

Power of attorney

for use at the Annual General Meeting of Novo Nordisk A/S on Wednesday 12 March 2008

VP reference:

Number of votes:

By signing this power of attorney I/we authorise the following person(s) to participate and act on my/our behalf at the Company's Annual General Meeting to be held on Wednesday 12 March 2008, and to vote according to my/our holding of shares in the Company (the power of attorney can be given either as a general or specified power of attorney, please tick below):

1. General power of attorney:

(Please tick **either**)

the Board of Directors of Novo Nordisk A/S
or

Another person: _____
Please state the name and address of the proxy in block letters

or

2. Specified power of attorney for the Board of Directors of Novo Nordisk A/S

(Please tick the boxes below to indicate how you want to cast your votes at the Annual General Meeting. If you do not instruct the Board of Directors on how to cast your votes, the power of attorney will be used to vote or abstain from voting at the Board of Directors' absolute discretion. This power of attorney will be exercised only if a proposal is put to the vote).

Agenda	FOR	ABSTAIN	AGAINST
2. Presentation and adoption of the audited Annual Report 2007, including approval of the remuneration of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. A resolution to distribute the profit according to the adopted Annual Report 2007	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of members to the Board of Directors:			
Sten Scheibybe	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Göran A. Ando	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kurt Briner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Henrik Gürtler	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kurt Anker Nielsen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Jørgen Wedel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Pamela J. Kirby	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of auditor:			
The Board of Directors proposes re-election of PricewaterhouseCoopers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Proposals from the Board of Directors (as described in further detail in the notice of the Annual General Meeting):			
6.1 Reduction of the Company's B share capital from DKK 539,472,800 to DKK 526,512,800	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2 Authorisation to acquire own shares of up to 10% of the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.3 Donation of up to DKK 575 million to the World Diabetes Foundation in 2008-2017	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.4 Adoption of the proposed guidelines for incentive-based remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.5 Amendments to the Article of Association:			
6.5.1 Amendment of Article 4.2 (minimum denomination of shares) and Articles 9.2-9.3 (votes per share)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.5.2 Amendment of Article 6.3 (authorisation to issue new shares to employees)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.5.3 Amendment of Articles 6.4-6.6 (authorisation to issue new shares)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.5.4 Amendment of Article 7.2 (change of venue for general meetings to the Capital Region of Denmark)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.5.5 Amendment of Article 7.4 (reduction of the number of shares required to request an extra-ordinary general meeting to 1/20 of the share capital)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

_____|_____|_____|**2008**_____|
Date

Signature

The dated and signed form must reach VP Investor Services A/S **by 4pm on Friday 7 March 2008**, either by fax (No. +45 4358 8867) or by ordinary mail (please use the enclosed return envelope). Voting instructions may also be submitted using the internet: www.uk.vp.dk/aggm or at www.novonordisk.com/AGM (technical restrictions apply).