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NOVO NORDISK A S  
Form 6-K  
August 15, 2008

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

August 15, 2008

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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-\_\_\_\_\_

TRANSACTION IN OWN SHARES

NOVO NORDISK A/S PURCHASES B SHARES WORTH DKK 1.0 BILLION FROM NOVO A/S AS PART  
OF THE ONGOING SHARE REPURCHASE PROGRAMME

Novo Nordisk A/S has today acquired 3,304,800 B shares (nominal DKK 1), worth  
DKK 1.0 billion, from Novo A/S as part of the ongoing DKK 17.5 billion share  
repurchase programme for 2006-2009. The transaction price is DKK 307.37 per

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share and has been calculated as the average market price from 7 August to 13 August in the open trading window following the announcement of Novo Nordisk's financial results for the first six months of 2008.

Novo A/S has hereby re-adjusted 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 June 2008.

The total shareholding of Novo A/S in Novo Nordisk A/S prior to the sale of B shares was 107,487,200 A shares (nominal DKK 1) and 57,487,600 B shares (nominal DKK 1), corresponding to 26.0% of the share capital and 70.7% of votes. The current transaction reduces Novo A/S' ownership of Novo Nordisk A/S to 25.5% of capital and 70.5% of votes.

Henrik Gurtler, CEO of Novo A/S, said: "Following the recent cancellation of treasury shares Novo A/S has re-aligned 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."

As of 14 August 2008, Novo Nordisk has repurchased B shares amounting to DKK 3.0 billion in 2008. Novo Nordisk A/S and its wholly-owned affiliates now own 21,264,030 of its own B shares of DKK 1, corresponding to a total nominal value of DKK 21,264,030 or 3.35% of the total share capital.

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 approximately 26,300 employees in 80 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).

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 Novozymes A/S and Novo Nordisk A/S, Novo A/S provides venture capital to development stage companies with pioneering scientific ideas within life science, and assists the Novo Group companies in implementing and evaluating the commitments set out in the 'Charter for Companies in the Novo Group'. For more information, visit [novo.dk](http://novo.dk).

Further information on NOVO NORDISK please contact:

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Company Announcement no 51 / 2008

### 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: August 15, 2008

NOVO NORDISK A/S

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Lars Rebien Sorensen,  
President and Chief Executive Officer