior management on 29 January 2009.

Further, members of Executive Management have traded shares through the exercise of options. Please find below a statement of such trading in shares issued by Novo Nordisk.

NAME	LARS REBIEN SORENSEN
REASON FOR REPORTING	CHIEF EXECUTIVE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	OTHER TRANSACTION (TRANSFER OF SHARES IN ACCORDANCE WITH LONG-TERM INCENTIVE PROGRAMME)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	23,208 SHARES
TOTAL VALUE OF TRANSACTION	0 (TRANSFERRED IN ACCORDANCE WITH THE LONG-TERM INCENTIVE PROGRAMME FOR 2005)

NAME	LARS REBIEN SORENSEN
REASON FOR REPORTING	CHIEF EXECUTIVE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	23,208 SHARES
TOTAL VALUE OF TRANSACTION	DKK 6,926,196

NAME	LARS REBIEN SORENSEN
REASON FOR REPORTING	CHIEF EXECUTIVE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	EXERCISE OF OPTIONS (PURCHASE OF SHARES)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	22,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 2,178,000

NAME LARS	REBIEN SORENSEN
REASON FOR REPORTING	CHIEF EXECUTIVE OFFICER
FINANCIAL INSTRUMENT AND	

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ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	12,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 3,581,280

NAME	JESPER BRANDGAARD
REASON FOR REPORTING	CHIEF FINANCIAL OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	OTHER TRANSACTION (TRANSFER OF SHARES IN ACCORDANCE WITH LONG-TERM INCENTIVE PROGRAMME)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	0 (TRANSFERRED IN ACCORDANCE WITH THE LONG-TERM INCENTIVE PROGRAMME FOR 2005)

NAME	JESPER BRANDGAARD
REASON FOR REPORTING	CHIEF FINANCIAL OFFICER FINANCIAL
INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	DKK 4,616,270

NAME	JESPER BRANDGAARD
REASON FOR REPORTING	CHIEF FINANCIAL OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	EXERCISE OF OPTIONS (PURCHASE OF SHARES)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	12,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 1,188,000

NAME	JESPER BRANDGAARD
REASON FOR REPORTING	CHIEF FINANCIAL OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	12,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 3,581,280

NAME	LISE KINGO
REASON FOR REPORTING	CHIEF OF STAFFS
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	OTHER TRANSACTION (TRANSFER OF SHARES IN ACCORDANCE WITH LONG-TERMINCENTIVE PROGRAMME)
DATE OF TRANSACTION	29 JANUARY 2009

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PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	0 (TRANSFERRED IN ACCORDANCE WITH THE LONG-TERM INCENTIVE PROGRAMME FOR 2005)

NAME	LISE KINGO
REASON FOR REPORTING	CHIEF OF STAFFS
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	DKK 4,616,270

NAME	KARE SCHULTZ
REASON FOR REPORTING	CHIEF OPERATING OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	OTHER TRANSACTION (TRANSFER OF SHARES IN ACCORDANCE WITH LONG-TERM INCENTIVE PROGRAMME)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	0 (TRANSFERRED IN ACCORDANCE WITH THE LONG-TERM INCENTIVE PROGRAMME FOR 2005)

NAME	KARE SCHULTZ
REASON FOR REPORTING	CHIEF OPERATING OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	8,214 SHARES
TOTAL VALUE OF TRANSACTION	DKK 2,451,386

NAME	MADS KROGSGAARD THOMSEN
REASON FOR REPORTING	CHIEF SCIENCE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	OTHER TRANSACTION (TRANSFER OF SHARES IN ACCORDANCE WITH LONG-TERM INCENTIVE PROGRAMME)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	15,468 SHARES
TOTAL VALUE OF TRANSACTION	0 (TRANSFERRED IN ACCORDANCE WITH THE LONG-TERM INCENTIVE PROGRAMME FOR 2005)

NAME	MADS KROGSGAARD THOMSEN
REASON FOR REPORTING	CHIEF SCIENCE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B K006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	9 JANUARY 2009

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PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	4,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 1,193,760

NAME	MADS KROGSGAARD THOMSEN
REASON FOR REPORTING	CHIEF SCIENCE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	EXERCISE OF OPTIONS (PURCHASE OF SHARES)
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	NASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	12,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 1,188,000

NAME	MADS KROGSGAARD THOMSEN
REASON FOR REPORTING	CHIEF SCIENCE OFFICER
FINANCIAL INSTRUMENT AND ID CODE	NOVO NORDISK B DK006010261
TYPE OF TRANSACTION	SALE OF SHARES
DATE OF TRANSACTION	29 JANUARY 2009
PLACE OF TRANSACTION	ASDAQ OMX COPENHAGEN
VOLUME OF TRANSACTION	12,000 SHARES
TOTAL VALUE OF TRANSACTION	DKK 3,581,280

### DEFINITIONS AND BACKGROUND INFORMATION:

#### PUBLICATION

Publication shall take place the day after Novo Nordisk receives sufficient information on the trading. Publication is only required when the total amount of transactions of a specific board member/executive and his/her associated persons in any one calendar year has reached 5,000 euros.

#### WHO ARE BOARD MEMBERS, EXECUTIVES AND ASSOCIATED PERSONS?

Board members and executives are members of the Board of Directors and Executive Management, respectively, of Novo Nordisk A/S. Associated persons are defined as the following persons associated to a board member/executive: 1) spouse or cohabitant, 2) children under the age of 18 years, 3) relatives defined as brothers, sisters, parents, grandparents etc, children, grandchildren etc who have shared the same household with a board member/executive for at least one year, and 4) any legal person, including a company, a foundation or a partnership, which is controlled directly or indirectly by a board member/executive and/or a person mentioned in 1)-3), or to which a board member/executive and/or a person mentioned in 1)-3) has managerial responsibilities or economic interests substantially equivalent to the legal person.

#### WHAT IS TRADING/TRANSACTION?

Trading is any kind of transaction, including shares purchased or otherwise acquired, shares sold or otherwise disposed, gifts, mortgages and grants and exercise of options, but not heritage.

#### WHAT IS FINANCIAL INSTRUMENT AND ID CODE?

Financial instrument includes shares listed on the NASDAQ OMX Copenhagen and London Stock Exchange as well as ADRs listed on New York Stock Exchange, except for ADRs held in 401(k) retirement plan by US-based employees. The ID code is the code (ISIN DK006010261) of the Novo Nordisk share on the NASDAQ OMX Copenhagen, the code (NVOB) on London Stock Exchange or the code (NVO) on New York Stock Exchange.

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### WHAT IS DATE AND PLACE OF TRANSACTION?

Date of transaction is the actual transaction date. The place of transaction is the actual place of transaction, ie NASDAQ OMX Copenhagen, London Stock Exchange or New York Stock Exchange.

### WHAT IS VOLUME AND VALUE OF TRANSACTION?

The volume of transaction is the number of shares (of DKK 1 nominal value) or other financial instruments traded. The transaction value is the number of shares traded multiplied by the transaction price. The exchange rate of the Danish Central Bank (Nationalbanken) on the date of transaction is used for calculating the transaction value in DKK in case of shares traded on London Stock Exchange and ADRs listed on New York Stock Exchange.

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 over 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](http://novonordisk.com).

### FOR FURTHER INFORMATION PLEASE CONTACT:

#### Media:

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Company Announcement no 3 / 2009

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf of the undersigned, thereunto duly authorized.

Date: February 2, 2009

NOVO NORDISK A/S

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Lars Rebien Sorensen,  
President and Chief Executive Officer