
**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 FEBRUARY 2026

COMMISSION FILE NUMBER 001-38976

Genmab A/S

(Exact name of Registrant as specified in its charter)

**Carl Jacobsens Vej 30
2500 Valby
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

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, 333-253519, 333-262970, 333-277273, 333-284876 and 333-293505) and to be a part thereof from the date on which this report is filed, to the extent not superseded by documents or reports subsequently filed or furnished.

EXHIBIT INDEX

| <u>Exhibit</u> | <u>Description of Exhibit</u> |
|----------------|---|
| 99.1 | Company Announcement Dated February 27, 2026: <u>Grant of Restricted Stock Units to Management and Employees and Grant of Warrants to Employees in Genmab</u> |
| 99.2 | Company Announcement Dated February 27, 2026: <u>Transactions with shares and linked securities in Genmab A/S made by managerial employees and their closely associated persons</u> |

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: FEBRUARY 27, 2026



Grant of Restricted Stock Units to Management and Employees and Grant of Warrants to Employees in Genmab

Company Announcement

COPENHAGEN, Denmark; February 27, 2026 – Genmab A/S (Nasdaq: GMAB) announced today that the Board of Directors decided to grant 587,495 restricted stock units to members of management and employees of the Company as well as the Company's subsidiaries and 455,004 warrants to employees of the Company and the Company's subsidiaries.

Each restricted stock unit is awarded cost-free and provides the owner with a conditional right to receive one share in Genmab A/S of nominally DKK 1. The vesting of the restricted stock units granted to the members of executive management will, with the exception of deferred annual cash bonus, be subject to forward looking performance criteria and consequently represent the maximum opportunity available if the performance targets have been significantly exceeded. The fair value of each restricted stock unit is equal to the closing market price on the date of grant of one Genmab A/S share, DKK 1,848.50.

The restricted stock units will vest on the first banking day of the month following a period of three years from the date of grant. Furthermore, the restricted stock units are subject to vesting conditions set out in the restricted stock unit program adopted by the Board of Directors. Information concerning Genmab's restricted stock unit program can be found on www.genmab.com under Investors > Governance > Compensation > Restricted Stock Units.

The exercise price for each warrant is DKK 1,848.50. Each warrant is awarded cost-free and entitles the owner to subscribe one share of nominally DKK 1 subject to payment of the exercise price. By application of the Black-Scholes formula, the fair value of each warrant can be calculated as DKK 594.08.

The warrants vest three years after the grant date, and all warrants expire at the seventh anniversary of the grant date. The new warrants have been granted on the terms and conditions set out in the warrant program adopted by the Board of Directors on February 23, 2021. Information concerning Genmab's warrant schemes can be found on www.genmab.com under Investors > Governance > Compensation > Warrants.

About Genmab

Genmab is an international biotechnology company dedicated to improving the lives of people with cancer and other serious diseases through innovative antibody medicines. For over 25 years, its passionate, innovative and collaborative team has advanced a broad range of antibody-based therapeutic formats, including bispecific antibodies, antibody–drug conjugates (ADCs), immune-modulating antibodies and other next-generation modalities. Genmab's science powers eight approved antibody medicines, and the company is advancing a strong late-stage clinical pipeline, including wholly owned programs, with the goal of delivering transformative medicines to patients.

Established in 1999, Genmab is headquartered in Copenhagen, Denmark, with international presence across North America, Europe and Asia Pacific. For more information, please visit Genmab.com and follow us on LinkedIn and X.

Contact:

Marisol Peron, Senior Vice President, Global Communications & Corporate Affairs
T: +1 609 524 0065; E: mmp@genmab.com



Grant of Restricted Stock Units to Management and Employees and Grant of Warrants to Employees in Genmab

Andrew Carlsen, Vice President, Head of Investor Relations
T: +45 3377 9558; E: acn@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 preclinical 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 most recent Annual Report on Form 20-F 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[®]; HexaBody[®]; DuoHexaBody[®], HexElect[®] and KYSO[®].

Genmab A/S
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2500 Valby, Denmark

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www.genmab.com

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CVR no. 2102 3884
LEI Code 529900MTJPDPE4MHJ122



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

Company Announcement

COPENHAGEN, Denmark; February 27, 2026 – Genmab A/S (Nasdaq: GMAB) - 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) 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.

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 | Restricted Stock Units related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of Restricted Stock Units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 33,293 (annual equity award) |
| | | DKK 0.00 | 2,130 (deferred annual cash bonus) |
| d) | Aggregated information - Aggregated volume - Price | 35,423 DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Restricted Stock Units related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of Restricted Stock Units | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 14,608 (annual equity award) |
| | | DKK 0.00 | 560 (deferred annual cash bonus) |
| d) | Aggregated information - Aggregated volume - Price | 15,168 DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Martin Schultz | |
| 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 | Restricted Stock Units related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of Restricted Stock Units (as employee of Genmab A/S, not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 242 |
| d) | Aggregated information | | |
| | - Aggregated volume | 242 | |
| | - Price | DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Michael Kavanagh | |
| 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 | Restricted Stock Units related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of Restricted Stock Units (as employee of Genmab US, Inc., not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 671 |
| d) | Aggregated information | | |
| | - Aggregated volume | 671 | |
| | - Price | DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Mijke Zachariasse | |
| 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 | Restricted Stock Units related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of Restricted Stock Units (as employee of Genmab B.V., not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 308 |
| d) | Aggregated information | | |
| | - Aggregated volume | 308 | |
| | - Price | DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Martin Schultz | |
| 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 | N/A | |
| 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 | Warrants related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of warrants (as employee of Genmab A/S, not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 251 |
| d) | Aggregated information - Aggregated volume - Price | 251 DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Michael Kavanagh | |
| 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 | N/A | |
| 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 Identification code | Warrants related to shares of Genmab A/S DK0010272202 | |
| b) | Nature of the transaction | Grant of warrants (as employee of Genmab US, Inc., not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 696 |
| d) | Aggregated information - Aggregated volume - Price | 696 DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |

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 | Mijke Zachariasse | |
| 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 | N/A | |
| 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 | Warrants related to shares of Genmab A/S | |
| | Identification code | DK0010272202 | |
| b) | Nature of the transaction | Grant of warrants (as employee of Genmab B.V., not as board member) | |
| c) | Price(s) and volume(s) | Price(s) | Volume(s) |
| | | DKK 0.00 | 320 |
| d) | Aggregated information - Aggregated volume - Price | 320 DKK 0.00 | |
| e) | Date of the transaction | 2026-02-27 | |
| f) | Place of the transaction | Outside the market | |



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

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Contact:

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Andrew Carlsen, Vice President, Head of Investor Relations

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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®; HexaBody®; DuoHexaBody®, HexElect® and KYSO®.