UNITED STATES OF AMERICA

NUCLEAR REGULATORY COMMISSION

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| In the Matter of | ) | |
| | ) | Docket No. 72-1 |
| GENERAL ELECTRIC COMPANY | ) | |
| | ) | |
| (Morris Operation Independent Spent Fuel Storage Installation) | ) | |

ORDER APPROVING DIRECT TRANSFER OF GENERAL ELECTRIC MORRIS OPERATION SPECIAL NUCLEAR MATERIALS LICENSE (SNM-2500) ASSOCIATED WITH THE PROPOSED SALE OF CERTAIN GENERAL ELECTRIC COMPANY (GE) BUSINESSES AND OPERATIONS TO GE-HITACHI NUCLEAR ENERGY AMericas LLC

I.

The General Electric Company (GE or the licensee) owns a 100 percent interest in the Morris Operation (GEMO) Independent Spent Fuel Storage Installation (ISFSI) located in Grundy County, Illinois, near Morris, Illinois, and in connection with that interest holds Special Nuclear Materials License No. SNM-2500 (SNM-2500) as issued and renewed by the U.S. Nuclear Regulatory Commission (NRC) pursuant to Part 72 of Title 10 of the *Code of Federal Regulations* (10 CFR Part 72) on December 21, 2004.

II.

By application dated January 19, 2007, as supplemented January 25, February 23, March 2, March 9, March 15, March 26, May 18, June 4, and July 6, 2007 (collectively the Application), GE, acting on its own behalf as owner and operator of the GEMO ISFSI, requested that the NRC approve the direct transfer of Special Nuclear Materials License No. SNM-2500 for the GEMO ISFSI, to the extent held by GE, in regard to its ownership interest in the GEMO ISFSI, to GE-Hitachi Nuclear Energy Americas LLC. This request is in connection with the proposed sale of certain GE nuclear businesses and operations in the United States to GE-Hitachi Nuclear Energy Americas LLC.

As described in the Application for approval filed by GE, GE-Hitachi Nuclear Energy Americas LLC, a newly formed entity, would acquire ownership of the Morris Operation ISFSI following approval of the proposed license transfer, and would be responsible for the operation and maintenance of the Morris Operation. The new entity will be wholly owned by GE-Hitachi Nuclear Energy Holdings, LLC, created as an intermediate parent company. A U.S. subsidiary or subsidiaries of Hitachi Ltd., a Japanese company, will hold an indirect 40% ownership interest in GE-Hitachi Energy Americas LLC. General Electric, through various subsidiaries, will hold a 60% ownership interest.

No physical or operational changes to the Morris Operation ISFSI were proposed in the application. A conforming amendment will replace references to General Electric Company in the License with references to GE-Hitachi Nuclear Energy Americas LLC, to reflect the transfer.

The applicant requested the approval of the direct transfer of the GEMO ISFSI SNM-2500 to GE-Hitachi Nuclear Energy Americas LLC, pursuant to 10 CFR 72.50. Notice of consideration of approval and opportunity for a hearing or to submit written comments for the requested direct transfer was published in the *Federal Register* on April 10, 2007 (72 FR 17942). No request for hearing was received on the application.

Pursuant to 10 CFR 72.50, no license, or any part included in a license issued under 10 CFR Part 72 for an ISFSI, shall be transferred, directly or indirectly, through transfer of control of the license, unless the Commission shall give its consent in writing. The Commission will approve an application for the transfer of a license, if the Commission determines: (1) that the proposed transferee is qualified to be the holder of the license; and (2) that transfer of the licensee is otherwise consistent with applicable provisions of the law, and the regulations and orders issued by the Commission. The Commission has made findings required by the Atomic Energy Act of 1954, as amended, and the Commission's regulations, which are supported by a safety evaluation dated September 26, 2007.

III.

Accordingly, pursuant to Sections 161b, 161i, and 184 of the Atomic Energy Act of 1954, as amended, 42 USC §§ 2201(b), 2201(i), and 2234, and 10 CFR 72.50, the Commission hereby approves the requested license transfer, subject to the following conditions, which are also hereby made conditions of the license:

1. GE-Hitachi Nuclear Energy Americas LLC, as stated in the Application , will abide by all commitments and representations previously made by GE with respect to the licenses. These include, but are not limited to, maintaining decommissioning records, implementing decontamination activities, and eventually decommissioning the sites.

2. The Manager of the GEMO ISFSI; the Vice-President, Reactor Facility Safety and Security of GE-Hitachi Nuclear Energy Americas LLC; and the Manager of GE-Hitachi Nuclear Energy Americas LLC, shall be US citizens. These individuals shall have the responsibility and exclusive authority to ensure and shall ensure, that the business and activities of GE-Hitachi Nuclear Energy Americas LLC, with respect to the subject license are at all times conducted in a manner consistent with the protection of the public health and safety and the common defense and security.

3. The commitments/representations made in the Application regarding reporting relationships and authority over safety and security issues and compliance with NRC requirements shall be adhered to and may not be modified without the prior written consent from the Director, Office of Nuclear Material Safety and Safeguards, or designee.

4. GE-Hitachi Nuclear Energy Americas LLC, shall cause to be transmitted to the Director, Office of Nuclear Reactor Regulation, and to the Director, Office of Federal and State Materials and Environmental Programs, within 30 days of filing with the U.S. Securities Exchange Commission (SEC), any schedule 13D or 13G filed pursuant to the Securities Exchange Act of 1934 that discloses beneficial ownership of a registered class of General Electric, stock.

5. Prior to completion of the transfer of the licenses, GE-Hitachi Nuclear Energy Americas LLC, shall provide to the Nuclear Regulatory Commission staff satisfactory documentary evidence of a parent company guarantee or another method authorized by and meeting the requirements of 10 CFR 72.30(c) for decommissioning funding assurance for the licenses, demonstrating an amount no less than that required of licensees under 10 CFR 72.30 of the Commission's regulations.

IT IS FURTHER ORDERED that a conforming amendment to the license and associated quality assurance program revision is approved to reflect the subject transfer of the license. The conforming amendment to the license and quality assurance program revision approvals shall be issued and made effective at the time the proposed direct transfer is completed.

IT IS FURTHER ORDERED that GE shall inform the Director of the Office of Nuclear Material Safety and Safeguards in writing of the date of closing of the transfer of the interest in the GEMO at least one (1) business day prior to closing. Should the transfer of the license not be completed within one year of this Order's date of issuance, this Order shall become null and

void, provided; however, that upon written application and for good cause shown, such date may be extended by order.

This Order is effective upon issuance.

IV.

For further details with respect to this Order, see the initial application dated January 19, 2007, the supplements thereto dated January 25, February 23, March 2, March 9, March 15, March 26, May 18, June 4, and July 6, 2007, and the associated NRC staff safety evaluation dated September 26, 2007.

In accordance with 10 CFR 2.390 of the NRC's "Rules of General Applicability," a copy of this letter will be available electronically in the NRC Public Document Room or from the Publically Available Records (PARS) component of the NRC's document system (ADAMS). ADAMS is accessible from the NRC Web site at http://www.nrc.gov/reading-rm/adams.html.

Dated at Rockville, MD, this 26th day of September, 2007

For the Nuclear Regulatory Commission.

/RA/

Michael F. Weber, Director
Office of Nuclear Material Safety
and Safeguards

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Dated at Rockville, MD, this 26th day of September, 2007

For the Nuclear Regulatory Commission,

/RA/
Michael F. Weber, Director
Office of Nuclear Material Safety
and Safeguards

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| NAME | N. Mamisch | EWBrach | MWeber | |
| DATE | 09/14/07 | 09/25/07 | 09/26/07 | |

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