



Westinghouse Electric Company
Legal & Contracts, Environment, Health & Safety
P.O. Box 355
Pittsburgh, Pennsylvania 15230-0355
U.S.A.

October 16, 2006

ATTN: Document Control Desk
U.S. Nuclear Regulatory Commission
One White Flint North
11555 Rockville Pike
Rockville, MD 20852

Noted Copy: Jack Strosnider, Director
Office of Nuclear Material Safety and Safeguards
U.S. Nuclear Regulatory Commission
Two White Flint North
11545 Rockville Pike
Rockville, MD 20852

- References:
- (1) Application for Consent to Indirect Change of Control with Respect to Materials Licenses, Quality Assurance Program Approvals and Certificates of Compliance dated April 21, 2006, as supplemented by letters dated June 19, July 13, August 14, August 16 and September 5, 2006;
 - (2) Letter to Mr. B. G. Holmes, Manager Environment, Health and Safety, Westinghouse Electric Company from Gary S. Janosko, Chief Fuel Cycle Facilities Branch, FCSS/NMSS USNRC, re Consent to Indirect Change of Control with Respect to Materials Licenses, Quality Assurance Program Approvals and Certificates of Compliance, dated September 15, 2006 (TAC L31948).

Dear Sir or Madam:

This letter will provide formal notification of the closing of the sale transaction described in the Application (Ref. 1) of Westinghouse Electric Company LLC ("Westinghouse"), as acknowledged by the Letter of the NRC (Ref. 2) consenting to the indirect transfer of Westinghouse's materials licenses, quality assurance program approvals and certificates of compliance that are the subject of the Application. The sale of the Westinghouse business by BNFL plc to Toshiba Corporation ("Toshiba") officially closed on October 16, 2006.

In the Application, Westinghouse also committed to inform the NRC in the event that any additional parties were added as minority, non-controlling shareholders of the

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Mary Adams
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A BNFL Group company

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intermediate holding company established by Toshiba for the purposes of acquiring 100% of the shares of Westinghouse's upstream parent, BNFL USA Group, as more fully described in the Application. As previously noted to the Commission, Toshiba's acquisition entity was named Toshiba Nuclear Energy Holdings (USA). It should be noted that the name of this company has been slightly modified and now is named Toshiba Nuclear Energy Holdings (US) Inc., a Delaware corporation. Westinghouse would ask the Commission to note this slight, non-substantive correction to the prior information provided by Westinghouse regarding this company.

By this letter, Westinghouse also informs the Commission that just prior to the closing of the sale transaction two minority, non-controlling shareholders invested in Toshiba Nuclear Energy Holdings (US) Inc. These shareholders are The Shaw Group Inc. ("*Shaw*"), a U.S. architect-engineering company with a twenty percent (20%) minority share and Ishikawajima-Harima Heavy Industries Co., Ltd. ("*IHI*"), a Japanese company with a three percent (3%) minority share. Consistent with the statements in the Application, Toshiba will remain the majority controlling owner of Toshiba Nuclear Energy Holdings (US) Inc. with a seventy-seven percent (77%) equity interest and managerial control.

Westinghouse thanks the NRC and its Staff for its assistance in this matter. Please contact me should you have any questions concerning the closing of the sale transaction.

Very truly yours,



Lisa A. Campagna
Assistant General Counsel

cc: Administrator, USNRC Region I and Nuclear Material Section
Administrator, USNRC Region II and Material Licensing/Inspection Branch
Administrator, USNRC Region III and Material Licensing Section
Mary Adams
Stuart Treby, Esq.
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