
**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 MARCH 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Form S-8 (File No. 333-232693) and to be a part thereof from the date on which this report is filed, to the extent not superseded by documents or reports subsequently filed or furnished.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: March 15, 2021

EXHIBIT INDEX

<u>Exhibit</u>	<u>Description of Exhibit</u>
99.1	Company Announcement Dated March 15, 2021: Transactions in connection with share buy-back program
99.1(a)	Appendix: Transactions March 8-12



Transactions in connection with share buy-back program

Company Announcement

COPENHAGEN, Denmark; March 15, 2021 – Genmab A/S (Nasdaq: GMAB). On February 23, 2021 Genmab announced the initiation of a share buy-back program to mitigate dilution from warrant exercises and to honor our commitments under our Restricted Stock Units program.

The share buy-back program is expected to be completed no later than June 30, 2021 and comprises up to 200,000 shares.

The following transactions were executed under the program from March 8, 2021 to March 12, 2021:

	No. of shares	Average price (DKK)	Total value (DKK)
Accumulated through last announcement	27,000		56,120,215
March 8, 2021	2,000	1,961.89	3,923,780
March 9, 2021	2,500	1,975.80	4,939,500
March 10, 2021	2,000	1,994.65	3,989,300
March 11, 2021	5,000	2,037.19	10,185,950
March 12, 2021	4,000	2,031.95	8,127,800
Total	15,500		31,166,330
Accumulated under the program	42,500		87,286,545

Details of each transaction are included as an appendix to this announcement.

Following these transactions, Genmab holds 145,477 shares as treasury shares, corresponding to 0.22% of the total share capital and voting rights.

The share buy-back program is undertaken in accordance with Regulation (EU) No. 596/2014 ('MAR') and the Commission Delegated Regulation (EU) 2016/1052, also referred to as the "Safe Harbour Regulation." Further details on the terms of the share buy-back program can be found in our company announcement no. 11 dated February 23, 2021.

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.

Genmab A/S
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www.genmab.com

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CVR no. 2102 3884
LEI Code 529900MTJPDPE4MHJ122



Transactions in connection with share buy-back program

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For Investor Relations:

Andrew Carlsen, Senior Director, Head of Investor Relations
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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 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®; DuoBody in combination with the DuoBody logo®; HexaBody®; HexaBody in combination with the HexaBody logo®; DuoHexaBody®; HexElect®; and UniBody®. Arzerra® and Kesimpta® are trademarks of Novartis AG or its affiliates. DARZALEX® and DARZALEX FASPRO® are trademarks of Janssen Pharmaceutica NV. TEPEZZA® is a trademark of Horizon Therapeutics plc.

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Volume	Price	Venue	Time CET
1	1979.5	XCSE	20210308 9:02:07.336000
19	1980	XCSE	20210308 9:05:27.262000
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20	1980	XCSE	20210308 9:05:45.224000
19	1990	XCSE	20210308 9:15:12.657000
20	1977	XCSE	20210308 9:20:18.252000
61	1975	XCSE	20210308 9:24:38.740001
39	1975	XCSE	20210308 9:24:38.740025
19	1975	XCSE	20210308 9:25:06.605000
19	1959.5	XCSE	20210308 9:30:58.304000
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19	1952.5	XCSE	20210308 10:37:19.450000
19	1947	XCSE	20210308 10:48:22.156000
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15	1943.5	XCSE	20210308 11:44:40.869000
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19	1962	XCSE	20210308 15:49:30.733000
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19	2004	XCSE	20210310 15:36:09.010000
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27	2040	XCSE	20210312 15:11:04.358000
23	2040	XCSE	20210312 15:11:04.358000
20	2038	XCSE	20210312 15:12:43.735000
20	2033	XCSE	20210312 15:13:43.456000
19	2032	XCSE	20210312 15:13:53.111000
35	2036	XCSE	20210312 15:20:54.042000
55	2036	XCSE	20210312 15:20:54.042000
22	2036	XCSE	20210312 15:20:54.042000
29	2035	XCSE	20210312 15:21:34.336000
25	2035	XCSE	20210312 15:21:34.336000
20	2035	XCSE	20210312 15:21:34.336000
4	2036	XCSE	20210312 15:23:18.122000
18	2036	XCSE	20210312 15:23:18.122000
19	2037	XCSE	20210312 15:26:35.333000
35	2037	XCSE	20210312 15:26:35.333000

1	2037	XCSE	20210312 15:26:35.333000
31	2037	XCSE	20210312 15:26:35.333000
32	2036	XCSE	20210312 15:27:00.135000
24	2038	XCSE	20210312 15:28:00.260000
22	2038	XCSE	20210312 15:28:00.260000
19	2037	XCSE	20210312 15:29:55.734000
23	2037	XCSE	20210312 15:29:55.734000
28	2034	XCSE	20210312 15:31:01.765000
29	2034	XCSE	20210312 15:33:06.084000
24	2033	XCSE	20210312 15:33:07.926000



21	2032	XCSE	20210312 15:34:38.008000
19	2028	XCSE	20210312 15:35:46.395000
20	2026	XCSE	20210312 15:36:39.597000
20	2027	XCSE	20210312 15:38:01.625000
20	2026	XCSE	20210312 15:39:02.223000
20	2025	XCSE	20210312 15:39:17.260000
43	2030	XCSE	20210312 15:42:26.017000
27	2029	XCSE	20210312 15:43:04.301000
21	2031	XCSE	20210312 15:45:29.968000
40	2031	XCSE	20210312 15:45:29.968000
21	2030	XCSE	20210312 15:47:08.609000
10	2028	XCSE	20210312 16:11:03.213259
30	2028	XCSE	20210312 16:11:03.213293
28	2028	XCSE	20210312 16:11:03.213301
2	2028	XCSE	20210312 16:11:03.213342
8	2028	XCSE	20210312 16:11:03.213342
33	2040	XCSE	20210312 16:48:55.423024
5	2040	XCSE	20210312 16:48:55.423024
12	2040	XCSE	20210312 16:48:55.423024
1	2040	XCSE	20210312 16:48:55.423024
3	2040	XCSE	20210312 16:48:55.423024
7	2040	XCSE	20210312 16:48:55.423024
100	2040	XCSE	20210312 16:48:55.423024
16	2040	XCSE	20210312 16:48:55.423024
44	2040	XCSE	20210312 16:48:55.423024
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179	2040	XCSE	20210312 16:48:55.440973
25	2039	XCSE	20210312 16:51:51.148433
475	2039	XCSE	20210312 16:51:51.148433

