

H. Lundbeck A/S

SCIENTIFIC COMMITTEE CHARTER

1. STATUS

The Scientific Committee (the "Committee") is a committee of the Board of Directors (the "Board") established in accordance with article 11 of the Rules of Procedure for the Board of Directors of H. Lundbeck A/S (the "Company").

2. PURPOSE

The role of the Committee shall be to provide input and advice to the Board on matters relating to the Company's research & development ("R&D") strategy. The Committee will have a special focus on innovation strategy, risk-balance in the pipeline, review of the R&D budget and return on investment, as these topics are of paramount importance to the company. A key role for the Committee is to get in depth understanding of R&D strategic investments, to provide a better understanding of these matters to the Board.

Further, the Committee will act to review the scientific and technical aspects of pipeline business development deals that will require Board approval for execution

3. COMPOSITION

The Committee shall consist of 2-4 non-executive Board members.

The Board shall appoint the members of the Committee, including the chairperson.

4. OPERATIONS

The Committee shall meet at least two (2) times per year or more frequently as the circumstances dictate. The chairperson of the Committee shall chair all Committee meetings.

The Committee is governed by the same rules regarding meetings for the Board of Directors of H. Lundbeck A/S.

All Board members that are not members of the Committee may attend the meetings of the Committee.

The CSO and EVP of Research and Development is responsible for presenting matters of relevance for the overall risk assessment of R&D strategy and investment to the Committee and will be a consistent attendee.

The responsibility for presenting business development opportunities will lie with the CBO and EVP of Corporate Strategy and Business Development, who will be consistent attendee.

5. AUTHORITY

The Committee is authorized to prepare recommendations and reports to the Board regarding the Company's R&D strategy and pipeline. The Board retains the sole authority to act on such recommendations on behalf of shareholders.

The Committee will also develop recommendations for the Board on major strategic R&D investments from the internal pipeline and in sourced projects (Business Development)

The Committee may engage external advisers with the prior consent of the chairman of the Board.

The Company shall provide the Committee members with such relevant information as the Committee members may reasonably request.

6. REPORTING

Minutes are prepared for each of the Committee meetings. A copy of the minutes shall be kept by the Company.

The Committee shall regularly update the Board of the Committee's on its activities and discussions, and present recommendations and proposals to the Board for consideration and approval. All relevant information obtained by the Committee shall be shared with the entire Board.

Information about the Committee's duties and activities during the year shall be disclosed in the Company's annual report.

7. EVALUATING PERFORMANCE

On a regular basis, the Committee shall evaluate its own performance, both of individual members and collectively and shall assess the achievement of the duties specified in this charter. Findings and recommendations shall be reported to the Board.

8. REVIEW OF THE COMMITTEE CHARTER

The Committee charter shall be reviewed annually, and the Committee shall discuss any requested changes with the Board. The Board shall approve any proposed changes to the charter.

Approved by the Board of Directors 23 March 2021