## m **8937**

(December 2017)
Department of the Treasury
Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

P	art I Re	porting	lssuer								
1	1 Issuer's name					2 Issuer's employer identification number (EIN)					
	H. Lundber	ck A/S									
3				4 Telephon	e No. of contact	5 Email address of contact					
Palle Olesen, VP, Investor Relations			estor Relations		+ 45 3083 2426	PALO@lundbeck.com					
6 Number and street (or P.O. box if mail is not of						7 City, town, or post office, state, and ZIP code of contact					
	Ottiliavej 9					DK-2500 Valby, Denmark					
	Date of action										
June 10, 2022 Ordinary shares											
10	CUSIP numb	er	11 Serial number(		12 Ticker symbol	13 Account number(s)					
			ISIN DK0010	297221	LUN (Nasdag Copenhagen)						
Р	art II Org	anizatio				ick of form for additional questions.					
14						ainst which shareholders' ownership is measured for					
	the action  See attached.										
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Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment share or as a percentage of old basis ►  See attached.											
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Pai	rt II	0	rganizational Action (continu	ed)			
17			pplicable Internal Revenue Code sec		ch the tax treatment i	s based ▶	See attached.
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18	Car	any r	esulting loss be recognized?	See attached.			
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19	Pro	vide ar	ny other information necessary to im	plement the adjustment, such as t	he reportable tax yea	r▶ See	attached.
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	Ţ	Jnder p	enalties of perjury, I declare that I have	examined this return, including accomp	panying schedules and	statements,	and to the best of my knowledge and
		pelief, it	is true, correct, and complete. Declaration	which prepar	rer has any knowledge.		
Sigr Her	_	Signatu	· (b, h 1/2		Date ▶	June	10,2022
	, F	Print yo	ur name > BJØRN R. MOGENSEN				e President, Finance
Paid Pre	d	F	rint/Type preparer's name	Preparer's signature	Date		Check if if self-employed
Use			irm's name		1		Firm's EIN ▶
		E	irm's address ▶				Phone no.
Send	Forr	n 8937	(including accompanying statemen	its) to: Department of the Treasury	, Internal Revenue Se	rvice, Ogd	en, UT 84201-0054

#### H. Lundbeck A/S

#### Attachment to IRS Form 8937

Report of Organizational Actions Affecting Basis of Securities

Disclaimer: The information on IRS Form 8937 and in this attachment does not constitute tax advice, does not purport to take into account the specific circumstances that may apply to particular categories of shareholders of H. Lundbeck A/S (the "Company") and is limited solely to the US federal income tax matters described herein. Each shareholder is urged to consult his, her or its own tax advisor regarding the consequences of the transaction described herein, including the impact on tax basis resulting therefrom.

### Part II

Line 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.

On June 9, 2022, each of the Company's outstanding ordinary shares, which carried one per share at the Company's general meetings, was exchanged for one A Share, which carries ten votes per share at the Company's general meetings, and four B Shares, which carries one vote per share at the Company's general meetings (the "Share Split").

Line 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a US taxpayer as an adjustment per share or as a percentage of old basis.

As a result of the Share Split, a US tax resident shareholder would presumably be required to allocate its aggregate tax basis in the ordinary shares of the Company that it held immediately before the Share Split among (i) the A Shares of the Company received in the Share Split, and (ii) the B Shares of the Company received in the Share Split, in proportion to their relative fair market values at the time of the Share Split.

Line 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

For U.S. federal income tax purposes, a US tax resident shareholder's tax basis in its ordinary shares would presumably be allocated among the A Shares and the B shares received in the Share Split in accordance with their relative fair market values at the time of the Share Split. The US federal income tax laws do not, however, provide any further guidance on the determination of fair market value. You should consult your tax advisor to determine the appropriate fair market values. One method to determine fair market value is to use the Nasdaq Copenhagen closing prices of the A shares and the B shares immediately after the Share Split. Company shareholders who acquired blocks of ordinary at different times or at different prices should perform the foregoing allocation separately with respect to each such block of ordinary shares in consultation with their own tax advisors. Other valuation methodologies may exist, and shareholders are urged to consult their

tax advisors regarding these basis allocation calculations. Company shareholders are not bound by the approach illustrated above and may, in consultation with their own tax advisors, use another approach in determining fair market values.

# Line 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

The applicable Internal Revenue Code sections upon which the tax treatment is based are sections 355, 358 and 368.

### Line 18 - Can any resulting loss be recognized?

A US tax resident shareholder generally should not be permitted to recognize a loss for US federal income tax purposes.

# Line 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Share Split occurred on June 10, 2022. As a result, the basis adjustments in the A Shares and B Shares described above should be reported in the tax year that includes this date. In the case of shareholders who are calendar year taxpayers, the Share Split is reportable in the tax year ending December 31, 2022.