

NOVO NORDISK A S
Form 6-K
May 02, 2012

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

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

May 2, 2012

NOVO NORDISK A/S

(Exact name of Registrant as specified in its charter)

Novo Allé

DK- 2880, Bagsvaerd

Denmark

(Address of principal executive offices)

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

2 May 2012

Novo Nordisk A/S purchases B shares worth DKK 4.2 billion from Novo A/S as part of the ongoing share repurchase programme

Novo Nordisk A/S has today entered into an agreement to purchase 5,100,000 B shares (nominal DKK 1) of a value of DKK 4.2 billion from Novo A/S as part of the ongoing DKK 12.0 billion share repurchase programme for a 12 month period beginning 2 February 2012. The transaction price is set to DKK 823.11 per share and has been calculated as the average market price from 27 April to 1 May in the open trading window following the announcement of Novo Nordisk's financial results for the first quarter of 2012.

Novo A/S will thereby readjust its ownership of Novo Nordisk A/S to 25.5%, equal to the level of ownership prior to the cancellation of treasury shares, which took place in April 2012.

The total shareholding of Novo A/S in Novo Nordisk A/S prior to the sale of B shares is 107,487,200 A shares (nominal DKK 1) and 40,412,800 B shares (nominal DKK 1), corresponding to 26.4% of the share capital and 73.0% of the votes. The transaction will reduce Novo A/S' ownership of Novo Nordisk A/S to 25.5% of the capital and 72.7% of the votes.

Henrik Grtler, CEO of Novo A/S, said: "Following the recent cancellation of treasury shares, Novo A/S has realigned its shareholding in Novo Nordisk A/S to the level of just over 25%, which has been our target since the demerger of Novozymes A/S in 2000. We remain a committed long-term majority shareholder of Novo Nordisk A/S."

As of 2 May 2012, Novo Nordisk A/S has repurchased B shares amounting to DKK 6.7 billion during the period beginning 2 February 2012 when taking this transaction with Novo A/S into

account. Novo Nordisk A/S and its wholly-owned affiliates now owns 13,201,726 of its own B shares of DKK 1, corresponding to a total nominal value of DKK 13,201,726 or 2.4% of the total share capital.

Company Announcement no 31 / 2012

Page 1 of 2

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

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 32,700 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.

Novo A/S, the holding company in the Novo Group, was established prior to the demerger of Novo Nordisk in 2000. Novo A/S is a private limited liability company fully owned by the Novo Nordisk Foundation. Besides being the majority shareholder in Novo Nordisk A/S and Novozymes A/S, Novo A/S provides seed, venture and growth capital to development stage companies within life science and biotechnology, as well as manages a broad portfolio of financial assets. For further information visit www.novo.dk

Further information on **Novo Nordisk A/S** please contact:

Media:

Outside North America:
Anne Margrethe Hauge
Tel: (+45) 4442 3450
amhg@novonordisk.com

In North America:

Ken Inchausti
Tel: (+1) 609 514 8316
kiau@novonordisk.com

Investors:

Kasper Roseeuw Poulsen
Tel: (+45) 4442 4303
krop@novonordisk.com

Frank Daniel Mersebach
Tel: (+45) 4442 0604
fdni@novonordisk.com
Lars Borup Jacobsen
Tel: (+45) 3075 3479
lbpj@novonordisk.com

Jannick Lindegaard
Tel: (+1) 609 786 4575
jlis@novonordisk.com

Further information on **Novo A/S** please contact:

Media:

Henrik Gürtler, CEO

Tel: (+45) 3527 6575

Thorkil Kastberg Christensen, CFO

Tel: (+45) 3527 6592

Company Announcement no 31 / 2012

Page 2 of 2

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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 2, 2012

NOVO NORDISK A/S

Lars Rebien Sørensen,

President and Chief Executive Officer