

## NOMINATION OF PROXY / VOTE BY CORRESPONDENCE

The Annual General Meeting of Novo Nordisk A/S will be held on Thursday 25 March 2021 at 14:00 CET

### Proxy voting/voting by correspondence

If you do not attend the general meeting yourself, you may vote by correspondence or appoint the Board of Directors or a third party as your proxy to represent you at the general meeting.

PLEASE TICK ONE BOX ONLY:

☐ **I hereby give proxy to the Board of Directors** of Novo Nordisk A/S, or a substitute duly appointed by the Board of Directors, to vote on my/our behalf at the general meeting in accordance with the recommendations of the Board of Directors, as stated below. Proxies should reach Computershare A/S no later than Friday 19 March 2021 end of day (CET).

☐ **I hereby give proxy to the following third party:** \_\_\_\_\_

\_\_\_\_\_  
Name, address and email address (please use CAPITAL LETTERS)

to vote on my/our behalf at the general meeting. Proxies should reach Computershare A/S no later than Friday 19 March 2021 end of day (CET).

☐ I request an admission card for an advisor to attend with my proxy holder:

\_\_\_\_\_  
Name (please use CAPITAL LETTERS)

☐ **Proxy instructions:** In the table below, I have indicated how I wish the Board of Directors to vote on my behalf at the general meeting. Proxy instructions should reach Computershare A/S no later than Friday 19 March 2021 end of day (CET).

☐ **Voting by correspondence:** In the table below, I have indicated how I wish to vote at the Annual General Meeting. Please note that a vote by correspondence cannot be withdrawn and it should reach Computershare A/S no later than Wednesday 24 March 2021 at noon (CET).

Name and address: \_\_\_\_\_

VP account number: \_\_\_\_\_

Please send this form to:

[gf@computershare.dk](mailto:gf@computershare.dk)

or by post to:

Computershare A/S

Lottenborgvej 26 D

DK-2800 Kgs. Lyngby

Agenda of the Annual General Meeting to be held on Thursday 25 March 2021 at 2:00 p.m. CET (short form, please refer to the notice for the complete agenda)		FOR	AGAINST	ABSTAIN	Recommendation by the Board
1.	The Board of Directors' oral report on the Company's activities in the past financial year				
2.	Presentation and adoption of the audited Annual Report 2020 .....				For
3.	Resolution to distribute the profit according to the adopted Annual Report 2020.....				For
4.	Presentation and advisory vote on the Remuneration Report 2020 .....				For
5.	Approval of the remuneration of the Board of Directors				
5.1	Approval of the remuneration of the Board of Directors for 2020 .....				For
5.2	Approval of the remuneration level for 2021 .....				For
6.	Election of members to the Board of Directors, including chair and vice-chair				
6.1	Election of Helge Lund as chair .....				For
6.2	Election of Jeppe Christiansen as vice-chair .....				For
6.3	Election of other members to the Board of Directors				
a)	Laurence Debroux .....				For
b)	Andreas Fibig .....				For
c)	Sylvie Grégoire.....				For
d)	Kasim Kutay .....				For
e)	Martin Mackay.....				For
f)	Henrik Poulsen.....				For
7.	Appointment of auditor				
	Appointment of Deloitte Statsautoriseret Revisionspartnerselskab.....				For
8.	Proposals from the Board of Directors and/or shareholders:				
8.1	Reduction of the Company's B share capital by nominally DKK 8,000,000 by cancellation of B shares .....				For
8.2	Authorisation to the Board of Directors to allow the Company to repurchase own shares.....				For
8.3	Authorisation to the Board of Directors to increase the Company's share capital				
a)	Cancellation of article 5.3 of the Articles of Association .....				For
b)	Extension of authorisation to the Board of Directors to increase the Company's share capital .....				For
8.4	Indemnification of the Board of Directors and Executive Management:				
a)	Indemnification of members of the Board of Directors.....				For
b)	Indemnification of members of Executive Management.....				For
8.5	Amendments to the Remuneration Policy				For
8.6	Amendment of the Articles of Association				
a)	Virtual General Meetings .....				For
b)	Language in documents prepared for General Meetings.....				For
c)	Differentiation of votes.....				For
8.7	Proposals from shareholders .....				
a)	Proposal from the shareholder Kritiske Aktionærer on making a plan for changed ownership .....				Against
9.	Any other business				

*If the form is only dated and signed it will be considered a proxy to the Board of Directors in accordance with the recommendations of the Board of Directors as indicated in the table. If the type of proxy/ vote by correspondence is not indicated by checking one of the boxes above, but the form is otherwise completed and signed, the form will be considered as a vote by correspondence.*

The proxy applies to all items discussed at the general meeting. In the event new proposals are submitted, including amendments or proposals for election of members to the Board of Directors or appointment of auditor not on the agenda, the proxy holder will vote on your behalf according to his/her best belief. Vote by correspondence will be taken into account if a new proposal is substantially the same as the original. The proxy/vote by correspondence is valid for shares I/we hold at the record date, Thursday 18 March 2021, calculated on the basis of the share register and notifications of ownership, which the company has received but not yet registered in the share register. If a subsequent general meeting is convened due to lack of quorum at the Annual General Meeting on 25 March 2021, a proxy will be valid for such subsequent general meeting. In that event votes by correspondence must be re-submitted. The proxy may be revoked at any time by written notice to the registrar, Computershare A/S, by email to [gf@computershare.dk](mailto:gf@computershare.dk), please note your VP account number in your revocation notice.

Date

Signature

Please note that neither Novo Nordisk A/S nor Computershare A/S can be held responsible for any delay in submitting the material. This form should reach Computershare A/S no later than Friday 19 March 2021 end of day (CET) - however, votes by correspondence no later than Wednesday 24 March 2021 at noon (CET) - by returning the form to Computershare A/S, Lottenborgvej 26 D, 1. sal, DK-2800 Kgs. Lyngby, or by e-mail to [gf@computershare.dk](mailto:gf@computershare.dk).