

Passing of Genmab A/S' Annual General Meeting

Company Announcement

- At Genmab A/S' Annual General Meeting held today on April 9, 2014 the Annual Report for 2013 was approved
- Discharge was given to the Board of Directors and the Executive Management and the year's profit was carried forward
- All four members of the Board of Directors up for re-election were re-elected
- PricewaterhouseCoopers was re-elected as auditor of the Company
- The proposal from the Board of Directors on general guidelines for incentive-based remuneration, the proposal on repurchase of own shares, the proposal on the Board of Directors' remuneration for 2014 and the proposals to amend Article 5 and Article 12 and to enter a new Article 18 in the Articles of Association were adopted

Copenhagen, Denmark; April 9, 2014 – Genmab A/S (OMX: GEN) held its Annual General Meeting, today at Tivoli Hotel & Congress Center, Copenhagen, Denmark. At the meeting, Chairman of the Board of Directors Mr. Mats Pettersson gave – on behalf of the Board of Directors – a report on the Company's activities during the past year. Chief Executive Officer Jan van de Winkel presented the Company's plans for the year ahead, and Chief Financial Officer David Eatwell presented the Annual Report for 2013 endorsed by the auditors. The report was approved and discharge was given to the Board of Directors and the Executive Management.

It was decided that the year's profit of DKK 125 million be carried forward by transfer to accumulated deficit, as stated in the Annual Report.

Mats Pettersson, Dr. Anders Gersel Pedersen, Dr. Burton G. Malkiel and Mr. Hans Henrik Munch-Jensen were re-elected to the Board of Directors for a one year period.

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was re-elected as the Company's auditor.

The General Meeting adopted the proposals from the Board of Directors, as follows:

- The proposal to adopt revised general guidelines for incentive-based remuneration for the Board of Directors and the Executive Management.
- The proposal to authorize the Board of Directors to allow for the Company to repurchase own shares.
- The proposal to adopt the Board of Directors' remuneration for 2014.
- The proposal to amend Article 5 of the Articles of Association to authorize the Board of Directors to issue additional warrants - without pre-emption rights for the existing shareholders - that give the right to subscribe up to nominally DKK 500,000 shares in the Company to members of the Company's Board of Directors, the Company's employees and consultants as well as employees and consultants of the Company's subsidiaries and to implement the corresponding capital increases.
- The proposal to amend Article 12 of the Articles of Association so that the members of the Board of Directors elected by the General Meeting are elected for a period which expires at the Annual General Meeting in the Company in the first year after the year of their election.

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- The proposal to insert a new Article 18 in the Articles of Association specifying that the Annual Report shall be prepared in English only and, if decided by the Board of Directors, in Danish. As a result, the present Articles 18 and 19 of the Articles of Association are renumbered 19 and 20.

About Genmab A/S

Genmab is a publicly traded, international biotechnology company specializing in the creation and development of differentiated human antibody therapeutics for the treatment of cancer. Founded in 1999, the company's first marketed antibody, ofatumumab (Arzerra[®]), was approved to treat chronic lymphocytic leukemia in patients who are refractory to fludarabine and alemtuzumab after less than eight years in development. Genmab's validated and next generation antibody technologies are expected to provide a steady stream of future product candidates. Partnering of innovative product candidates and technologies is a key focus of Genmab's strategy and the company has alliances with top tier pharmaceutical and biotechnology companies. For more information visit www.genmab.com.

Contact:

Rachel Curtis Gravesen, Senior Vice President, Investor Relations & Communications
T: +45 33 44 77 20; M: +45 25 12 62 60; E: r.gravesen@genmab.com

This Company Announcement contains forward looking statements. The words "believe", "expect", "anticipate", "intend" and "plan" and similar expressions identify forward looking statements. Actual results or performance may differ materially from any future results or performance expressed or implied by such statements. The important factors that could cause our actual results or performance to differ materially include, among others, risks associated with pre-clinical and clinical development of products, uncertainties related to the outcome and conduct of clinical trials including unforeseen safety issues, uncertainties related to product manufacturing, the lack of market acceptance of our products, our inability to manage growth, the competitive environment in relation to our business area and markets, our inability to attract and retain suitably qualified personnel, the unenforceability or lack of protection of our patents and proprietary rights, our relationships with affiliated entities, changes and developments in technology which may render our products obsolete, and other factors. For a further discussion of these risks, please refer to the risk management sections in Genmab's most recent financial reports, which are available on www.genmab.com. Genmab does not undertake any obligation to update or revise forward looking statements in this Company Announcement nor to confirm such statements in relation to actual results, unless required by law.

Genmab A/S and its subsidiaries own the following trademarks: Genmab[®]; the Y-shaped Genmab logo[®]; Genmab in combination with the Y-shaped Genmab logo[™]; the DuoBody logo[™]; the HexaBody logo[™]; HuMax[®]; HuMax-CD20[®]; DuoBody[®]; HexaBody[™] and UniBody[®]. Arzerra[®] is a registered trademark of the GSK group of companies.