

**DECLARATION OF PLANS MAINTAINED BY
NOVOZYMES NORTH AMERICA, INC.
FOR A SELECT GROUP OF MANAGEMENT
OR HIGHLY COMPENSATED EMPLOYEES**

The undersigned administrator of the unfunded pension plan listed in Paragraph 3 below (referred to herein as the "Plan"), hereby makes the following declaration pursuant to the Department of Labor Regulation § 2520.104-23:

1. The name, address and employer identification number of the employer sponsoring the Plan is:

Novozymes North America, Inc.
77 Perry Chapel Church Road
Post Office Box 576
Franklinton, North Carolina 27525
EIN: 13-2639630

2. The sponsor maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

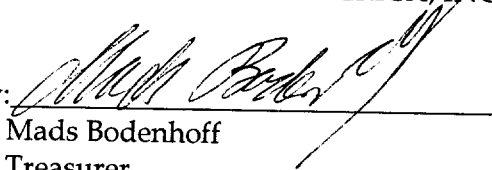
3. The sponsor maintains one (1) such Plan and the name and number of participants in the Plan is:

<u>Name of Plan</u>	<u>Number of Participants</u>
Supplemental Retirement Benefits Agreement	1

4. The Supplemental Retirement Benefits Agreement was established effective as of November 17, 2003.

IN WITNESS WHEREOF, the undersigned administrator of the Plan has caused this Declaration to be executed by its duly authorized representative as of the 1st day of December, 2003.

NOVOZYMES NORTH AMERICA, INC.

By: 
Mads Bodenhoff
Treasurer



James E. Earle
704/331-7530
jearle@kennedycovington.com

March 11, 2004

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

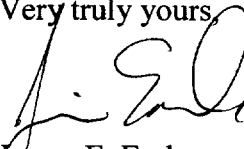
Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
United States Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

RE: Novozymes North America, Inc.
Our File Number 0015045-00011

Gentlemen:

On behalf of Novozymes North America, Inc. (EIN 13-2639630) enclosed is a Declaration of Plans Maintained for a Select Group of Management or Highly Compensated Employees under Department of Labor Regulation §2520.104-23.

If any further information is needed, please contact me.

Very truly yours,

James E. Earle
For the Firm

/JEE
Enclosure

cc: Charles D. Shapiro, Esq.
Novozymes North America, Inc.

CERTIFIED MAIL



7000 3530 0005 3873 4756

Kennedy Covington

ATTORNEYS AT LAW

HEARST TOWER, 471A FLOOR
214 NORTH TRYON STREET
CHARLOTTE, NORTH CAROLINA 28202
Telephone 704.331.7400 Facsimile 704.331.7598

TO:

Top Hat Plan Exemption
Pension and Welfare Benefits
Administration
Room N-5644
United States Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210