

U1-ARMZ Change of Control.txt

From: Linton, Ron
Sent: Thursday, September 02, 2010 11:27 AM
To: Garrett, Betty
Subject: FW: U1-ARMZ Change of Control
Attachments: RE: U1-ARMZ Change of Control; FW: U1-ARMZ Change of Control

Please put in 040-08502 ADAMS as public, as well as the attachment in RE:U1-ARMZ...

Ron

Received: from HQCLSTR01.nrc.gov ([148.184.44.79]) by OWMS01.nrc.gov
([148.184.100.43]) with mapi; Thu, 2 Sep 2010 11:27:24 -0400

Content-Type: application/ms-tnef; name="winmail.dat"

Content-Transfer-Encoding: binary

From: "Linton, Ron" <Ron.Linton@nrc.gov>

To: "Garrett, Betty" <Betty.Garrett@nrc.gov>

Date: Thu, 2 Sep 2010 11:27:23 -0400

Subject: FW: U1-ARMZ Change of Control

Thread-Topic: U1-ARMZ Change of Control

Thread-Index: ActCy0H4N4yBpceXSnGtxvGa51eswwAGp3VwAfnLeOA=

Message-ID:

<BE1CC4A72435624D84F8699734202B3E1FBB100CBD
@HQCLSTR01.nrc.gov>

Accept-Language: en-US

Content-Language: en-US

X-MS-Has-Attach: yes

X-MS-Exchange-Organization-SCL: -1

X-MS-TNEF-Correlator:

<BE1CC4A72435624D84F8699734202B3E1FBB100CBD
@HQCLSTR01.nrc.gov>

MIME-Version: 1.0

From: Donna Wichers (USA - Casper) [Donna.Wichers@uranium1.com]
Sent: Tuesday, August 24, 2010 11:07 AM
To: Linton, Ron
Cc: Przygodzki, Roman; Cohen, Stephen; Prince.William@dorsey.com
Subject: FW: U1-ARMZ Change of Control

Ron,

I found a typo (remnant of a sentence) in bullet 2 of my email to you I sent yesterday regarding the other agencies. The number 2 paragraph ended in "... August 4, 2010, although." The "although" is a remnant and should be removed. I have removed it from the following copy of the email, but did not change anything else. I would prefer that you post the following email on ADAMS instead of the first version. If we leave it, it sounds as if there is more to the story, which there is not!

Thanks,

Donna

Donna L. Wichers

Senior Vice President, ISR Operations
Uranium One Americas, Inc.
907 No. Poplar Street, Suite 260
Casper, Wyoming 82601

Tel: +1-307-234-8235 ext 333
Fax: +1-307-237-8235
Mobile: +1-307-315-0508

From: Linton, Ron [mailto:Ron.Linton@nrc.gov]
Sent: Tuesday, August 24, 2010 7:12 AM
To: Donna Wichers (USA - Casper)
Cc: Przygodzki, Roman; Cohen, Stephen; Prince.William@dorsey.com
Subject: RE: U1-ARMZ Change of Control

Thanks Donna. I there anything in your e-mail that is non-public? I was not certain about the FCC license numbers. If not, I will put your e-mail and attachment in ADAMS as publicly available.
Ron

From: Donna Wichers (USA - Casper) [mailto:Donna.Wichers@uranium1.com]
Sent: Monday, August 23, 2010 6:13 PM
To: Linton, Ron
Cc: Przygodzki, Roman; Cohen, Stephen; Prince.William@dorsey.com
Subject: RE: U1-ARMZ Change of Control

Hi Ron,

I have listed the agencies where filings have been made, as well as the basis, as follows:

1. ARMZ and Uranium One filed HSR Notification and Report Forms (HSR = Hart-Scott-Rodino Antitrust Improvements Act) with the Antitrust Division of the US Department of Justice and the US Federal Trade Commission (FTC) on July 14, 2010 and July 16, 2010. This filing is required by HSR for certain acquisition

transactions; under the provisions of HSR, the ARMZ acquisition of Common Shares of stock pursuant to the transaction could not be consummated until the expiration of a 30-day waiting period following receipt of both filings. ARMZ requested early termination of this waiting period, and early termination was granted as of July 23, 2010 (see attached Federal Register Notice).

2. Committee on Foreign Investment in the United States (CFIUS) basis: Section 721 of the Defense Production Act of 1950 ("Section 721") authorizes the President of the United States to investigate, and to suspend or to prohibit, any transaction that could result in control of a U.S. person by a foreign person (a "Covered Transaction") where the President determines that such transaction threatens to impair U.S. national security, and no other adequate and appropriate means are available to address that threat. The President relies on the inter-agency CFIUS, that consists of representatives of the Departments of Commerce, Defense, Energy, Homeland Security, Justice, State, Treasury, as well as the U.S. Trade Representative and other White House offices. U1 and ARMZ filed a formal joint voluntary notice with CFIUS on August 4, 2010.
3. NRC – The Atomic Energy Act of 1954, as amended, and promulgated rules and regulations, provide that no "Materials License" issued pursuant to the Atomic Energy Act may be transferred, directly or indirectly through change of control, unless the NRC, after securing full information, finds that the transfer is in accordance with the provisions of the Atomic Energy Act and gives its consent in writing. Notices of the pending transaction have been made to NRC at the following locations for the following licenses:
 - NRC Headquarters (Rockville, Maryland): Materials License SUA-1341, plus three applications for new licenses (Docket numbers 40-9073, 40-9079 and 40-9095).
 - NRC Region IV (Arlington, Texas): Materials License 49-29384-01
4. Utah Division of Radiation Control (UDRC) – rules and regulations promulgated under the Utah Radiation Control Act, as amended, provide that a Radioactive Materials License may not be transferred, directly or indirectly through transfer of control, unless the Executive Secretary of the UDRC, after securing full information, gives his consent in writing. Uranium One Exploration U.S.A. Inc. holds Radioactive Materials License UT0900480 for the Shootering Uranium Mill. Uranium One delivered a Notice of Change of Control and Ownership Information to UDRC on July 28, 2010.
5. Texas Commission on Environmental Quality rules and regulations provide that a Radioactive Materials License may not be transferred unless the TCEQ gives consent in writing. Uranium One USA, Inc. holds RML L03024 in Texas. Although Uranium One notified the TCEQ of the pending stock transaction, TCEQ has stated that the transaction contemplated does not constitute a license transfer requiring approval from the TCEQ.
6. US Federal Communication Commission – rules and regulations of the FCC provide that a Radio Transmitters License issued by the FCC may not be transferred, directly or indirectly through transfer of control, except upon application to and prior approval by the FCC. Uranium One's subsidiary Uranium One Exploration U.S.A. holds Radio Transmitters License WQAP846 for communications at the Shootering Mill in Utah. Uranium One USA, Inc. holds Radio Transmitter License WPIX366 for communications at Christensen Ranch and Irigaray. Uranium One filed Applications for Assignments of Authorization and Transfers of Control to FCC for the ARMZ transaction on July 28, 2010. FCC has 21 days to respond with approval, denial or request additional information.

Please let me know if you have any additional questions.

Best regards,

Donna

Donna L. Wichers
Senior Vice President, ISR Operations

OMB, 202-418-0214 or email judith-b.herman@fcc.gov.

SUPPLEMENTARY INFORMATION:

OMB Control Number: 3060-1050.
Title: Section 97.313(i), Transmitter Power Standards, New Allocation for Amateur Radio Service.

Form No.: N/A.

Type of Review: Extension of a currently approved collection.

Respondents: Business or other for-profit and not-for-profit institutions.

Number of Respondents and Responses: 5,000 respondents; 5,000 responses.

Estimated Time Per Response: 20 minutes (.3 hours).

Frequency of Response:

Recordkeeping requirement.

Obligation to Respond: Required to obtain or retain benefits. Statutory authority for this information collection is contained in 47 CFR sections 151, 154, 301, 302(a), 303(c) and 303(f).

Total Annual Burden: 1,500 hours.

Total Annual Cost: N/A.

Privacy Act Impact Assessment: N/A.

Nature and Extent of Confidentiality: There is no need for confidentiality.

Needs and Uses: The Commission will submit this expiring information collection to the Office of Management and Budget (OMB) after this comment period to obtain the full three year clearance from them. There is no change in the Commission's burden estimates. There is no change in the recordkeeping requirement. However, the title of this information collection has changed

because the rule section number as been modified.

On March 11, 2010, the Commission adopted an Order, Amendment of the Amateur Service Rules to Facilitate Use of Spread Spectrum Communications Technologies, WT Docket No. 10-62, FCC 10-38. This proceeding moved transmitter power limit information that applies to stations transmitting a spread spectrum emission from 47 CFR 97.303(s) to 47 CFR 97.313(i), Transmitter Power Standards. No station may transmit with an effective radiated power (ERP) exceeding 50 W PEP on the 60 m band. For the purpose of computing ERP, the transmitter PEP will be multiplied by the antenna gain relative to a dipole or the equivalent calculation in decibels. A half-wave dipole antenna will be presumed to have a gain of 1. Licensees using other antennas must maintain in their station records either the manufacturer data on the antenna gain or calculations of the antenna gain.

The information is used to establish a record of amateur operations, so that if interference to critical power line carrier systems occurs, the Commission can respond quickly to locate the source.

Federal Communications Commission.

Marlene H. Dortch,

Secretary,

Office of the Secretary,

Office of Managing Director.

[FR Doc. 2010-19552 Filed 8-6-10; 8:45 am]

BILLING CODE 6712-01-S

FEDERAL TRADE COMMISSION

Granting of Request for Early Termination of the Waiting Period Under the Premerger Notification Rules

Section 7A of the Clayton Act, 15 U.S.C. 18a, as added by Title II of the Hart-Scott Rodino Antitrust Improvements Act of 1976, requires persons contemplating certain mergers or acquisitions to give the Federal Trade Commission and the Assistant Attorney General advance notice and to wait designated periods before consummation of such plans. Section 7A(b)(2) of the Act permits the agencies, in individual cases, to terminate this waiting period prior to its expiration and requires that notice of this action be published in the **Federal Register**.

The following transactions were granted early termination of the waiting period provided by law and the premerger notification rules. The grants were made by the Federal Trade Commission and the Assistant Attorney General for the Antitrust Division of the Department of Justice. Neither agency intends to take any action with respect to these proposed acquisitions during the applicable waiting period.

TRANSACTION GRANTED EARLY TERMINATION

ET date	Trans No.	ET req status	Party name
30-JUN-10	20100840	G	Li & Fung Limited.
		G	Steven Kahn.
		G	The Max Leather Group, Inc.
01-JUL-10	20100771	G	Cipriani Accessories, Inc.
		G	MLG (2009) Limited Liability Company.
		G	Apax Europe VII-B, L.P.
02-JUL-10	20100793	G	Spectrum Equity Investors IV, L.P.
		G	NetQuote Holdings, Inc.
	20100844	G	Aalberts Industries N.V.
		G	Conbraco Industries, Inc.
	20100846	G	Conbraco Industries, Inc.
		G	Great Hill Equity Partners IV, LP.
		G	SterilMed Holdings, Inc.
		G	SterilMed Holdings, Inc.
		G	Ralcorp Holdings, Inc.
		G	American Italian Pasta Company.
		G	IAPC CV.
		G	IAPC Italia Leasing, s.r.l.
06-JUL-10	20100798	G	AIPC Arizona, LLC.
		G	AIPC Missouri, LLC.
		G	AIPC South Carolina, Inc.
		G	AIPC Finance, Inc.
		G	IAPC Holding BV.
		G	Pasta Lensi, s.r.l.
		G	AIPC Sales Co.
		G	American Italian Pasta Company.
		G	Olam International Limited.

TRANSACTION GRANTED EARLY TERMINATION—Continued

ET date	Trans No.	ET req status	Party name
		G	ConAgra Foods, Inc.
	20100848	G	ConAgra Foods Food Ingredients Company, Inc.
		G	Amphenol Corporation.
		G	Jonathan L. Borisch.
	20100849	G	Borisch Manufacturing, Inc.
		G	Water Street Healthcare Partners II, L.P.
		G	MBF Healthcare Partners, L.P.
	20100850	G	Medical Specialties Distributors, LLC.
		G	International Business Machines Corporation.
		G	Coremetrics, Inc.
	20100855	G	Coremetrics, Inc.
		G	Irving Place Capital Partners III, L.P.
		G	Geoffrey Titherington.
08-JUL-10	20100666	G	Mold-Rite Plastics, LLC.
		G	Visa Inc.
		G	CyberSource Corporation.
09-JUL-10	20100807	G	CyberSource Corporation.
		G	Caterpillar Inc.
		G	ElectroMotive Diesel, Inc.
		G	ElectroMotive Diesel, Inc.
12-JUL-10	20100827	G	Providence Equity Partners VI, L.P.
		G	Marsh & McLennan Companies, Inc.
		G	Kroll Inc.
	20100864	G	SCF-V, L.P.
		G	SCF-VI, L.P.
		G	Subsea International Services, Inc.
		G	Triton Group Holdings LLC.
		G	Allied Production Services, Inc.
	20100866	G	SCF-VI, L.P.
		G	SCF-V, L.P.
13-JUL-10	20100826	G	Forum Oilfield Technologies, Inc.
		G	Cardinal Health, Inc.
		G	Raj Mantena.
		G	Healthcare Solutions Holdings, LLC.
	20100871	G	International Business Machines Corporation.
		G	BigFix, Inc.
		G	BigFix, Inc.
	20100875	G	Cablevision Systems Corporation.
		G	Bresnan Broadband Holdings, LLC.
		G	Bresnan Broadband Holdings, LLC.
14-JUL-10	20100857	G	Johnson & Johnson.
		G	Diamyd Medical AB.
		G	Diamyd Medical AB.
	20100873	G	Eli Lilly and Company.
		G	Alnara Pharmaceuticals, Inc.
		G	Alnara Pharmaceuticals, Inc.
15-JUL-10	20100691	G	CenturyLink, Inc.
		G	Qwest Communications International Inc.
		G	Qwest Communications International Inc.
	20100843	G	Schottenstein RVI, LLC.
		G	Retail Ventures, Inc.
		G	Retail Ventures, Inc.
16-JUL-10	20100858	G	Lindsay Goldberg III L.P.
		G	Carl C. Icahn.
		G	PSC Holdings, LLC.
	20100885	G	AEA Investors 2006 Fund L.P.
		G	SFMM Holdings, Inc.
		G	Shoes For Crews Canada Ltd.
		G	SFC Holdings, LLC.
		G	Shoes For Crews, Inc.
	20100890	G	Cliffs Natural Resources Inc.
		G	INR Energy, LLC.
		G	INR-1 Holdings, LLC.
19-JUL-10	20100883	G	The Boeing Company.
		G	Argon ST, Inc.
		G	Argon ST, Inc.
	20100888	G	Genstar Capital Partners V, L.P.
		G	Evolution Benefits, Inc.
		G	Evolution Benefits, Inc.
20-JUL-10	20100872	G	EMC Corporation.
		G	Greenplum, Inc.

TRANSACTION GRANTED EARLY TERMINATION—Continued

ET date	Trans No.	ET req status	Party name
21-JUL-10	20100881	G	Greenpium, Inc.
		G	POSCO.
		G	Daewoo International Corporation.
		G	Daewoo International Corporation.
	20100882	G	Sanofi-Aventis.
		G	Metabolex, Inc.
		G	Metabolex, Inc.
	20100886	G	Wayzata Opportunities Fund, LLC.
		G	Entegra Power Group LLC.
		G	Gila River Power, L.P.
22-JUL-10	20100892	G	Avon Products, Inc.
		G	Gerald A. Kelly, Jr. and Bonnie C. Kelly.
		G	Silpada Designs, Inc.
	20100856	G	Marfrig Alimentos S.A.
		G	LGB Keystone LLC.
		G	Keystone Foods Intermediate LLC.
	20100863	Y	Ocwen Financial Corporation.
		Y	Barclays PLC.
		Y	BCRE.
	20100878	G	Biovail Corporation.
23-JUL-10		G	Valeant Pharmaceuticals International.
		G	Valeant Pharmaceuticals International.
	20100880	G	GTCR Fund IX/A, L.P.
		G	UCB S.A.
		G	UCB, Inc.
	20100891	G	Communications Infrastructure Investments, LLC.
		G	American Fiber Systems Holding Corp.
		G	American Fiber Systems Holding Corp.
	20100896	G	Roper Industries, Inc.
		G	ITN Holdings, LLC.
23-JUL-10	20100868	G	iTradeNetwork, Inc.
		G	Anchorage Capital Partners Offshore, Limited.
		G	Hampton Roads Bankshares, Inc.
		G	Hampton Roads Bankshares, Inc.
	20100895	G	AIF VII Euro Holdings, L.P.
		G	Carib Holdings, Inc.
		G	Carib Holdings, Inc.
	20100899	G	Crown Castle International Corp.
		G	NewPath Networks, Inc.
		G	NewPath Networks, Inc.
20100903	20100903	G	PPL Corporation.
		G	E. ON AG.
		G	E. ON U.S. LLC.
	20100906	G	JSC Atomredmetzoloto.
		G	Uranium One, Inc.
		G	Uranium One, Inc.
	20100908	G	ZM Capital, L.P.
		G	Alloy, Inc.
		G	Alloy, Inc.
	20100916	G	DCP Midstream Partners, L.P.
20100918	20100918	G	UGI Corporation.
		G	Atlantic Energy, Inc.
		G	Bank of America Corporation.
	G	Sentinel Capital Partners III, L.P.	
	G	Strategic Partners Holdings, Inc.	

FOR FURTHER INFORMATION CONTACT:

Sandra M. Peay, Contact Representative,

Or

Renee Chapman, Contact Representative.

Federal Trade Commission, Premerger Notification Office, Bureau of Competition, Room H-303, Washington, DC 20580, (202) 326-3100.

By Direction of the Commission.

Donald S. Clark,
Secretary.

[FR Doc. 2010-19361 Filed 8-6-10; 8:45 am]

BILLING CODE 6750-01-M

DEPARTMENT OF HEALTH AND HUMAN SERVICES**Office of Security and Strategic Information****Privacy Act of 1974; Report of a New System of Records**

AGENCY: Office of the Assistant Secretary for Administration and Management.

Garrett, Betty

From: Donna Wichers (USA - Casper) [Donna.Wichers@uranium1.com]
Sent: Monday, August 23, 2010 6:13 PM
To: Linton, Ron
Cc: Przygodzki, Roman; Cohen, Stephen; Prince.William@dorsey.com
Subject: RE: U1-ARMZ Change of Control
Attachments: 75 FR 47810.pdf

Hi Ron,

I have listed the agencies where filings have been made, as well as the basis, as follows:

1. ARMZ and Uranium One filed HSR Notification and Report Forms (HSR = Hart-Scott-Rodino Antitrust Improvements Act) with the Antitrust Division of the US Department of Justice and the US Federal Trade Commission (FTC) on July 14, 2010 and July 16, 2010. This filing is required by HSR for certain acquisition transactions; under the provisions of HSR, the ARMZ acquisition of Common Shares of stock pursuant to the transaction could not be consummated until the expiration of a 30-day waiting period following receipt of both filings. ARMZ requested early termination of this waiting period, and early termination was granted as of July 23, 2010 (see attached Federal Register Notice).
2. Committee on Foreign Investment in the United States (CFIUS) basis: Section 721 of the Defense Production Act of 1950 ("Section 721") authorizes the President of the United States to investigate, and to suspend or to prohibit, any transaction that could result in control of a U.S. person by a foreign person (a "Covered Transaction") where the President determines that such transaction threatens to impair U.S. national security, and no other adequate and appropriate means are available to address that threat. The President relies on the inter-agency CFIUS, that consists of representatives of the Departments of Commerce, Defense, Energy, Homeland Security, Justice, State, Treasury, as well as the U.S. Trade Representative and other White House offices. U1 and ARMZ filed a formal joint voluntary notice with CFIUS on August 4, 2010, although .
3. NRC – The Atomic Energy Act of 1954, as amended, and promulgated rules and regulations, provide that no "Materials License" issued pursuant to the Atomic Energy Act may be transferred, directly or indirectly through change of control, unless the NRC, after securing full information, finds that the transfer is in accordance with the provisions of the Atomic Energy Act and gives its consent in writing. Notices of the pending transaction have been made to NRC at the following locations for the following licenses:
 - NRC Headquarters (Rockville, Maryland): Materials License SUA-1341, plus three applications for new licenses (Docket numbers 40-9073, 40-9079 and 40-9095).
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4. Utah Division of Radiation Control (UDRC) – rules and regulations promulgated under the Utah Radiation Control Act, as amended, provide that a Radioactive Materials License may not be transferred, directly or indirectly through transfer of control, unless the Executive Secretary of the UDRC, after securing full information, gives his consent in writing. Uranium One Exploration U.S.A. Inc. holds Radioactive Materials License UT0900480 for the Shootering Uranium Mill. Uranium One delivered a Notice of Change of Control and Ownership Information to UDRC on July 28, 2010.
5. Texas Commission on Environmental Quality rules and regulations provide that a Radioactive Materials License may not be transferred unless the TCEQ gives consent in writing. Uranium One USA, Inc. holds RML L03024 in Texas. Although Uranium One notified the TCEQ of the pending stock transaction, TCEQ has stated that the transaction contemplated does not constitute a license transfer requiring approval from the TCEQ.

6. US Federal Communication Commission – rules and regulations of the FCC provide that a Radio Transmitters License issued by the FCC may not be transferred, directly or indirectly through transfer of control, except upon application to and prior approval by the FCC. Uranium One’s subsidiary Uranium One Exploration U.S.A. holds Radio Transmitters License WQAP846 for communications at the Shooting Mill in Utah. Uranium One USA, Inc. holds Radio Transmitter License WPIX366 for communications at Christensen Ranch and Irigaray. Uranium One filed Applications for Assignments of Authorization and Transfers of Control to FCC for the ARMZ transaction on July 28, 2010. FCC has 21 days to respond with approval, denial or request additional information.

Please let me know if you have any additional questions.

Best regards,

Donna

Donna L. Wichers

Senior Vice President, ISR Operations
Uranium One Americas, Inc.
907 No. Poplar Street, Suite 260
Casper, Wyoming 82601

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Fax: +1-307-237-8235
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From: Linton, Ron [mailto:Ron.Linton@nrc.gov]
Sent: Monday, August 23, 2010 7:58 AM
To: Donna Wichers (USA - Casper)
Cc: Przygodzki, Roman; Cohen, Stephen
Subject: U1-ARMZ Change of Control

Donna: I have a few questions from our management that I don't know the answer to.

1. What other Agencies do U1/ARMZ need to notify in the U.S. about the transaction.
2. If so, what is the basis?
3. If so, has U1-ARMZ done the notifications?

We are aware of the voluntary notification to the Committee on Foreign Investment in the United States (CFIUS).

Thx:

Ron C. Linton
Project Manager/Hydrogeologist
U.S. NRC
Office of Federal and State Materials and Environmental
Management Programs
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Rockville, MD 20852
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ron.linton@nrc.gov