

NOVO NORDISK A S  
Form 6-K  
May 24, 2012

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER**

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

**May 24, 2012**

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**NOVO NORDISK A/S**

(Exact name of Registrant as specified in its charter)

**Novo Allé**

**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-\_\_\_\_\_



## Company Announcement

21 May 2012

### Novo Nordisk A/S – Share repurchase programme

On 2 May 2012 Novo Nordisk initiated a share repurchase programme in accordance with the provisions of the European Commission's regulation no 2273/2003 of 22 December 2003, also referred to as the Safe Harbour rules.

Under the programme Novo Nordisk will repurchase B shares for an amount up to DKK 1.8 billion in the period from 2 May 2012 to 7 August 2012.

Since the announcement as of 14 May 2012, the following transactions have been made under the programme:

|                                            | <b>Number of<br/>shares</b> | <b>Average<br/>purchase price</b> | <b>Transaction value,<br/>DKK</b> |
|--------------------------------------------|-----------------------------|-----------------------------------|-----------------------------------|
| <b>Accumulated, last<br/>announcement</b>  | <b>180,269</b>              |                                   | <b>150,308,717</b>                |
| 14 May 2012                                | 31,000                      | 826.16                            | 25,610,867                        |
| 15 May 2012                                | 31,000                      | 812.81                            | 25,196,971                        |
| 16 May 2012                                | 30,000                      | 820.57                            | 24,616,992                        |
| <b>Accumulated under<br/>the programme</b> | <b>272,269</b>              |                                   | <b>225,733,546</b>                |

Transactions related to Novo Nordisk's incentive programmes have resulted in a net sale by Novo Nordisk of 9,850 B shares in the period from 14 May 2012 to 16 May 2012. The shares in these transactions were not part of the Safe Harbour repurchase programme.

With the transactions stated above, Novo Nordisk owns a total of 13,380,887 treasury shares, corresponding to 2.4% of the share capital. The total amount of shares in the company is 560,000,000 including treasury shares.

Company Announcement no 34 / 2012

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|-------------------------|---------------|---------------|-----------------|----------|
| <b>Novo Nordisk A/S</b> | Novo Allé     | Telephone:    | Internet:       | CVR no:  |
| Investor Relations      | 2880 Bagsværd | +45 4444 8888 | novonordisk.com | 24256790 |
|                         | Denmark       | Telefax:      |                 |          |
|                         |               | +45 4444 6626 |                 |          |

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Novo Nordisk expects to repurchase B shares worth DKK 12.0 billion during a 12 month period beginning 2 February 2012. As of 16 May 2012, Novo Nordisk has repurchased a total of 8,520,368 B shares equal to a transaction value of DKK 6,923,594,142.

*Novo Nordisk is a global healthcare company with 89 years of innovation and leadership in diabetes care. The company also has leading positions within haemophilia care, growth hormone therapy and hormone replacement therapy. Headquartered in Denmark, Novo Nordisk employs approximately 33,000 employees in 75 countries, and markets its products in more than 190 countries. Novo Nordisk's B shares are listed on NASDAQ OMX Copenhagen (Novo-B). Its ADRs are listed on the New York Stock Exchange (NVO). For more information, visit [novonordisk.com](http://novonordisk.com).*

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## **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: May 24, 2012

NOVO NORDISK A/S

Lars Rebien Sørensen,

President and Chief Executive Officer