
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE MONTH OF JANUARY 2021

COMMISSION FILE NUMBER 001-38976

Genmab A/S

(Exact name of Registrant as specified in its charter)

**Kalvebod Brygge 43
1560 Copenhagen V
Denmark
+45 70 20 27 28**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1)

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7)

Yes No

This report on Form 6-K shall be deemed to be incorporated by reference in Genmab A/S's registration statements on Form S-8 (File No. 333-232693) and to be a part thereof from the date on which this report is filed, to the extent not superseded by documents or reports subsequently filed or furnished.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

GENMAB A/S

BY: /s/ Anthony Pagano

Name: Anthony Pagano

Title: Executive Vice President & Chief Financial
Officer

DATE: January 5, 2021

EXHIBIT INDEX

| <u>Exhibit</u> | <u>Description of Exhibit</u> |
|----------------|--|
| 99.1 | Company Announcement Dated January 5, 2021: Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons |



Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

Company Announcement

Copenhagen, Denmark; January 5, 2021 – In accordance with Article 19 of Regulation No. 596/2014 on Market Abuse and Implementing Regulation 2016/523, this document discloses the data of the transactions made in Genmab A/S (Nasdaq: GMAB) made by managerial employees and their closely associated persons.

The company's managerial employees and their closely associated persons have given Genmab A/S power of attorney on their behalf to publish trading in Genmab shares by the company's managerial employees and their closely associated persons.

This company announcement includes the partial vesting and net settlement of the restricted stock units granted to Jan van de Winkel and Judith Klimovsky on December 15, 2017. The remaining part of these two grants is subject to an additional vesting criteria and will vest upon confirmation thereof.

Please find below a statement of such trading in shares issued by Genmab A/S.

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Jan G. J. van de Winkel | |
| 2. | Reason for the notification | | |
| a) | Position/status | President & Chief Executive Officer | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 3,700 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Judith Klimovsky | |
| 2. | Reason for the notification | | |
| a) | Position/status | Executive Vice President & Chief Development Officer | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 1,960 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | |
|-----------|--|--|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | |
| a) | Name | Anthony Pagano |
| 2. | Reason for the notification | |
| a) | Position/status | Executive Vice President & Chief Financial Officer |
| b) | Initial notification/Amendment | Initial notification |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | |
| a) | Name | Genmab A/S |
| b) | LEI-code | 529900MTJPDPE4MHJ122 |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | |
| a) | Description of the financial instrument, type of instrument | Share |
| | Identification code | DK0010272202 |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units |
| c) | Price(s) and volume(s) | Price(s) Volume(s) |
| | | DKK 0.00 1,066 |
| d) | Aggregated information - Aggregated volume - Price | |
| e) | Date of the transaction | 2021-01-04 |
| f) | Place of the transaction | Outside a market place |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Deirdre P. Connelly | |
| 2. | Reason for the notification | | |
| a) | Position/status | Chair of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 388 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Pernille Erenbjerg | |
| 2. | Reason for the notification | | |
| a) | Position/status | Member of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 388 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Anders Gersel Pedersen | |
| 2. | Reason for the notification | | |
| a) | Position/status | Member of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 581 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Paolo Paoletti | |
| 2. | Reason for the notification | | |
| a) | Position/status | Member of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 388 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Rolf Hoffmann | |
| 2. | Reason for the notification | | |
| a) | Position/status | Member of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 388 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |
| | | | |

Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

| | | | |
|-----------|--|--|-----------|
| 1. | Details of the person discharging managerial responsibilities / person closely associated | | |
| a) | Name | Peter Storm Kristensen | |
| 2. | Reason for the notification | | |
| a) | Position/status | Member of the Board of Directors | |
| b) | Initial notification/Amendment | Initial notification | |
| 3. | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor | | |
| a) | Name | Genmab A/S | |
| b) | LEI-code | 529900MTJPDPE4MHJ122 | |
| 4. | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted | | |
| a) | Description of the financial instrument, type of instrument | Share | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Acquisition due to vesting of restricted stock units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 583 |
| d) | Aggregated information - Aggregated volume - Price | | |
| e) | Date of the transaction | 2021-01-04 | |
| f) | Place of the transaction | Outside a market place | |

About Genmab

Genmab is an international biotechnology company with a core purpose to improve the lives of patients with cancer. Founded in 1999, Genmab is the creator of multiple approved antibody therapeutics that are marketed by its partners. The company aims to create, develop and commercialize differentiated therapies by leveraging next-generation antibody technologies, expertise in antibody biology, translational research and data sciences and strategic partnerships. To create novel therapies, Genmab utilizes its next-generation antibody technologies, which are the result of its collaborative company culture and a deep passion for innovation. Genmab's proprietary pipeline consists of modified antibody candidates, including bispecific T-cell engagers and next-generation immune checkpoint modulators, effector function enhanced antibodies and antibody-drug conjugates. The company is headquartered in Copenhagen, Denmark with locations in Utrecht, the Netherlands, Princeton, New Jersey, U.S. and Tokyo, Japan. For more information, please visit Genmab.com.

Contact:

Marisol Peron, Corporate Vice President, Communications & Investor Relations

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Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons

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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 or technologies 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 and the risk factors included in Genmab's final prospectus for our U.S. public offering and listing and other filings with the U.S. Securities and Exchange Commission (SEC), which are available at www.sec.gov. Genmab does not undertake any obligation to update or revise forward looking statements in this Company Announcement nor to confirm such statements to reflect subsequent events or circumstances after the date made or in relation to actual results, unless required by law.

Genmab A/S and/or its subsidiaries own the following trademarks: Genmab®; the Y-shaped Genmab logo®; Genmab in combination with the Y-shaped Genmab logo®; HuMax®; DuoBody®; DuoBody in combination with the DuoBody logo®; HexaBody®; HexaBody in combination with the HexaBody logo®; DuoHexaBody®; HexElect®; and UniBody®.

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