



Office of the Secretary

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

January 13, 2004

Deborah Feinstein
Arnold & Porter
555 Twelfth Street, N.W.
Washington, D.C. 20004

Re: *Genzyme Corporation/Novazyme Pharmaceuticals, Inc., File No. 021 0026*

Dear Ms. Feinstein:

The Federal Trade Commission's Bureau of Competition has been conducting a nonpublic investigation to determine whether the acquisition of Novazyme Pharmaceuticals, Inc. by Genzyme Corporation may violate Section 7 of the Clayton Act or Section 5 of the Federal Trade Commission Act.

Upon further review of this matter, it now appears that no further action is warranted by the Commission at this time. Accordingly, the investigation has been closed. This action is not to be construed as a determination that a violation may not have occurred, just as the pendency of an investigation should not be construed as a determination that a violation has occurred. The Commission reserves the right to take such further action as the public interest may require.

By direction of the Commission, Commissioner Thompson dissenting and Commissioner Harbour not participating.

Donald S. Clark
Secretary

Attachments: Statement of Chairman Muris
Dissenting Statement of Commissioner Thompson
Statement of Commissioner Harbour