

On 8 June 2022 at 9.30 a.m., the Extraordinary General Meeting of H. Lundbeck A/S, Central Business Register (CVR) no. 56759913, was held at the Company's address, Ottiliavej 9, DK-2500, Valby

The Chairman of the Board of Directors, Lars Søren Rasmussen, opened the General Meeting. Attorney Jørgen Kjergaard Madsen had been appointed Chairman of the Meeting by the Board of Directors. The Chairman concluded that the General Meeting had been duly convened and formed a quorum for the transaction of business and introduced the following agenda:

1. Proposals by the Board of Directors:

- 1.1. Proposal from the Board of Directors to split the Company's existing shares into A-shares and B-shares and amend the articles of association, including to implement certain pre-emption rights.
- 1.2. Proposal from the Board of Directors to amend the authorization to the Board of Directors to increase the share capital of the Company.
- 1.3. Proposal from the Board of Directors to amend the Remuneration Policy for the Board of Directors and Executive Management.
- 1.4. Proposal from the Board of Directors to authorize each of the Chairman of the meeting and Bech-Bruun Advokatpartnerselskab, CVR38538071, to file the resolutions passed at the extraordinary general meeting for registration with the Danish Business Authority.

2. Any other business.

Re agenda items 1.1: Proposal from the Board of Directors to split the Company's existing shares into A-shares and B-shares and amend the articles of association, including to implement certain pre-emption rights.

Lars Søren Rasmussen explained the reasoning behind as well as the consequences of the proposal from the Board of Directors to split Lundbeck's existing shares into A-shares and B-shares and thereby amend the articles of association articles 3.1-3.4 and 10.6, including the proposal to implement certain pre-emption rights and thereby inserting new articles 3.5-3.7 in the articles of association.

The proposal was adopted.

Re agenda item 1.2: Proposal from the Board of Directors to amend the authorization to the Board of Directors to increase the share capital of the Company.

The Chairman of the Meeting presented the proposal from the Board of Directors to amend the authorization to the Board of Directors to increase the share capital with up to 10% of Lundbeck's share capital with or without preemption rights for the shareholders in the period until June 7, 2027, and thereby to replace Articles 4.1, 4.2, 4.3 and 4.4 of the Articles of Association with new Articles 4.1 - 4.5.

The proposal was adopted.

Re agenda item 1.3: Proposal from the Board of Directors to amend the Remuneration Policy for the Board of Directors and Executive Management.

The Chairman of the Meeting presented the amendments to the remuneration policy. Shareholder Lars H. Nielsen took the floor and expressed his dissatisfaction with the remuneration and performance of Lundbeck's CEO.

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Lars Søren Rasmussen responded that the Board of Directors is pleased with the executive management's efforts in restoring Lundbeck's pipeline and that the result of this work is yet to be shown as it takes up to 10-12 years to get a potential pipeline candidate into the market. He then stated that the remuneration of the executive management in Lundbeck is in accordance with the supply and demand for competent management in companies of Lundbeck's size, nature, and complexity.

No one else requested to speak, and the Chairman of the Meeting concluded that the proposal was adopted.

Re agenda item 1.4: Proposal from the Board of Directors to authorize each of the Chairman of the meeting and Bech-Bruun Advokatpartnerselskab, CVR38538071, to file the resolutions passed at the extraordinary general meeting for registration with the Danish Business Authority.

The Chairman of the Meeting explained the Board of Directors' proposal to authorize the Chairman of the meeting and Bech Bruun to make amendments and additions to the resolutions passed by the General Meeting and to file the resolutions with the Danish Business Authority.

The proposal was adopted.

Re agenda item 2: – Any other business

As there were no comments under this item, the Chairman of the Meeting announced that there was no further business to transact and gave the floor back to the Chairman of the Board of Directors. Lars Søren Rasmussen thanked the shareholders participating in the EGM and closed the meeting.

The General Meeting was closed at 9.52.

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Jørgen Kjergaard Madsen
Chairman of the Meeting