



**GE ENERGY
Nuclear**

Louis M. Quintana
U Enrichment Licensing
GE Energy - Nuclear
P. O. Box 780 - M/C (K-84)
Wilmington, NC 28402 USA
T 910-675-6616
F 910-362-6616
Louis.Quintana@ge.com

Confidential Information Notice

This letter forwards confidential information in accordance with 10CFR2.390. The balance of this letter may be considered non-confidential upon the removal of both Enclosure 1 and Enclosures 4 through 9.

LMQ-06-001
October 13, 2006

70-1113

ATTN: Document Control Desk
Director, Division of Nuclear Security
Office of Nuclear Security and Incident Response
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555-0001

Subject: GE / GNF-A Request for Review of FOCI Information in Support of Facility Security Clearance for Wilmington, NC, Facility

Dear Sirs:

As previously discussed with the U.S. Nuclear Regulatory Commission ("NRC") and NRC staff, General Electric Company ("GE") intends to create and operate a laboratory scale development unit at its facility in Wilmington, NC, as part of its program to support the transfer of new enrichment technology to a U.S. owned and controlled entity. In support of this activity, GE and Global Nuclear Fuel-Americas, LLC ("GNF-A") will be submitting in the near future a request for a facility security clearance ("FCL") for certain office, laboratory, and other areas at the GE Wilmington facility, including a detailed security Standard Practice Procedures Plan and other information, per the provisions of 10 CFR Part 95.15. This FCL is needed near-term to support use, processing, storage, reproduction, transmittal, transport, and handling of classified matter (containing Secret and Confidential Restricted Data) related to the new enrichment technology by GE personnel and certain Global Nuclear Fuel-Americas, LLC ("GNF-A") personnel possessing the appropriate personnel security clearances. This FCL will further support preparation and submittal of a planned amendment to the GNF-A 10 CFR Part 70 license SNM-1097 and development and operation of a demonstration of the technology at the Wilmington facility.

In furtherance of the above, and after discussions with NRC staff, GE and GNF-A herewith transmit and request timely NRC review of foreign ownership, control, or influence ("FOCI") information for GNF-A and its owner, Global Nuclear Fuel Holding Co., Ltd. ("GNF-H"), to facilitate NRC processing of submitted requests from GE and GNF-A for "Q"- and "L"-level

NS1R01
NS1R02

access authorizations, as appropriate, for GNF-A personnel supporting the GE development activities and to support NRC review of GE's and GNF-A's forthcoming submittal of a request for a facility security clearance encompassing the planned activities involving classified matter at the Wilmington facility.

In accordance with 10 CFR 95.15(b) and in support of the above, GE and GNF-A provide the following information:

Name of Facility: GE Energy-Nuclear / Global Nuclear Fuel-Americas, LLC

Location of Facility: 3901 Castle Hayne Road
Wilmington, NC 28401

Other Clearance(s): General Electric Company (ultimate parent)
Fairfield, CT
CAGE Code 24446
U.S. Department of Defense Top Secret Clearance

The U.S. Department of Defense ("DOD") recently completed its review of the most recent update of the GE Corporate Standard Form SF-328 (Certificate Pertaining to Foreign Interests) submittal of FOCI information, dated May 10, 2004, and advised GE in a letter dated August 1, 2006, that results of the review were favorable and that GE was eligible to maintain its Corporate facility security clearance at the above Corporate location. A copy of the DOD letter, Reference 2, as well as a copy of the aforementioned GE Corporate SF-328 update, was previously provided to Mr. J. Keith Everly of the NRC staff. Additional supporting information, e.g., SEC 10K report, most recent proxy statement, annual report, etc., for GE, the ultimate parent with controlling interest in GNF-A, is available at <http://www.ge.com/en/company/investor/index.htm>.

As previously communicated to the NRC (see Reference 3), GNF-A is part of a joint venture (a) in which GE is the beneficial owner of controlling interests and (b) with two minority owners who are foreign interests. Enclosed herewith are two SF-328 Certifications for, respectively, GNF-H and its wholly owned subsidiary GNF-A. Included in the SF-328 information for GNF-H is information regarding Global Nuclear Fuel, LLC ("GNF"), a joint venture entity that acts as manager of GNF-H. Included with each SF-328 are Schedules providing additional information responding to the questions asked in the SF-328.

Enclosed also are the Certificates of Organization and Operating Agreements for each of GNF, GNF-H, and GNF-A and unaudited financial statements, signed by the respective Treasurer of each entity, for the most recent fiscal year, 2005, for GNF-H, GNF, and GNF-A. Also enclosed are Lists of Owners, Officers, Directors, and Executive Personnel ("OODPEP") for each of GNF-H and GNF-A. Finally, enclosed also are Representative for Foreign Interest ("RFI") Statements for GE and GNF personnel (a) with security clearances, in the process of obtaining clearances, or for whom it is anticipated that requests for clearances will be submitted and (b) serving in management positions in foreign interests which are part of the joint venture which includes

GNF-H, GNF, and GNF-A. GE believes that the GE and GNF-A organizations and Wilmington facility are not subject to undue foreign ownership, control, or influence in any material way.

Please note that Enclosure 1 and Enclosures 4 through 9 herewith contain information of the type that GNF-H maintains in confidence and withholds from public disclosure. The affidavit contained in Enclosure 10 herewith identifies that the information contained in Enclosure 1 and Enclosures 4 through 9 herewith has been handled and classified as confidential by GNF-H. GE and GNF-H hereby request that the information in Enclosures 1 and Enclosures 4 through 9 be withheld from public disclosure in accordance with the provisions of 10 CFR 2.390 and 9.17.

Please note that this transfer of technology to U.S. control is of paramount interest to the U.S. Departments of State of Energy and has been strongly supported by the NRC. We therefore respectfully request as rapid as possible review of the enclosed FOCI information and a determination by NRC regarding FOCI as regards GNF-A.

Please do not hesitate to contact me if there are questions regarding this request for review of FOCI information and planning for submittal of associated requests for facility and personnel security clearances.

Sincerely,



Louis M. Quintana
U Enrichment Licensing

Docket 70-1113

References:

1. Letter, Robert E. Brown to U.S. NRC Document Control Desk, "Letter of Intent, Enrichment Facility Project Licensing", October 11, 2006, MFN 06-390.
2. Letter, Bartholomew P. Cawley (DOD DSS) to Joan M. Duda (GE), August 1, 2006.
3. Letter, Theodore S. Sherr (NRC) to Christopher J. Monetta (GE), "Application to Transfer and Amend General Electric Corporation License (TAC No. L31269)", December 17, 1999.

Enclosures: (see next page)

Enclosures:

1. SF-328 Certifications for GNF-H and GNF-A, *contains GNF-H Confidential Information.*
2. SF-328 Certifications for GNF-H and GNF-A, *redacted version of Enclosure 1*
3. Certificates of Formation for GNF-H, GNF, and GNF-A
4. Global Nuclear Fuel Holding Co., LLC Operating Agreement, *GNF-H Confidential Information*
5. Global Nuclear Fuel, LLC Operating Agreement, *GNF-H Confidential Information*
6. Global Nuclear Fuel-Americas, LLC Operating Agreement, *GNF-H Confidential Information*
7. Financial Statements for GNF-H, GNF-H Subsidiaries, and GNF, *GNF-H Confidential Information*
8. Lists of Owners, Officers, Directors, and Executive Personnel, *GNF-H Confidential Information.*
9. Representative for Foreign Interest (RFI) Statements, *GNF-H Confidential Information.*
10. Affidavit, dated October 12, 2006.

cc: M.N. Baker (NRC-NMSS)

M. G. Allen (GE)

R. E. Brown (GE)

R. A. Crate (GE)

J. K. Everly (NRC-NSIR)

J. D. Fuller (GNF)

C. J. Monetta (GE)

L. M. Quintana (GE)

LMQ-06-001

ENCLOSURE 3

of

LMQ-06-001

Certificates of Formation for GNF-H, GNF, and GNF-A

This enclosure contains the certificates of formation for each of Global Nuclear Fuel Holding Co., LLC, ("GNF-H"), its manager, Global Nuclear Fuel, LLC (GNF), and its wholly owned subsidiary, Global Nuclear Fuel-Americas, LLC ("GNF-A"). Each certificate of formation is one (1) page.

**CERTIFICATE OF FORMATION
OF
GLOBAL NUCLEAR HOLDING CO., LLC**

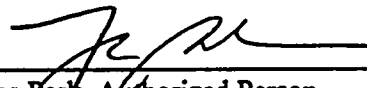
The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (the "Limited Liability Company") is:

Global Nuclear Fuel Holding Co., LLC

SECOND: The address of the registered office of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, in the County of New Castle. The registered agent for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Global Nuclear Fuel Holding Co., LLC this 10th day of December, 1999.



Jane Park, Authorized Person

**CERTIFICATE OF FORMATION
OF
GLOBAL NUCLEAR FUEL, LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (the "Limited Liability Company") is:

Global Nuclear Fuel, LLC

SECOND: The address of the registered office of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, in the County of New Castle. The registered agent for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Global Nuclear Fuel, LLC this 10th day of December, 1999.



Jane Park, Authorized Person

**CERTIFICATE OF FORMATION
OF
GLOBAL NUCLEAR FUEL-AMERICAS, LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (the "Limited Liability Company") is:

Global Nuclear Fuel-Americas, LLC

SECOND: The address of the registered office of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, in the County of New Castle. The registered agent for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Global Nuclear Fuel-Americas, LLC this 20th day of October, 1999.



Jane Park, Authorized Person

ENCLOSURE 10

of

LMQ-06-001

Affidavit

Global Nuclear Fuel Holding Co., LLC

AFFIDAVIT

I, John D. Fuller, state as follows:

- (1) I am Chief Executive Officer of Global Nuclear Fuel, LLC, manager for Global Nuclear Fuel Holding Co., LLC ("GNF-H").
- (2) The information sought to be withheld is contained in Enclosure 1 and Enclosures 4 through 9 of General Electric Company's ("GE's") letter, L. M. Quintana to U.S. NRC Document Control Desk, Letter No. LMQ-06-001, *GE / GNF-A Request for Review of FOCI Information in Support of Facility Security Clearance for Wilmington Facility*, dated October 13, 2006. In the above-cited Enclosures to Letter LMQ-06-001, two different marking patterns are used to distinguish the GNF-H confidential information. In Enclosure 1, the GNF-H confidential information is indicated by [[enclosing it between left and right double brackets⁽³⁾]]. The superscript notation ⁽³⁾ refer to Paragraph (3) of this affidavit, which provides the basis for the designation as confidential information. The entirety of each of Enclosures 4 through 9 are considered confidential and those documents are marked only with the designation "Confidential Information" at the top of each page.
- (3) In making this application for withholding of confidential information of which it is the owner, GNF-H relies upon the exemptions from disclosure set forth in the Freedom of Information Act ("FOIA"), 5 USC Sec. 552(b)(4), and the Trade Secrets Act, 18 USC Sec. 1905, and NRC regulations 10 CFR 9.17(a)(4), 9.17(a)(6), 2.390(a)(4), and 2.390(a)(6) for "trade secrets and commercial or financial information" (Exemption 4) and "personnel and medical files" (Exemption 6). The material for which exemption from disclosure is here sought is all "confidential commercial information" or "personnel information", and some portions also qualify under the narrower definition of "trade secret", within the meanings assigned to those terms for purposes of FOIA Exemption 4 in, respectively, Critical Mass Energy Project v. Nuclear Regulatory Commission, 975F2d871 (DC Cir. 1992), and Public Citizen Health Research Group v. FDA, 704F2d1280 (DC Cir. 1983).
- (4) Some examples of categories of information which fit into the definition of trade secret or proprietary information are:
 - a. Information that discloses a process, method, or apparatus, including supporting data and analyses, where prevention of its use by GNF-H's competitors without license from GNF-H constitutes a competitive economic advantage over other companies;
 - b. Information which, if used by a competitor, would reduce his expenditure of resources or improve his competitive position in the design, manufacture, shipment, installation, assurance of quality, or licensing of a similar product;
 - c. Information which reveals cost or price information, production capacities, budget levels, or commercial strategies of GNF-H, its customers, or its suppliers;
 - d. Information which reveals aspects of past, present, or future GNF-H customer-funded development plans and programs, resulting in potential products to GNF-H;

- e. Information which discloses patentable subject matter for which it may be desirable to obtain patent protection.

The information sought to be withheld is considered to be confidential because it reveals commercial and/or financial information regarding the operations of GNF-H and its related joint venture entities or reveals personal information of individuals, and some information of the former information is also considered proprietary for the reasons set forth in paragraphs (4)b. and (4)c. above.

- (5) To address 10 CFR 2.390 (b) (4), the information sought to be withheld is being submitted to NRC in confidence. The information is of a sort customarily held in confidence by GNF-H, and is in fact so held. The information sought to be withheld has, to the best of my knowledge and belief, consistently been held in confidence by GNF-H, no public disclosure has been made, and it is not available in public sources. All disclosures to third parties including any required transmittals to NRC, have been made, or must be made, pursuant to regulatory provisions or confidentiality or proprietary agreements which provide for maintenance of the information in confidence. Its initial designation as confidential or proprietary information, and the subsequent steps taken to prevent its unauthorized disclosure, are as set forth in paragraphs (6) and (7) following.
- (6) Initial approval of confidential or proprietary treatment of a document is made by the manager of the originating component, the person most likely to be acquainted with the value and sensitivity of the information in relation to industry knowledge. Access to such documents within GNF-H is limited on a "need to know" basis.
- (7) The procedure for approval of external release of such a document typically requires review by the staff manager, project manager, principal scientist or other equivalent authority, by the manager of the cognizant marketing function (or his delegate), and by the Legal Operation, for technical content, competitive effect, and determination of the accuracy of the confidential or proprietary designation. Disclosures outside GNF-H are limited to regulatory bodies, customers, and potential customers, and their agents, suppliers, and licensees, and others with a legitimate need for the information, and then only in accordance with appropriate regulatory provisions or confidentiality or proprietary agreements.
- (8) The information identified in paragraph (2), above, is classified as confidential because it reveals commercial and/or financial information regarding the operations of GNF-H and its related joint venture entities or reveals personal information of individuals. Some of the information is considered proprietary because it contains details of commercial arrangements with qualified suppliers and partners knowledge of which may assist competitors in improving their processes. The evaluation and qualification of suppliers and partners was achieved at a significant cost to GNF-H.
- (9) Public disclosure of the information sought to be withheld is likely to cause substantial harm to GNF-H's competitive position and foreclose or reduce the availability of profit-making opportunities. The information is part of GNF-H's comprehensive technology base, and its commercial value extends beyond the original development cost. The value of the

technology base goes beyond the extensive physical database and analytical methodology and includes development of the expertise to determine and apply the appropriate evaluation process. In addition, the technology base includes the value derived from providing analyses done with NRC-approved methods.

The research, development, engineering, analytical and review costs comprise a substantial investment of time and money by GNF-H.

The precise value of the expertise to devise an evaluation process and apply the correct analytical methodology is difficult to quantify, but it clearly is substantial.

GNF-H's competitive advantage will be lost if its competitors are able to use the results of the GNF-H experience to normalize or verify their own process or if they are able to claim an equivalent understanding by demonstrating that they can arrive at the same or similar conclusions.

The value of this information to GNF-H would be lost if the information were disclosed to the public. Making such information available to competitors without their having been required to undertake a similar expenditure of resources would unfairly provide competitors with a windfall and deprive GNF-H of the opportunity to exercise its competitive advantage to seek an adequate return on its large investment in developing these very valuable analytical tools.

I declare under penalty of perjury that the foregoing affidavit and the matters stated therein are true and correct to the best of my knowledge, information, and belief.

Executed on this 12th day of October 2006.



John D. Fuller
Chief Executive Officer
Global Nuclear Fuel, LLC
for
Global Nuclear Fuel Holding Co., LLC

ENCLOSURE 2
of
LMQ-06-001
SF-328 Certifications for GNF-H and GNF-A

Redacted Version

IMPORTANT NOTICE

This is a redacted version of Enclosure 1 to LMQ-06-001 which has the confidential information removed. Portions of the document that have been removed are indicated by white space enclosed within open and closed double brackets as shown here [[]].

CERTIFICATE PERTAINING TO FOREIGN INTERESTS

(Type or print all answers)

Form Approved
OMB No. 0704-0194
Expires 06/30/07

The public reporting burden for this collection of information is estimated to average 70 hour per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to Department of Defense, Washington Headquarters Services, Directorate for Information Operations and Reports (0704-0194), 1215 Jefferson Davis Highway, Suite 1204, Arlington, VA 22202-4302. Respondents should be aware that notwithstanding any other provision of law, no person shall be subject to any penalty for failing to comply with a collection of information if it does not display a currently valid OMB control number.

PLEASE DO NOT RETURN YOUR FORM TO ABOVE ADDRESS. RETURN COMPLETED FORM TO YOUR RESPECTIVE COGIZANT SECURITY OFFICE.

PENALTY NOTICE

Failure to answer all questions or any misrepresentation (by omission or concealment, or by misleading, false or partial answers) may serve as a basis for denial of clearance for access to classified information. In addition, title 18, United States Code 1001, makes it a criminal offense, punishable by a maximum of five (5) years imprisonment, \$15,000 fine or both, knowingly to make a false statement or

representation to any Department or Agency of the United States, as to any matter within the jurisdiction of any Department or Agency of the United States. This includes any statement made herein which is knowingly incorrect, incomplete or misleading in any important particular.

PROVISIONS

1. This report is authorized by the Secretary of Defense, as Executive Agent for the National Industrial Security Program, pursuant to Executive Order 12829. While you are not required to respond, your eligibility for a facility clearance cannot be determined if you do not complete this form. the retention of a facility security clearance is contingent upon your compliance with the requirements of DoD 5220. 22-M for submission of a revised form as appropriate.

2. When this report is submitted in confidence and is so marked, applicable exemptions to the Freedom of Information Act will be invoked to withhold it from public disclosure.

3. Complete all questions on this form. Mark "yes" or "no" for each question. If our answer is "Yes" furnish in full the complete information under "Remarks."

QUESTIONS AND ANSWERS

	YES	NO
1. (Answer 1a. or 1b.) a. (For entities which issue stock): Do any foreign person(s), directly or indirectly, own or have beneficial ownership of 5 percent or more of the outstanding shares of any class of your organization's equity securities?	-	-
b. (For entities which do not issue stock): Has any foreign person directly or indirectly subscribed 5 percent or more of your organization's total capital commitment?	X	
2. Does your organization directly, or indirectly through your subsidiaries and/or affiliates, own 10 percent or more of any foreign interest?	X	
3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees, or senior management officials?	X	
4. Does any foreign person(s) have the power, direct or indirect, to control the election, appointment, or tenure of members of your organization's board of directors (or similar governing body) or other management positions of your organization, or have the power to control or cause the direction of other decisions or activities of your organization?	X	
5. Does your organization have any contracts, agreements, understandings, or arrangements with a foreign person(s)?	X	
6. Does your organization, whether as borrower, surety, guarantor, or otherwise have any indebtedness, liabilities, or obligations to a foreign person(s)?		X
7. During your last fiscal year, did your organization derive: a. 5 percent or more of its total revenues or net income from any single foreign persons?	X	
b. In the aggregate 30 percent or more of its revenues or net income from foreign persons?	X	
8. Is 10 percent or more of any class of your organization's voting securities held in "nominee" shares, in "street names" or in some other method which does not identify the beneficial owner?		X
9. Do any of the members of your organization's board of directors (or similar governing body), officer, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?	X	
10. Is there any other factor(s) that indicates or demonstrates a capability on the part of foreign persons to control or influence the operations or management of your organization?		X

REMARKS (Attach additional sheets, if necessary, for a full detailed statement.)

See attached Schedules 1-9 for additional details responding to each of the corresponding questions on the previous page.

CERTIFICATION

I CERTIFY that the entries made by me above are true, complete, and correct to the best of my knowledge and belief and are made in good faith.

WITNESS:

October 11, 2006

(Date Certified)

By

John D. Fuller

John D. Fuller

for Global Nuclear Fuel, LLC, manager for
Global Nuclear Fuel Holding Co, LLC

(Contractor)

Chief Executive Officer

(Title)

3901 Castle Hayne Road
Wilmington NC 28401

(Address)

NOTE: If case of a corporation, a witness is not required but the certificate below must be completed. type or print names under all signatures.

NOTE: Contractor, if a corporation, should cause the following certificate to be executed under its corporate seal, provided that the same officer shall not execute both the Agreement and the Certificate.

CERTIFICATE

I, Richard A. Williams, Jr., certify that I am the Secretary

of the corporation named as Contractor herein; that John D. Fuller is Chief Executive Officer

of said corporation; that said certificate was duly signed for an in behalf of said corporation by authority of its governing body, and is within the scope of its corporate powers.



Richard A. Williams, Jr. 10/11/06
Richard A. Williams, Jr. (Signature and Date)

STANDARD



General Electric Company

**Standard Form 328
CERTIFICATE PERTAINING
TO FOREIGN INTERESTS**

**Global Nuclear Fuel Holding Co., LLC
3901 Castle Hayne Road
Wilmington, NC 28401**

October 11, 2006

SF-328 CERTIFICATE PERTAINING TO FOREIGN INTERESTS

Global Nuclear Fuel Holding Co., LLC (GNF-H)

Table of Supporting Schedules

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Schedule 1

Foreign Persons Subscribing 5% or more of Total Capital Commitment

[[

[REDACTED]

[REDACTED]

(3)]

[[

{3}]

Schedule 1B Additional Supporting Information for Schedule 1

Global Nuclear Fuel Holding Co., LLC—Associated Legal Entities

Schedule 2

GNF-H Ownership of Foreign Interests

[[

[REDACTED]

[REDACTED]

(3)]

Schedule 2 (continued)

GNF-H Ownership of Foreign Interests

GE, GNF, and GNF-A Personnel in Management Positions in GNF-J

<u>Name</u>	<u>Citizenship</u>	<u>Employee of</u>	<u>Position with Employer</u>	<u>Position & Involvement with GNF-J</u>	<u>Access to Classified Information</u>
[[

{3}]

Schedule 2 (Continued)

GNF-H Ownership of Foreign Interests

GE, GN, GN-A, and ENUSA Personnel in Management Positions in GENUSA

Name

Citizenship

Employee of

Position with Employer

Position & Involvement with GENUSA

Access to Classified
Information

II

{3}]]

Schedule 3

Directors, Officers, Etc.: Non-US Citizens

[[

{3}]

Schedule 4

Foreign Control

[[

(3)]]

Schedule 5

GNF-H Contracts and Agreements with Foreign Persons

Global Nuclear Fuel Holding Co., LLC ("GNF-H"), a holding company, has only a limited number of contracts and agreements evidencing understandings and arrangements with foreign persons. In summary, these agreements relate to the initial formation of the joint venture which created GNF-H (see Schedule 1). Schedule 5A is a currently available list of significant GNF-H contracts and agreements with foreign persons. Not included in the list, for example, are contracts, etc., between GNF-H's subsidiary operating companies, viz., Global Nuclear Fuel-Americas, LLC ("GNF-A") and Global Nuclear Fuel-Japan Co., Ltd. ("GNF-J"), and foreign persons such as customers and suppliers.

In general, these contracts and agreements of its subsidiary operating companies are nuclear related, and some technology is controlled under the U.S. Atomic Energy Act of 1954, the Energy Reorganization Act of 1974, 10CFR810, Export Administration Act of 1979, and other requirements. The GNF-H subsidiary operating companies obtain any necessary approvals under U.S. law for export of this technology and related products and services. None of these contracts and agreements involves defense-related or classified technology or related products and services. GNF-H and its subsidiary operating companies fully comply with all applicable International Traffic in Arms Regulations (ITAR), export control, dual use technology, and munitions control requirements.

Schedule 5A

**Supporting Information for Schedule 5
(GNF-H Contracts & Agreements with Foreign Persons)**

Abbreviations: TCA – Technology Cooperation Agreement, BWR – Boiling Water Reactor

D – Defense related? N – Nuclear related? C – Classified? E – Export Controlled? CE – Compliance with export control requirements?

Agreement	Scope	Foreign Person(s)	Country of Incor- poration	% of Gross Income	D	N	C	E	CE
[[

(3)]

Schedule 6

Foreign Debt

Except as described below, Global Nuclear Fuel Holding Co., LLC ("GNF-H") does not as borrower, surety, guarantor, or otherwise have any current indebtedness, liabilities, or obligations to a foreign person. For clarity, as described in Schedule 1, GNF-H is beneficially owned by General Electric Company and two (2) minority joint venture partners who are foreign persons, Hitachi, Ltd. and Toshiba Corporation, both incorporated in Japan. In addition to GNF-H, the joint venture comprises several other legal entities. The joint venture entities themselves include Global Nuclear Fuel-Americas, LLC ("GNF-A"), a Delaware limited liability company, and one additional foreign person, viz., Global Nuclear Fuel-Japan Co., Ltd. ("GNF-J"). [[

(3)]

Schedule 7

Revenue from Foreign Persons

Global Nuclear Fuel Holding Co., LLC (GNF-H) derived (a) five percent (5%) or more of its 2005 total revenues or net income from a single foreign person and (b) an aggregate thirty percent (30%) or more of its total 2005 revenues or net income from foreign persons. See Schedule 7A for additional details.

Schedule 7A

Supporting Information for Schedule 7 (Revenue from Foreign Persons)

Global Nuclear Fuel Holding, Co., LLC (GNF-H) is the holding company (see Schedule 1) for two (2) operating companies, Global Nuclear Fuel-Americas, LLC (GNF-A) and Global Nuclear Fuel-Japan Co., LLC (GNF-J). Foreign source revenue by country for each is shown below. None of the associated contracts involve classified information. As described in Schedule 5, GNF-H and its component subsidiaries comply with all applicable export controls requirements.

[illegible]

[[

{3}

Schedule 8

Voting Securities Ownership

[[

{3}]

Confidential Information

Schedule 9

Directors, Officers, Etc., Holding Positions with Foreign Persons

[[

{3}]

GNF Directors and Officers (These constitute the management of GNF-H.)

<u>Name</u>	<u>GNF Position Title</u>	<u>Citizenship</u>	<u>Immigration Status</u>	<u>Clearance/ Exclusion Status</u>	<u>Foreign Organization & Capacity</u>
[[

{3}]

CERTIFICATE PERTAINING TO FOREIGN INTERESTS*(Type or print all answers)***Form Approved**
OMB No. 0704-0194
Expires 06/30/07

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PENALTY NOTICE

Failure to answer all questions or any misrepresentation (by omission or concealment, or by misleading, false or partial answers) may serve as a basis for denial of clearance for access to classified information. In addition, title 18, United States Code 1001, makes it a criminal offense, punishable by a maximum of five (5) years imprisonment, \$15,000 fine or both, knowingly to make a false statement or

representation to any Department or Agency of the United States, as to any matter within the jurisdiction of any Department or Agency of the United States. This includes any statement made herein which is knowingly incorrect, incomplete or misleading in any important particular.

PROVISIONS

1. This report is authorized by the Secretary of Defense, as Executive Agent for the National Industrial Security Program, pursuant to Executive Order 12829. While you are not required to respond, your eligibility for a facility clearance cannot be determined if you do not complete this form. the retention of a facility security clearance is contingent upon your compliance with the requirements of DoD 5220. 22-M for submission of a revised form as appropriate.

2. When this report is submitted in confidence and is so marked, applicable exemptions to the Freedom of Information Act will be invoked to withhold it from public disclosure.

3. Complete all questions on this form. Mark "yes" or "no" for each question. if our answer is "Yes" furnish in full the complete information under "Remarks."

QUESTIONS AND ANSWERS

	YES	NO
1. (Answer 1a. or 1b.) a. (For entities which issue stock): Do any foreign person(s), directly or indirectly, own or have beneficial ownership of 5 percent or more of the outstanding shares of any class of your organization's equity securities?	-	-
b. (For entities which do not issue stock): Has any foreign person directly or indirectly subscribed 5 percent or more of your organization's total capital commitment?	X	
2. Does your organization directly, or indirectly through your subsidiaries and/or affiliates, own 10 percent or more of any foreign interest?	X	
3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees, or senior management officials?	X	
4. Does any foreign person(s) have the power, direct or indirect, to control the election, appointment, or tenure of members of your organization's board of directors (or similar governing body) or other management positions of your organization, or have the power to control or cause the direction of other decisions or activities of your organization?	X	
5. Does your organization have any contracts, agreements, understandings, or arrangements with a foreign person(s)?	X	
6. Does your organization, whether as borrower, surety, guarantor, or otherwise have any indebtedness, liabilities, or obligations to a foreign person(s)?		X
7. During your last fiscal year, did your organization derive: a. 5 percent or more of its total revenues or net income from any single foreign persons? b. In the aggregate 30 percent or more of its revenues or net income from foreign persons?	X X	
8. Is 10 percent or more of any class of your organization's voting securities held in "nominee" shares, in "street names" or in some other method which does not identify the beneficial owner?		X
9. Do any of the members of your organization's board of directors (or similar governing body), officer, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?	X	
10. Is there any other factor(s) that indicates or demonstrates a capability on the part of foreign persons to control or influence the operations or management of your organization?		X

STANDARD FORM 328 (REV 7/2004)**REPLACES DD FORM 441S,
WHICH IS OBSOLETE**

REMARKS (Attach additional sheets, if necessary, for a full detailed statement.)

See attached Schedules 1-9 for additional details responding to each of the corresponding questions on the previous page.

CERTIFICATION

I CERTIFY that the entries made by me above are true, complete, and correct to the best of my knowledge and belief and are made in good faith.

WITNESS:

October 11, 2006

(Date Certified)

By


John D. Fuller

Global Nuclear Fuel-Americas, LLC

(Contractor)

Chief Operating Officer

(Title)

3901 Castle Hayne Road
Wilmington NC 28401

(Address)

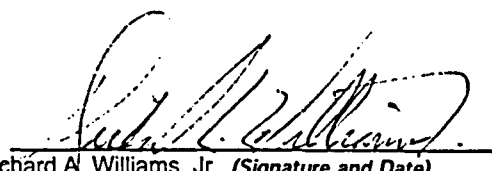
NOTE: If case of a corporation, a witness is not required but the certificate below must be completed. type or print names under all signatures.

NOTE: Contractor, if a corporation, should cause the following certificate to be executed under its corporate seal, provided that the same officer shall not execute both the Agreement and the Certificate.

CERTIFICATE

I, Richard A. Williams, Jr., certify that I am the Secretary
of the corporation named as Contractor herein; that John D. Fuller is Chief Operating Officer
of said corporation; that said certificate was duly signed for an in behalf of said corporation by authority of its governing body, and is within the scope of its corporate powers.



 11/11/06
Richard A. Williams, Jr. (Signature and Date)

STANDARD



General Electric Company

**Standard Form 328
CERTIFICATE PERTAINING
TO FOREIGN INTERESTS**

**Global Nuclear Fuel-Americas, LLC
3901 Castle Hayne Road
Wilmington, NC 28401**

October 11, 2006

SF-328 CERTIFICATE PERTAINING TO FOREIGN INTERESTS

Global Nuclear Fuel-Americas, LLC (GNF-A)

Table of Supporting Schedules

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Schedule 1

Foreign Persons Subscribing 5% or more of Total Capital Commitment

[[

[REDACTED]

[REDACTED]

(3)]

[[

(3)]]

Schedule 1B Additional Supporting Information for Schedule 1

[[**Global Nuclear Fuel-Americas, LLC—Associated Legal Entities**

Schedule 2

GNF-A Ownership of Foreign Interests

[[

[REDACTED]

(3)]

Schedule 3

Directors, Officers, Etc.: Non-US Citizens

[[

(3)]]

Schedule 4

Foreign Control

[[

-
-
-

{3}]]

[[

{³}}

Schedule 5

GNF-A Contracts and Agreements with Foreign Persons

Global Nuclear Fuel-Americas, LLC ("GNF-A") has numerous contracts and agreements evidencing understandings and arrangements with foreign persons. In summary, these contracts and agreements relate to boiling water reactor (BWR) nuclear fuel products, components thereof, related services, and associated technology. Schedule 5A is a currently available list of significant GNF-A contracts and agreements with foreign persons.

In general, these contracts and agreements are nuclear related, and some technology is controlled under the U.S. Atomic Energy Act of 1954, the Energy Reorganization Act of 1974, 10CFR810, Export Administration Act of 1979, and other requirements. GNF-A obtains any necessary approvals under U.S. law for export of this technology and related products and services. None of these contracts and agreements involves defense-related or classified technology or related products and services. GNF-A fully complies with all applicable International Traffic in Arms Regulations (ITAR), export control, dual use technology, and munitions control requirements.

Schedule 5A

**Supporting Information for Schedule 5
(GNF-A Contracts & Agreements with Foreign Persons)**

Abbreviations: TCA – Technology Cooperation Agreement, BWR – Boiling Water Reactor

D – Defense related? N – Nuclear related? C – Classified? E – Export Controlled? CE – Compliance with export control requirements?

Agreement	Scope	Foreign Person(s)	Country of Incorporation	~% of Gross Income	D	N	C	E	CE
[[

(3)]

Schedule 5A (continued)

Agreement [[Scope	Foreign Person(s)	Country of Incorporation	~% of Gross Income	D	N	C	E	CE
				a					
				b					

a
b

{3}]]

Schedule 5A (continued)[illegible]

{3}11

Schedule 5A (continued)[illegible]

C

{3}]]

Schedule 5A (continued)[illegible]

{3}]]

Schedule 6

Foreign Debt

Except as described below, Global Nuclear Fuel-Americas, LLC ("GNF-A") does not as borrower, surety, guarantor, or otherwise have any current indebtedness, liabilities, or obligations to a foreign person. For clarity, as described in Schedule 1, GNF-A is beneficially owned by General Electric Company and two (2) minority joint venture partners who are foreign persons, Hitachi, Ltd. and Toshiba Corporation, both incorporated in Japan. In addition to GNF-A, the joint venture comprises several other legal entities. The joint venture entities themselves include one additional foreign person, viz., Global Nuclear Fuel-Japan Co., Ltd. [[

{³}]

Schedule 7

Revenue from Foreign Persons

Global Nuclear Fuel-Americas, LLC (GNF-A) derived (a) five percent (5%) or more of its 2005 total revenues or net income from a single foreign person and (b) an aggregate thirty percent (30%) or more of its total 2005 revenues or net income from foreign persons. See Schedule 7A for additional details.

Schedule 7A

**Supporting Information for Schedule 7
(Revenue from Foreign Persons)**

Approximate % of 2005 Revenues	Country	Nature of Involvement	Services & Products
[[

(3)]]

Schedule 8

Voting Securities Ownership

[[

(3)]]

Schedule 9

Directors, Officers, Etc., Holding Positions with Foreign Persons

Global Nuclear Fuel-Americas, LLC (GNF-A) Directors, Officers, Operating Committee Members, and Senior Management

[illegible]

See Schedule 1 for information re GNF-J. See Schedule 2 re ENUSA and General Electric Company employees holding GENUSA mgt positions.