

REQUEST FOR ADDITIONAL INFORMATION
RELATED TO PART 1 'ADMINISTRATIVE AND FINANCIAL INFORMATION'
OF THE COMBINED LICENSE APPLICATION FOR
COMANCHE PEAK NUCLEAR POWER PLANT, UNITS 3 & 4

The Request for Additional Information (RAI) provided herein is organized by subsection of Part 1, 'Administrative and Financial Information', of the combined license application (COLA), Rev. 0, for the Comanche Peak Nuclear Power Plant (CPNPP), Units 3 and 4. Luminant Generation Company LLC (Luminant) is requested to provide responses to the U.S. Nuclear Regulatory Commission (NRC) staff's RAI.

1. In Section 1.1 of the COLA, Luminant requests NRC approval to construct and operate two nuclear powered generating plants with Luminant, as the operator, and Nuclear Project Company LLC (NPC), as the owner, of CPNPP Units 3 and 4. However, Section 1.2.1 of the COLA states that the term Luminant shall be used for Luminant Generation Company LLC and all of its wholly-owned subsidiaries (Nuclear Energy Future Holdings Company LLC (NEFH) and NPC). Because Luminant and NPC are separate entities requesting the licensing actions (operator and owner) as so stated within the COLA clearly identify whether Luminant, NEFH, or NPC is the entity relevant to each discussion within the COLA where the term Luminant is used.
2. As described in Title 10 of the *Code of Federal Regulations* (10 CFR) 50.33(a) – (d), provide all of the general information separately for each of Luminant and NPC and their parent companies, to the extent not already provided within the COLA.

Also, state whether NPC will be the sole licensed owner of CPNPP Units 3 and 4 and if not, please provide the 10 CFR 50.33 (a) – (d) information on any other proposed owner and provide the percentage of ownership interest of each proposed owner, if applicable.

3. The NRC's regulation 10 CFR 50.33(f)(4) requires that if the applicant is a newly-formed entity, the application must include information showing the legal and financial relationships it has or proposes to have with its stockholders or owners. Therefore, please state if NPC, as the proposed licensed owner of CPNPP Units 3 and 4, is a newly-formed entity and if so, provide the information as described in the NRC regulation.

Accordingly, if NPC is a newly-formed entity, please provide the information on this entity consistent with Section II.A.2 of Appendix C to 10 CFR Part 50, namely a financial report if available, a statement of assets, liabilities, and capital structure or equivalent.

4. Section 1.5 of the COLA discusses foreign ownership, control, or domination as it will relate to CPNPP Units 3 and 4. In order for the NRC staff to complete its review of the COLA, please state if there have been any changes to the facts regarding foreign

ownership, control, or domination as stated in the NRC staff's Indirect License Transfer Safety Evaluation dated September 10, 2007, as well as facts in the underlying application that led to the NRC staff's Order Approving the Indirect Transfer of Facility Operating Licenses and Conforming License Amendments, and provide information if applicable.

5. As described in a letter dated February 5, 2009, Luminant and Mitsubishi Heavy Industries, Ltd. (MHI) established a joint venture on February 2, 2009. According to the letter, NPC is now CPNPC and Luminant has an 88 percent ownership share in CPNPC and MHI has a 12 percent stake. In light of the development of the joint venture between Luminant and MHI, please provide the following additional information as it relates to requirements in 10 CFR 50.33 and 10 CFR Part 50, Appendix C for the NRC staff's review:
 - a. Explain what relationship the joint venture, CPNPC, formed with MHI, will have with the overall corporate structure of Energy Future Holdings (EFH) and provide a diagram showing the relationships of MHI, the parent company, and subsidiaries, within the EFH corporate structure.
 - b. Provide all of the information cited in 10 CFR 50.33(a)-(d) for all MHI entities (e.g., subsidiaries) that will be involved directly or indirectly in the licensing action for CPNPP Units 3 and 4.
 - c. Explain the impact or involvement the joint venture will have on the source(s) of funds for construction of CPNPP Units 3 and 4, which are identified in Tables 1.3-1, 1.3-2, and 1.3-3 of the COLA.
 - d. Provide a negation action plan that will mitigate foreign control or influence over activities licensed by the NRC. See the NRC Final Standard Review Plan on Foreign Ownership, Control, or Domination; (64 FR 52355), dated September 28, 1999.
 - e. COLA, Part 2, Final Safety Analysis Report Section 1.4.1 states that MHI is responsible for developing the overall standard design for the United States - Advanced Pressurized Water Reactor, supporting the COLA development and providing licensing support. However, this paragraph does not mention the joint venture, described in paragraph above.
6. Section 1.2.1 of the COLA, describes the responsibilities of Luminant (operator) and NPC (owner). Since the NRC requires that both the owner and operator of a nuclear power facility must be found to be financially qualified, provide a copy of the operating agreement between NPC as owner and Luminant as the operator of CPNPP Units 3 and 4, or explain why such agreement is not relevant notwithstanding the NRC's decision in *Northern States Power Co.* (Monticello Nuclear Generating Plant, et al), CLI-00-14, 52 NRC 37 (2000).

7. Section 1.3 of the COLA and Tables 1.3-1, 1.3-2 and 1.3-3, identifies sources of construction funds for CPNPP Units 3 and 4, as required by 10 CFR 50.33(f)(1) and Appendix C to 10 CFR Part 50. For the NRC staff to determine the reasonableness of these sources, please provide the following additional information below.
 - a. Provide a brief statement of the general financial plan for financing the cost of constructing the facility, as referenced in Appendix C to 10 CFR Part 50, identifying the source or sources which will be relied upon for the necessary construction funds (e.g., both internal and external sources of funds).

In addition, please clarify if the equity that will be financed by “Luminant,” as identified in Tables 1.3-1, 1.3-2 and 1.3-3 is being provided for by NPC (the owner) or Luminant (the operator).
 - b. Define the term “equity sponsors,” as mentioned within the COLA, and state who are the equity sponsors who will be providing or arranging construction financing for CPNPP Units 3 and 4 as identified within the COLA.
 - c. Explain any alternative plans for construction financing if Federal (United States Department of Energy) Loan Guarantees are not available for the construction of CPNPP Units 3 and 4, since, based on Section 1.3 of the COLA, “[t]he [United States] Department of Energy guarantees are expected to be important to get the capital market and debt market to invest in this project.”
8. Proprietary information removed.

9. As referenced in Appendix C to 10 CFR Part 50: Each applicant's estimate of the total cost of the proposed facility should be broken down as follows and be accompanied by a statement describing the bases from which the estimate is derived:
 - a. Total nuclear production plant costs; [and]
 - b. Transmission, distribution, and general plant costs; [and]
 - c. Nuclear fuel inventory cost for first core

If the fuel is to be acquired by lease or arrangement other than purchase, then the application should so state. The items to be included in these categories should be the same as those defined in the applicable electric plant and nuclear fuel inventory accounts prescribed by the Federal Energy Regulatory Commission (FERC) or an explanation given as to any departure there from.

Tables 1.3-1, 1.3-2, and 1.3-3, within Attachment 7 of the COLA, provide information on the construction cost estimates for CPNPP Units 3 and 4 as referenced in Appendix C to 10 CFR Part 50. In order for the NRC staff to complete its review of the cost estimates, please provide the following additional information:

- a. Provide the construction cost estimates for CPNPP Units 3 and 4 in Tables 1.3-1, 1.3-2, and 1.3-3, within Attachment 7 of the COLA, in the format as referenced in Appendix C to 10 CFR Part 50.
 - b. Provide a statement describing the bases from which the construction cost estimates for CPNPP Units 3 and 4 are derived.
 - c. Provide the thermal output of CPNPP Units 3 and 4.
10. NRC regulations require that the applicant for a license, provide information regarding the applicant's financial qualifications. Section 1.3 of the COLA states, that EFH and TCEH possess, or have reasonable assurance of being able to obtain funds sufficient for the construction of CPNPP Units 3 and 4. Since EFP and TCEH are not identified as applicants for the CPNPP Units 3 and 4 licenses, please explain why you are providing information for EFH and TCEH and what relevance such information has to the financial qualifications for NPC and Luminant, which are identified as the sole applicants.

Section 1.3 of the COLA, states that the sources to cover the operating costs will come from the sale of electricity through Power Purchase Agreements. Pursuant to 10 CFR 50.33(f) (5), please provide copies of the Power Purchase Agreements as applicable to Luminant and NPC and its affiliates for CPNPP Units 3 and 4.