

Attachment 1

COLA Part 1 Revision 1, Update Tracking Report Revision 1 (Public Version)

(Because of text being added and deleted, the page numbers in the attachment may not correspond exactly with the page numbers in COLA Part 1 Revision 1)

{ Information withheld from public disclosure is designated by single braces. }

April 14, 2011

**Comanche Peak Nuclear Power Plant, Units 3 & 4
COL Application**

Part 1

Administrative and Financial Information

Revision 1

Update Tracking Report

Revision 1

(Public Version)

Revision History

| Revision | Date | Update Description |
|----------|------------|---|
| - | 11/20/2009 | COLA Revision 1 Transmittal See Luminant Letter no. TXNB-09074 Date 11/20/2009 |
| 0 | 6/22/2010 | Updated Sections: List of Tables, 1.2, 1.5 |
| 1 | 4/14/2011 | Updated Sections to reflect new project dates, company and project leadership, revise financials and minor editorial changes. |

Tracking Report Revision List

| Change ID No. | Section | GEN_FIN Rev. 1 page* | Reason for change | Change Summary | Rev. |
|----------------|-------------------|----------------------------|--|---|------|
| RCOL1_11-23-09 | List of Tables | 4 [5] | Response to RAI No.1.a Luminant Letter No. TXNB-10005 Date 1/27/2010 | Added Table 1.3-1d | 0 |
| - | List of Tables | 4 [5] | Editorial | Moved all Proprietary Tables to the second page of "List of Tables" | 0 |
| - | List of Tables | 5 [6] | Editorial | Added "List of Attachments" | 0 |
| RCOL1_03-09-10 | 1.2.2 | 10 [11] | Response to RAI No.4 Luminant Letter No. TXNB-10043 Date 6/10/2010 | Added information for Texas Energy GP and Texas Energy LP | 0 |
| RCOL1_03-09-10 | 1.2.2 | 10 [12] | Response to RAI No.5.a Luminant Letter No. TXNB-10043 Date 6/10/2010 | Added 10CFR50.33(a)- (d) information for Texas Energy GP and Texas Energy LP | 0 |
| - | 1.2.2 | 12 [14] | Editorial | Underlined "Mitsubishi Heavy Industries..." as title of parent companies | 0 |
| - | 1.2.4 1.5 | 14,19 [16,21] | Update | Removed references to Lehman Brothers Holdings and Lehman Entities | 0 |

| Change ID No. | Section | GEN_FIN Rev. 1 page* | Reason for change | Change Summary | Rev. |
|----------------|---|------------------------------------|--|--|------|
| RCOL1_11-23-09 | 1.3 | 17 [19] | Response to RAI No.1.a Luminant Letter No. TXNB-10005 Date 1/27/2010 | Added Table 1.3-1d to proprietary request | 0 |
| RCOL1_03-09-10 | 1.5 Table 1.2-1 | 19, 23 [21,25] | Response to RAI No.5.a Luminant Letter No. TXNB-10043 Date 6/10/2010 | Deleted exception list of non-US citizens on EFH Board and reflect change in EFH Board to all USA Citizenship. | 0 |
| - | Figure 1.2-1 | 20 [23] | Update and replace Figure | Deleted Figure 1.2-1 and replace with new Figure 1.2-1 that has removed Lehman Bros | 0 |
| RCOL1_03-09-10 | Table 1.3-1a | 34 [36] | Response to RAI No.2.a Luminant Letter No. TXNB-10043 Date 6/10/2010 | Changed percent debt and equity financing | 0 |
| - | Table 1.3-1a | 34 [36] | Editorial | Clarified references to companies | 0 |
| RCOL1_11-23-09 | Table 1.3-1d | [38, 39, 40, 41] | Response to RAI No.1.a Luminant Letter No. TXNB-10005 Date 1/27/2010 | Added Table 1.3-1d and add sheet numbers to titles of each page | 0 |
| - | Tables 1.3-1b 1.3-1c 1.3-2 1.3-3 1.3-4 | 5,35,36, 37,38 [37,42,43,44] | Editorial | In the titles of the tables remove reference to Rev. 1 and change "Combined" to black text | 0 |

| Change ID No. | Section | GEN_FIN Rev. 1 page* | Reason for change | Change Summary | Rev. |
|--------------------|---|----------------------------|---|---|------|
| - | Table 1.3-1a,b,c,d Table 1.3-2 1.3-3 1.3-4 | [36 through 44] | Update Tables to new data | Replaced with new information | 0 |
| RCOL1_10_14- 10 | 1.5 | 19 [21] | Response to RAI dated 10/14/2010 Luminant Letter No. TXNB-10088 Date 12/16/2010 | Wording changes to reflect Negation Action Plan RAI Response | - |
| - | List of Tables | 4 | Update to reflect consistency with organization charts | Added Energy Future Competitive Holdings – List of Directors and renumbered tables | 1 |
| - | List of Tables | 4 | Editorial | Corrected name of TCEH | 1 |
| - | All pages, Figure 1.2-1 Figure 1.2-2 Header | - | Editorial | Consistency of naming CPNPP 3 & 4, ensure all references are to “CPNPP 3 and 4”. | 1 |
| - | 1.2.2 | 12 [14] | Update of corporate names and addresses | Revised MHI Department Name and Address for MNES | 1 |

| Change ID No. | Section | GEN_FIN Rev. 1 page* | Reason for change | Change Summary | Rev. |
|---------------|---|--|---|--|------|
| - | 1.3 | 16 [18] | Remove date and page references | This information is accessed through attached links which are updated. | 1 |
| - | 1.3 | 17 [19 and 20] | Editorial and minor updates | Updates to number of plants and financial link | 1 |
| - | 1.4 | 18 [20] | Editorial | Removed wording that reflects date of decommissioning this will be included in Attachment 1 with current version. | 1 |
| - | Table 1.2-3 | 24 [26, 27] | Consistency with corporate structure charts | Inserted EFH company that appeared corporate structure charts, but not Directors list. – Energy Future Competitive Holdings Company | 1 |
| - | Tables 1.2-1 through Table 1.2-17 | 23 through 31 [25 through 35] | Updated directors | Added new directors and managers of companies | 1 |
| - | Attachment 1 | 32 [37] | Updated Decommissioning Study | New Decommissioning Study | 1 |

| Change ID No. | Section | GEN_FIN Rev. 1 page* | Reason for change | Change Summary | Rev. |
|---------------|---|--|---|--|------|
| - | Attachment 2 | 37 [38] | Updated | Updated MHI Annual Report | 1 |
| - | Tables 1.3-1a 1.3-1b 1.3-1c 1.3-2 1.3-3 1.3-4 | 34 through 38 [39 through 41 and 46 through 48] | Revision of proprietary information | Updated to reflect current project information | 1 |

*Page numbers for the attached marked-up pages may differ from the revision 1 page numbers due to text additions and deletions. When the page numbers for the attached pages do differ, the page number for the attached page is shown in brackets.

**Comanche Peak Nuclear Power Company
Units 3 and 4**

COL Application

Part 1

Administrative and Financial Information

Revision 1

(Public Version)

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Comanche Peak Nuclear Power Plant, Units 3 & and 4
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Part 1, Administrative and Financial Information

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List of Attachments

Attachment 1 – Decommissioning Study for Units 3 ~~&~~and 4 (Non-Proprietary)

Attachment 2 – Financial Report Links (Non-Proprietary)

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List of Abbreviations

| | |
|------------------------|---|
| EFH | Energy Future Holdings Corp. |
| EFC Holdings | Energy Future Competitive Holdings Corp (wholly-owned subsidiary of EFH) |
| TCEH | Texas Competitive Electric Holdings (wholly-owned subsidiary of EFC Holdings) |
| LHC | Luminant Holding Company (wholly-owned subsidiary of TCEH) |
| Luminant | Luminant Generation Company (wholly-owned subsidiary of LHC) |
| NEFH | Nuclear Energy Future Holdings (wholly-owned subsidiary of Luminant) |
| NEFH II | Nuclear Energy Future Holdings II (wholly-owned subsidiary of NEFH) |
| CPNPC | Comanche Peak Nuclear Power Company LLC (88% owned by Luminant member, NEFH II and 12 % owned by MHI member, NHI-NNA) |
| MHI | Mitsubishi Heavy Industries, Ltd. |
| MHI-NNA | MHI Nuclear North America, Inc. (wholly-owned subsidiary of MHI) |
| CPNPP 3 & <u>and</u> 4 | Comanche Peak Nuclear Power Plant Units 3 & <u>and</u> 4 (wholly-owned by CPNPC) |
| ERCOT | Electric Reliability Council of Texas (Independent System Operator) |
| PUC | Public Utilities Commission of Texas (Governmental Body) |
| NEXI | Nippon Export and Investment Insurance |
| JBIC | Japan Bank for International Cooperation |

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1.0 INTRODUCTION

Due to the ownership restructuring discussed herein, and the associated changes, Part 1 is being resubmitted in its entirety. Therefore no revision bars will be included in this part.

This Combined License Application (COLA) is submitted by Luminant Generation Company LLC (Luminant) on behalf of itself and Comanche Peak Nuclear Power Company LLC (CPNPC), for the construction and operation of two nuclear-powered baseload generating plants designated as Comanche Peak Nuclear Power Plant Unit 3 and Unit 4 (hereafter referred to as CPNPP 3 & and 4). In addition, special nuclear material licenses, by-product material licenses, and source material licenses as required for construction and operation are requested.

CPNPP 3 & and 4 will each utilize the Mitsubishi Heavy Industries (MHI) US-Advanced Pressurized Water Reactor (US-APWR) light water reactor design of the 1700 MWe class (4466 MWt). This COLA presents descriptions and analyses of the station design, and incorporates by reference the MHI US-APWR Design Control Document (DCD) currently under review by the NRC.

The Application has been divided into parts as follows:

- Part 1 - General and Financial Information
- Part 2 - Final Safety Analysis Report
- Part 3 - Environmental Report
- Part 4 - Plant-Specific Technical Specifications
- Part 5 - Emergency Plan
- Part 6 - Not Used
- Part 7 - Generic DCD Departures Report
- Part 8 - Security Plans (under separate cover)
- Part 9 - Not Used
- Part 10 - Inspections, Tests, Analyses, and Acceptance Criteria (ITAAC)
- Part 11 – Attachments

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Comanche Peak Nuclear Power Plant, Units 3 & and 4
COL Application
Part 1, Administrative and Financial Information

1.1 LICENSE ACTIONS REQUESTED

The purpose of this COLA is to obtain NRC approval to construct and operate two nuclear-powered base load generating units. The units will be located within the existing Luminant Comanche Peak owner controlled area site in Somervell County, Texas. In support of this objective, Luminant and CPNPC, requests the following license actions:

- License Luminant Generation Company LLC (Luminant) pursuant to Section 103 of the Atomic Energy Act of 1954, as amended (hereafter referred to as the Act), and 10 CFR Part 52 to construct and operate Comanche Peak Nuclear Power Plant Unit 3 at the designated location in Somervell County, Texas. It is requested that the term of the license be for a period of 40 years from the date on which the Commission makes a finding that acceptance criteria are met under 10 CFR 52.103(g) or allowing operation during an interim period under the combined license under 10 CFR 52.103(c), and contain provisions that include the applicable licenses under 10 CFR Parts 30, 40, and 70 to receive, possess, and use at any time such quantities of source, byproduct, and special nuclear material as needed to construct and operate the utilization facility.
- License Comanche Peak Nuclear Power Company LLC (CPNPC) pursuant to Section 103 of the Act and 10 CFR Part 52 to possess and use Comanche Peak Nuclear Power Plant Unit 3 at the designated location in Somervell County, Texas. It is requested that the term of the license be for a period of 40 years from the date on which the Commission makes a finding that acceptance criteria are met under 10 CFR 52.103(g) or allowing operation during an interim period under the combined license under 10 CFR 52.103(c).
- License Luminant Generation Company LLC (Luminant) pursuant to Section 103 of the Act and 10 CFR Part 52 to construct and operate Comanche Peak Nuclear Power Plant Unit 4 at the designated location in Somervell County, Texas. It is requested that the term of the license be for a period of 40 years from the date on which the Commission makes a finding that acceptance criteria are met under 10 CFR 52.103(g) or allowing operation during an interim period under the combined license under 10 CFR 52.103(c), and contain provisions that include the applicable licenses under 10 CFR Parts 30, 40, and 70 to receive, possess, and use at any time such quantities of source, byproduct, and special nuclear material as needed to construct and operate the utilization facility.
- License Comanche Peak Nuclear Power Company LLC (CPNPC) pursuant to Section 103 of the Act and 10 CFR Part 52 to possess and use Comanche Peak Nuclear Power Plant Unit 4 at the designated location in Somervell County, Texas. It is requested that the term of the license be for a period of 40 years from the date on which the Commission makes a finding that acceptance criteria are met under 10 CFR 52.103(g) or allowing operation during an interim period under the combined license under 10 CFR 52.103(c).

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1.2 GENERAL INFORMATION

This part of the Combined License Application (COLA) for CPNPP 3 & and 4 addresses the requirements of 10 CFR 50.33, "Content of applications; general information," and provides details of the applicant's corporate identity and location; applicant's ownership organizations; the types of licenses being applied for; the applicant's financial qualifications; decommissioning funding assurance; foreign ownership; control, or domination information.

1.2.1 Applicants

The required general information for the applicants is provided below, by company.

Comanche Peak Nuclear Power Company LLC (CPNPC)

CPNPC is a special purpose entity that was created to serve as a vehicle for Luminant's and EFH's (Luminant's ultimate parent) investment in the CPNPP 3 & and 4 project. CPNPC is a newly formed company and is focused on the development and funding of CPNPP 3 & and 4. CPNPC will own 100% of the new units, CPNPP 3 & and 4.

In September 2008, Luminant formed CPNPC as a Delaware Corporation named "Nuclear Project Company LLC". The name was subsequently changed in January 2009 to "Comanche Peak Nuclear Power Company LLC."

At the time CPNPC was formed, Energy Future Holdings Corp. (EFH) through its wholly-owned subsidiary, Luminant, created wholly-owned intermediary holding companies, including the direct parent of CPNPC, Nuclear Energy Future Holding Company II LLC (NEFH II). NEFH II is a Delaware limited-liability company and along with CPNPC are the intermediary companies for Luminant's control and ownership of the project.

On January 30, 2009, Luminant through its subsidiary, NEFH II, entered into an agreement with MHI Nuclear North America, Inc. (MHI-NNA) a wholly-owned subsidiary of Mitsubishi Heavy Industries, LTD. (MHI) to develop up to two nuclear generating units using the MHI US-APWR technology on a site contiguous to Comanche Peak units 1 & and 2 located in Somervell and Hood Counties, Texas. The agreement provided MHI-NNA a Delaware limited-liability company a minority member interest (12%) in CPNPC with the controlling interest being held by NEFH II (88%) the wholly-owned subsidiary of Luminant. As part of the agreement, EFH through its wholly-owned subsidiary, Texas Competitive Electric Holdings Company LLC and Mitsubishi Heavy Industries, Ltd. provided performance guarantees for their subsidiaries Luminant and MHI-NNA, respectively.

CPNPC and its members are jointly responsible for the development and funding of CPNPP 3 & and 4. The relationship of these companies and their intermediary holding companies is reflected in Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure Diagram."

The applicant's corporate address is shown below:

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Comanche Peak Nuclear Power Company LLC
Lincoln Plaza, 10th Floor
500 North Akard Street
Dallas, TX 75201

Luminant Generation Company LLC (Luminant)

Pursuant to the terms of its Development Services Agreement with CPNPC, Luminant is responsible for the administration and development of CPNPP 3 & and 4 during the development phase of the project and will be the operator of CPNPP 3 & and 4 following construction. It is also the indirect and controlling owner in CPNPC (88%) through its wholly-owned subsidiary NEFH II. Luminant (formerly TXU Generation Company LLC) is the competitive power generation business of EFH and is engaged in electricity generation, development and construction of new generation facilities, wholesale marketing and trading, and mining activities.

Luminant was organized in the State of Texas and is a subsidiary of EFH through a series of wholly-owned subsidiary holding companies. EFH is a Texas corporation and operates its competitive companies through its wholly-owned subsidiary, Energy Future Competitive Holdings Company (EFC Holdings), also a Texas corporation and its wholly-owned subsidiary, Texas Competitive Electric Holdings Company LLC (TCEH), which is a Delaware limited-liability company.

The relationships of these companies, their intermediary holding companies and the state they were organized in are reflected in Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure Diagram."

The term "Luminant" shall be used for Luminant Generation Company LLC.

The applicant's corporate address is shown below:

Luminant Generation Company LLC
Lincoln Plaza, 14th Floor
500 North Akard Street
Dallas, TX 75201

1.2.2 Corporate Parents of Applicants

Texas Energy General Partnership (Texas Energy GP) and Texas Energy Limited Partnership (Texas Energy LP)

EFH is wholly-owned by Texas Energy LP, which is a limited partnership that is controlled by and acts by and through its general partner Texas Energy GP. Through its control of Texas Energy LP, Texas Energy GP has the ability to appoint the Board of Directors of EFH. Texas Energy GP is controlled exclusively by its managers and officers, which constitute a Representative Group that looks after the interests of all investors. The ownership and control of Texas Energy GP is dispersed among investment funds affiliated with Kohlberg Kravis Roberts & Co. L.P. ("KKR"), TPG Capital, L.P. ("TPG"), and GS Capital Partners an affiliate of

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Goldman Sachs & Co. ("Goldman"). Texas Energy LP and Texas Energy GP are owned but not controlled, directly and indirectly by numerous investment vehicles which include limited partnerships, limited liability companies and other legal entities. These entities have no voting or control rights and have ceded control of day to day operations to Texas Energy GP and the Representative Group.

Texas Energy LP is a partnership organized under the laws of the State of Delaware. It does not have officers or directors, but rather acts through its general partner, Texas Energy GP, which is a limited liability company organized under the laws of the State of Delaware. The addresses for both companies are as follows:

c/o Kohlberg Kravis Roberts & Co. L.P.
9 West 57th Street, Suite 4200
New York, NY 10019

and

c/o Texas Pacific Group
301 Commerce Street, Suite 3300
Fort Worth, TX 76102

As discussed above, Texas Energy GP controls Texas Energy LP, including its rights to select directors of EFH, through the Representative Group management team that is listed below, all of whom are U.S. Citizens:

Michael MacDougall, President
Marc S. Lipshultz, President
Kenneth Pontarelli, President
Jonathan D. Smidt, Vice President & Treasurer
Clive Bode, Vice President & Secretary
Jeffrey Liaw, Vice President & Ass't Treasurer
Frederick M. Goltz, Vice President
Scott Lebovitz, Vice President
David Bonderman

Notably, all of the individuals who are members of the Representative Group also serve on the Board of Directors of EFH, except for Mr. Clive Bode.

Energy Future Holdings Corp. – Parent (EFH)

EFH, a Texas corporation, is a Dallas-based holding company that controls a number of subsidiaries engaged in business primarily in the Electric Reliability Council of Texas (ERCOT) region. EFH has both competitive electricity market activities through EFC Holdings and its subsidiary TCEH, and regulated electricity transmission and distribution operations under Oncor Electric Delivery Holdings Company LLC. EFH is a subsidiary of Texas Energy Future Holdings Limited Partnership (Texas Energy LP), which is a Delaware limited partnership formed on February 21, 2007, as the entity through which the KKR and TPG investment funds and their fellow investors acquired TXU Corp on October 10, 2007.

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The existing corporate structure of these companies and their intermediary holding companies are reflected in Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure Diagram."

The address for the parent is shown below.

Energy Future Holdings Corp.
Energy Plaza
1601 Bryan Street
Dallas, Texas 75201-3411

The addresses for the owners of Energy Future Holdings Corp. are shown below.

A. Names

Texas Energy Future Capital Holdings LLC (Texas Energy GP) (the general partner of Texas Energy Future Holdings LP)
Texas Energy Future Holdings LP (Texas Energy LP)

B. Addresses of owners

c/o Kohlberg Kravis Roberts & Co. L.P.,
9 West 57th Street, Suite 4200
New York, NY 10019

and

c/o TPG
301 Commerce Street, Suite 3300
Fort Worth, TX 76102

EFC Holdings, TCEH, LHC, NEFH and NEFH II

TCEH is a Dallas-based holding company for subsidiaries engaged in competitive electricity market activities largely in Texas, including Luminant, which is a competitive power generation business engaged in electricity generation, development and construction of new generation facilities, wholesale marketing and trading and mining activities, and TXU Energy Retail Company LLC (TXU Energy), which is a competitive retailer that provides electricity and related services in Texas. TCEH is a wholly-owned subsidiary of EFC Holdings, which is a wholly-owned subsidiary of EFH. NEFH II, a limited liability company organized under the laws of the State of Delaware, is a wholly-owned subsidiary of NEFH, which is a wholly-owned subsidiary of Luminant, which is a wholly-owned subsidiary of Luminant Holding Company (LHC), which is a wholly-owned subsidiary of TCEH. While TCEH, LHC, NEFH and NEFH II are wholly-owned subsidiaries of EFH and EFC Holdings, they are separate legal entities from EFH and EFC Holdings and all of their other affiliates with their own assets and liabilities. NEFH II is an 88% owner of CPNPC. CPNPC and its members are jointly responsible for the development and funding of CPNPP 3 & 4.

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The existing corporate structure of these companies and their intermediary holding companies are reflected in Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure Diagram."

The corporate addresses for EFC Holdings, TCEH, LHC, NEFH and NEFH II are shown below:

Texas Competitive Electric Holdings Company LLC
Energy Plaza
1601 Bryan Street
Dallas, TX 75201-3411 ; and

NEFH II
Lincoln Plaza, 14th Floor
500 North Akard Street
Dallas, TX 75201

Mitsubishi Heavy Industries, Ltd. (MHI) and MHI Nuclear North America, Inc. (MHI-NNA)

MHI through its wholly-owned subsidiary, MHI-NNA is a 12% owner of the new company, CPNPC. MHI is a corporation organized under the laws of Japan. MHI-NNA is a corporation organized under the laws of the State of Delaware. CPNPC and its members are jointly responsible for the development and funding of CPNPP 3 & 4.

The existing corporate structure of these companies and their intermediary holding companies and their relationship to EFH are reflected Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure Diagram."

The corporate addresses for MHI and MHI NNA are shown below:

Mitsubishi Heavy Industries, Ltd.
Global Nuclear Business & Operations Department
16-5, Konan 2-Chome, Minato-ku
Tokyo, 108-8215 Japan; and

MHI Nuclear North America, Inc.
~~1540 Broadway~~ 1001 19th Street North
~~New York, New York~~ Arlington, VA
~~10036~~ 22209

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1.2.3 Discussion of Business or Occupation

1.2.3.1 Luminant Generation Company, Parents and Related Companies

EFH (formerly TXU Corp.) conducts its operations principally through EFC Holdings and its subsidiary TCEH for competitive businesses and Energy Future Intermediate Holding Company LLC (EFI Holding) and its subsidiary Oncor Electric Delivery Holdings Company LLC (Oncor) for its regulated businesses.

TCEH is a holding company for subsidiaries engaged in competitive electricity market activities largely in Texas. This includes Luminant Holding Company LLC (LHC), which includes Luminant Generation Company LLC and its wholly-owned subsidiaries, NEFH, NEFH II and jointly owned CPNPC. LHC is engaged in competitive electricity generation, development and construction of new generation facilities, wholesale marketing and trading, and mining activities.

As of December 31, 2008, TCEH through LHC and its subsidiaries owned or leased 18,365 MW of generation capacity in Texas, which consists of lignite-fueled, nuclear-fueled, natural gas-fueled and oil-fueled generation facilities. In addition, Luminant is the largest purchaser of wind-generated electricity in Texas and the fifth largest in the US. TCEH is currently constructing three lignite-fueled generation units in Texas with expected generation capacity totaling approximately 2,200 MW. Permits have been obtained for the three new lignite-fueled units, which are expected to come on-line in 2009 and 2010.

TCEH also includes TXU Energy, which is a competitive retailer that provides electricity and related services to 2.1 million electricity customers in Texas. As of December 31, 2008, TXU Energy's estimated share of the total ERCOT retail market for residential and small business electricity customers was approximately 37% and 26%, respectively (based on customer counts).

At December 31, 2008, EFC Holdings, the parent of TCEH and its subsidiaries had approximately 4,300 full-time employees, including approximately 2,000 employees under collective bargaining agreements.

The other principal EFH business (Oncor) is engaged in regulated electricity transmission and distribution operations in Texas and does not report through and is separated from EFC Holdings and TCEH. Oncor is an electricity distribution and transmission company that is regulated by the Public Utility Commission of Texas (PUC). It provides both distribution services to retail electric providers that sell electricity to consumers and transmission services to other electricity distribution companies, cooperatives and municipalities. Oncor operates the largest distribution and transmission system in Texas, delivering electricity to more than three million homes and businesses and operating more than 117,000 miles of transmission and distribution lines in Texas. At December 31, 2008, Oncor had approximately 3,600 full time employees, including approximately 650 employees under collective bargaining agreements.

Although TCEH and Oncor are both subsidiaries of EFH, Oncor being a regulated company is ring-fenced from the rest of the EFH companies. This application relates only to TCEH and its subsidiaries, specifically to Luminant and its subsidiaries, as the operator and joint owner of CPNPP 3 & 4.

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1.2.3.2 MHI- Nuclear North America, Inc., Parents and Related Companies

MHI Nuclear North America, Inc. is a 12% owner of CPNPC and is a wholly-owned subsidiary of Mitsubishi Heavy Industries, Ltd. (MHI). MHI is responsible for developing the overall standard plant design of the U.S. Advanced Pressurized Water Reactor (US-APWR), which is the technology proposed for Comanche Peak 3 & 4. MHI, through its wholly-owned subsidiary MNES, is also supporting the combined license application (COLA) including the Final Safety Analysis Report (FSAR) and seeking design certification of the US-APWR. It is anticipated that MHI and affiliates will exclusively provide engineering and major equipment for the project. MHI is a diversified company that manufactures a range of products, including heavy machinery, ships, industrial equipment, wind turbines, aircraft engines, automobiles and power plants.

1.2.4 Organization and Management

EFH, through its subsidiaries directly related to the operation and ownership interest in Comanche Peak 3 & 4 are: TCEH, LHC, Luminant, NEFH, NEFH II and CPNPC. The current simplified ownership structure of Energy Future Holdings Corp. and the subsidiaries directly related to the ownership interest in CPNPP 3 & 4 are provided in Figure 1.2-1, "Simplified Ownership Diagram" and Figure 1.2-2, "Simplified Corporate Structure."

The business and affairs of EFH are managed under the direction of an EFH board of directors and through the EFH officers that are listed in Table 1.2-1 and Table 1.2-2 respectively.

EFH's subsidiary, Oncor, is governed by a separate board of directors that is comprised of a majority of independent directors. This is necessary because it is a regulated transmission and delivery company and is ring fenced from the rest of the EFH competitive companies.

EFH's competitive subsidiaries, including TCEH, Luminant and its subsidiaries, NEFH and NEFH II are directed by boards of Managers and officers approved by EFH. CPNPC is directed by a Board of Managers and officers approved by its Luminant member, NEFH II and its MHI member, MHI-NNA, in accordance with the terms of the Amended and Restated Limited Liability Company Agreement of Comanche Peak Nuclear Power Company LLC. These managers and officers are listed on Tables 1.2-3 through 1.2-16.

The authority to control the actions of the board of directors for EFH, the licensee and its parent entities are vested in investment funds affiliated with KKR and TPG, and entities affiliated with the Goldman Sachs Group Inc. ~~and Lehman Brothers Holdings Inc.~~, as well as independent directors appointed by the ownership group. Investment funds affiliated with KKR, TPG, and Goldman, as members of Texas Energy Future Capital Holdings LLC, the general partner of Texas Energy Future Holdings LP, each name three designees to the EFH board of directors, and also collectively name additional members.

1.2.5 Regulatory Agencies with Jurisdiction over Rates and Services

The Public Utility Commission of Texas (PUC) has jurisdiction over the electric market in the region managed by an independent system operator or the Electric Reliability Council of Texas (ERCOT). This authority is focused on wholesale and retail market oversight, customer

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protection rules, ratemaking and oversight of regulated utilities (transmission and delivery), reliability compliance, and matters related to the transition to the competitive market, such as oversight of nuclear decommissioning trusts of existing nuclear plants in ERCOT.

Traditional retail ratemaking has been replaced with a “customer choice” model where retail rates are established in a competitive market, subject to PUC customer protection rules. Likewise, the wholesale electric market pricing is set by competitive processes (under the market oversight of the PUC and a wholesale Market Monitor selected by the PUC), both through bilateral power agreements and ERCOT, as the independent system operator, who is responsible for transmission system open access, energy scheduling and accounting, transmission control area management, system planning, and support of the competitive retail market and financial settlement of the wholesale market.

ERCOT manages the flow of electric power to approximately 22 million Texas customers, representing 85 percent of the State’s electric load and 75 percent of the Texas land area. As the independent system operator for the region, ERCOT schedules power on an electric grid that connects 40,327 miles of high voltage transmission lines and more than 566 generation units. ERCOT also manages financial settlements for the competitive choice areas.

ERCOT is a membership-based nonprofit corporation, governed by a board of directors and subject to oversight by the PUC and the Texas Legislature. ERCOT’s 250 plus members include retail consumers, investor- and municipal-owned electric utilities, rural cooperatives, river authorities, independent generators, power marketers and retail electric providers.

The names and addresses of regulatory agencies that have jurisdiction over rates and services incident to the proposed activity are as follows:

Public Utility Commission of Texas
1701 N. Congress Avenue
PO Box 13326
Austin, TX 78711-3326

Electric Reliability Council of Texas
7620 Metro Center Drive
Austin, Texas 78744

1.2.6 Trade and News Publications

Trade and news publications that circulate in the area around the proposed facility and nationally that are considered appropriate to give reasonable notice of the application to those parties that might have a potential interest in the proposed facility are listed in Table 1.2-9.

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1.3 Financial Qualifications

EFH (formerly TXU Corp.)

Energy Future Holdings Corp. (EFH) provides the following information required by 10 CFR 50.33(f), 10 CFR 50 App C, and NUREG-1577, Rev. 1 to demonstrate that EFH and specifically TCEH possess or have reasonable assurance of obtaining the funds necessary to cover estimated construction costs and related fuel cycle costs.

Historical financial information for EFH is available in annual (SEC Form 10-K), quarterly (SEC Form 10-Q) and current (SEC Form 8-K) reports filed with the Securities and Exchange Commission (SEC). The public may read and copy any reports or other information that EFH files with the SEC at its Public Reference Room at 100 F Street, NE., Washington, D.C. 20549. EFH reports are also available to the public without charge from the website maintained by the SEC at www.sec.gov and EFH's website at www.energyfutureholdings.com.

To review EFH's financial condition, please refer to the SEC Form 10K ~~dated December 31, 2008~~ in the following sections; liquidity information, ~~Page 93~~, financial statements and supplementary data, ~~pages 117-123~~ and for credit facilities ~~see page 153~~.

EFC Holdings and TCEH

Historical financial information for EFC Holdings, the immediate parent of TCEH, is available in annual (SEC Form 10-K), quarterly (SEC Form 10-Q) and current (SEC Form 8-K) reports filed with the Securities and Exchange Commission (SEC) or in equivalent reports available on EFH's website. The public may read and copy any reports or other information that EFC Holdings and TCEH have filed with the SEC at its Public Reference Room at 100 F Street, NE., Washington, D.C. 20549 and at EFH's website at www.energyfutureholdings.com. EFC Holdings and TCEH reports are also available to the public without charge from the website maintained by the SEC at www.sec.gov and TCEH's website at www.energyfutureholdingscorp.com.

To review EFC Holdings' and TCEH's financial condition, please refer to the Independent Auditor's Reports ~~as of December 31, 2008~~ contained in the annual report of EFC Holdings, in the following sections: financial statements ~~on pages 2-6~~ and credit facilities ~~on page 28~~.

Luminant

Luminant is financially qualified as the operator of Comanche Peak 3 & and 4, because it will obtain funds for the construction and operation of Comanche Peak 3 & and 4 pursuant to agreements with the owner of the units, CPNPC, which is responsible for providing these funds. As discussed further below, CPNPC is a newly formed entity and is submitting information regarding projected source of funds and income statements. CPNPC has existing resources to fund ongoing activity, and it will obtain funds for construction by obtaining capital from its parent companies and from existing and planned financing activities, including guarantees from the Department of Energy's Loan Guarantee Program. Luminant currently receives funding from CPNPC pursuant to the Development Services Agreement between the parties dated as of January 30, 2009. Further agreements will be prepared and executed to provide for the payment of construction and operating costs from CPNPC to Luminant.

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CPNPC

CPNPC is providing projected source and use of funds statements and income statements for Operation and Maintenance for CPNPP 3 & and 4 as a stand-alone operation for the five-year calendar period ~~from 2017 through 2021~~ of operation. Copies of the projected sources and uses of funds, income statements, related performance schedules are contained in Tables 1.3-1c, 1.3-2 and 1.3-3. CPNPC requests that Tables 1.3-1a-~~ed~~, 1.3-2 and 1.3-3 be withheld from public disclosure, as described in the Section 2.390 Affidavits provided in Part 0 of this COLA (Redacted versions of these documents, suitable for public disclosure, are contained in Attachment 2.) These financial statements demonstrate that CPNPC alone possesses, or has reasonable assurance of obtaining, funds necessary to cover its estimated operating costs during this period.

The assumption of market price is included in Table 1.3-4. CPNPC requests that Table 1.3-4 be withheld from public disclosure, as described in the Section 2.390 Affidavits provided in Part 0 of this COLA. Redacted versions of these documents, suitable for public disclosure, are contained in Attachment 2.

CPNPC will sell the generation output from Comanche Peak 3 & and 4 in the ERCOT wholesale power markets. The projected income statements for the first five years of operation show that anticipated revenues from sales of energy from the planned capacity of CPNPP 3 & and 4 provide assurance that CPNPC will have an adequate source of funds to support its operating expenses, including support for CPNPP 3 & and 4 on an ongoing basis.

~~The construction period for the project is 116 months per unit, which includes the COLA processing time.~~ The estimate of construction costs and the sources of construction funds for Comanche Peak 3 & and 4 are described in Table 1.3-1b-c (proprietary). The Department of Energy guarantees are an important part of the plan to get capital and debt markets to invest in the project. Construction financing will be provided by the equity sponsors or otherwise arranged by the sponsors (e.g., vendor financing) until the COLA application is approved, at which time the debt market will also be used to finance the construction period.

Tables 1.3-2 and 1.3-3 (both proprietary) provide the operations and maintenance costs for the first five years for CPNPP 3 & and 4. The sources to cover the operating costs will come from the sale of electricity through power purchase agreements.

Mitsubishi Heavy Industries, Ltd.

Mitsubishi Heavy Industries (“MHI”) is a large (~\$40 billion enterprise value), highly rated diversified manufacturing company and a major player in the global nuclear power equipment market. MHI’s Power Systems division, of which nuclear is a part, is the largest division within MHI and represents approximately 30% of MHI’s total revenues and almost 43% of its operating profit. Accordingly, one of MHI’s highest strategic priorities is to establish a strong position in the U.S. nuclear market. MHI is a clear leader in innovating advanced pressurized water reactor (“APWR”) products and constructing APWR plants, with 23-24 completed facilities, ~~one in progress,~~ and two in the licensing stage in Japan. MHI is fully committed to CPNPP 3 & and 4, which is the reference plant for APWR technology in the United States and represents a critical step for MHI in developing and growing its U.S. nuclear business. MHI is not only

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expected to provide technology expertise to the project, but is also expected to invest in the project to demonstrate its strong continued commitment to the project.

Historical and current financial information for MHI is available in annual and quarterly reports filed with the Financial Service Agencies, Japan or in equivalent reports available on MHI's website. The public may read and copy the reports or other information that MHI files with the Financial Service Agencies, Japan at Electric Disclosure for Investors' NET work at <https://info.edinet-fsa.go.jp/E01EW/BLMainController.jsp> and at MHI's website at <http://www.mhi.co.jp/en/>. ~~In the March 31, 2009 Annual Report for Mitsubishi Heavy Industries refer to pages 41-52 for financial statements and management discussion and analysis~~ <http://www.mhi.co.jp/en/finance/finance/index.html>

1.4 Decommissioning Funding Assurance

The applicants certify that prior to initial fuel load they will provide financial assurance for decommissioning based upon the NRC minimum "formula" amount calculated pursuant to 10 CFR 50.75(c). ~~Attachment 1, New Plant Financial Assurance, dated: July 8, 2009, provides the current calculation of the NRC formula amount.~~ This amount will be adjusted annually in accordance with 10 CFR 50.75(b)(2). The applicants' funding proposals to cover those costs in accordance with 10 CFR 50.75 are set forth below.

In accordance with the terms of 10 CFR 50.75(e)(1)(vi), the applicants will provide decommissioning funding assurance for the obligation for decommissioning using the external sinking fund method consistent with provisions of 10 CFR 50.75(e)(1)(ii), with funds accumulated in segregated trusts maintained by CPNPC, except that CPNPC will not ordinarily collect funding from ratepayers. In accordance with the requirements of 10 CFR 50.75(e)(1)(ii), CPNPC will set aside funds periodically, no less frequently than annually, in trust fund accounts segregated from its assets and outside its administrative control and in which the total amount of funds will be sufficient to fund decommissioning at the time permanent cessation of operations is expected. However, the funds periodically set aside are expected to be generated from sales of power. Although CPNPC does not technically qualify to use the sinking fund method as its exclusive mechanism under the provisions of 10 CFR 50.75(e)(1)(ii)(A)&(B), CPNPC plans to set aside funds for decommissioning under the oversight and jurisdiction of the Public Utility Commission of Texas and pursuant to Texas law, which provides that ratepayers would be obligated to fund the total cost of decommissioning in the event that the applicant fails to periodically set aside funds as planned (per Tex. Util. Code Ann. § 39.206 (Vernon 1998 and Supp. 2007)). Thus, if CPNPC does not provide periodic funding from its own revenues, Texas Law would provide for a mechanism for funding decommissioning that does meet the requirements of 10CFR 50.75(e)(1)(ii)(A).

An updated Decommissioning Study and certifications (Attachment 1) are included with this document consistent with the requirements of 10 CFR 50.75(b) and 10 CFR 50.75(e)(3).

1.5 Foreign Ownership or Control

Texas Energy Future Capital Holdings LLC (Texas Energy GP) is the sole general partner of the Texas Energy Future Holdings Limited Partnership (Texas Energy LP), the direct parent of Energy Future Holdings Corp. and the ultimate parent of Luminant Holding Company LLC. Luminant, and thus the indirect parent of the licensee is not owned, controlled, or dominated by

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any alien, foreign corporation, or foreign government. This conclusion is demonstrated by a functional analysis of the governance structure of Texas Energy LP and its investors, consistent with the Commission's Final Standard Review Plan on Foreign Ownership, Control, or Domination, 64 Fed. Reg. 52,355 (Sept. 28, 1999) ("SRP"). ~~Fifteen~~ All of the sixteen individuals who are currently on the EFH Board of Directors are U.S. citizens; ~~the sixteenth is a citizen of South Africa. The participation of one citizen of South Africa as a director of EFH has no material impact on EFH's current compliance with foreign ownership, control, or influence ("FOCI") regulations.~~ Texas Energy LP is a Delaware limited partnership domiciled in the United States.

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As discussed above, the business activities of EFH are controlled by Texas Energy Future Capital Holdings LLC (Texas Energy GP), a Delaware limited liability company domiciled in the United States and the sole general partner of EFH's principal shareholder. Four of the five officers of Texas Energy GP are U.S. citizens. Texas Energy GP is not and will not be controlled by any foreign entities or other foreign persons. The members of Texas Energy GP are business entities domiciled in the United States with the exception of minority membership interests held by two Goldman Funds limited partnerships formed in the Cayman Islands, one Goldman Fund entity formed in Germany, and one KKR Fund entity formed in Guernsey. The Goldman Fund limited partnerships that are formed and domiciled in foreign nations are controlled by their general partners, which in turn are ultimately controlled, directly or indirectly, by Goldman, a Delaware corporation controlled by a majority of U.S. citizen directors. KPE, the KKR Fund entity formed overseas, will own less than 5% of the membership interests of Texas Energy GP. Each one of the Goldman Funds formed overseas owns less than 7% of the membership interests of Texas Energy GP. Examined from a functional perspective, given the overall investment and governance structure of Texas Energy GP, such partial foreign ownership of Texas Energy GP by affiliates of the Controlling Owners does not constitute impermissible foreign ownership, control, or domination of Luminant.¹

In addition to such minority, non-controlling direct foreign investments in Texas Energy GP, various foreign entities and other foreign persons have invested in Texas Energy GP indirectly by participating as passive co-investors in the KKR Funds, TPG Funds, Goldman Funds, ~~and Lehman Entities~~. Such indirect foreign investors hold passive, non-controlling interests in those investment funds.

Finally, the participation in the ownership of CPNPC by MHI-NNA, is a minority non-controlling interest and does not constitute impermissible foreign ownership, control, or domination of Luminant's¹ controlling ownership (88%) of CPNPC. ~~No negation action plan is necessary, because MHI and/or MHI-NNA are~~ is not able to exercise control or domination over CPNPC or its corporate parents based on the Comanche Peak Nuclear Power Plant Units 3 and 4 Negation Action Plan, dated 12/15/2010 (See COLA Part 11). MHI has appointed two of the four Managers of CPNPC, both of whom are citizens of Japan. However, these two members only have authority to vote in accordance with MHI's 12% interest in CPNPC. The controlling 88% is voted by the two Managers, including the Chairman, appointed by entities controlled by Luminant, and both of these Managers are citizens of the United States. These Managers are identified in Table 1.2-15. In addition, some of the officers of CPNPC identified in Table 1.2-16 are citizens of Japan affiliated with MHI. However, these officers report to and act under the control of the Chairman and Development Manager of CPNPC, who are both citizens of the United States and affiliated with Luminant. The corporate governance of CPNPC is established pursuant to the Amended and Restated Limited Liability Company Agreement of Comanche Peak Nuclear Power Company LLC, which has been revised to incorporate provisions consistent with the CPNPP Units 3 and 4 Negation Action Plan.

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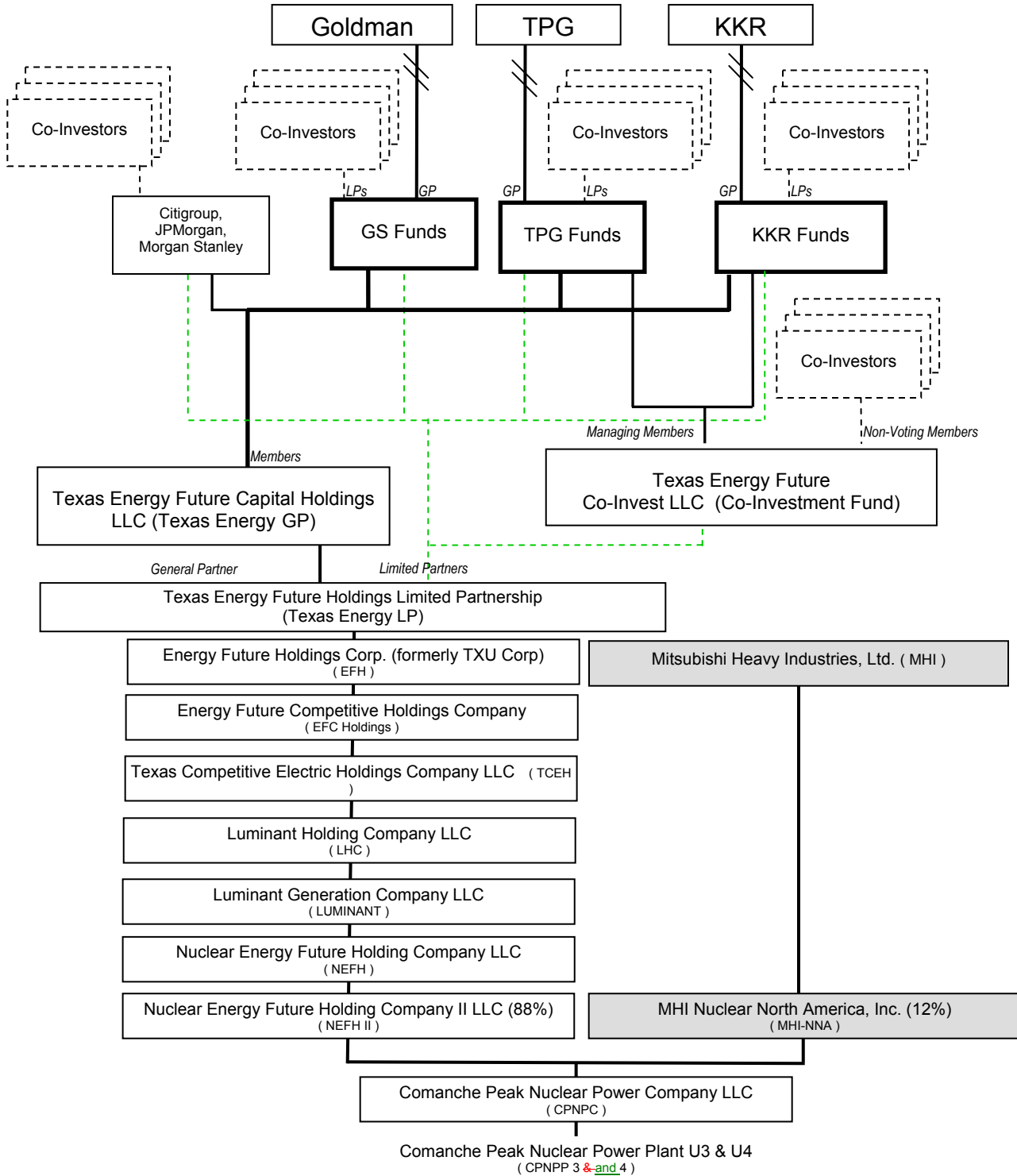
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¹ See SRP § 3.2, 64 Fed. Reg. at 52,358 (“An applicant that is partially owned by a foreign entity, for example, partial ownership of 50% or greater, may still be eligible for a license if certain conditions are imposed, such as requiring that officers and employees of the applicant responsible for special nuclear material must be U.S. citizens.”); SRP § 4.2, 64 Fed. Reg. at 52,359 (information to be considered includes “whether any foreign interest controls, or is in a position to control the election, appointment, or tenure of any of the applicant’s directors, officers, or executive personnel”).

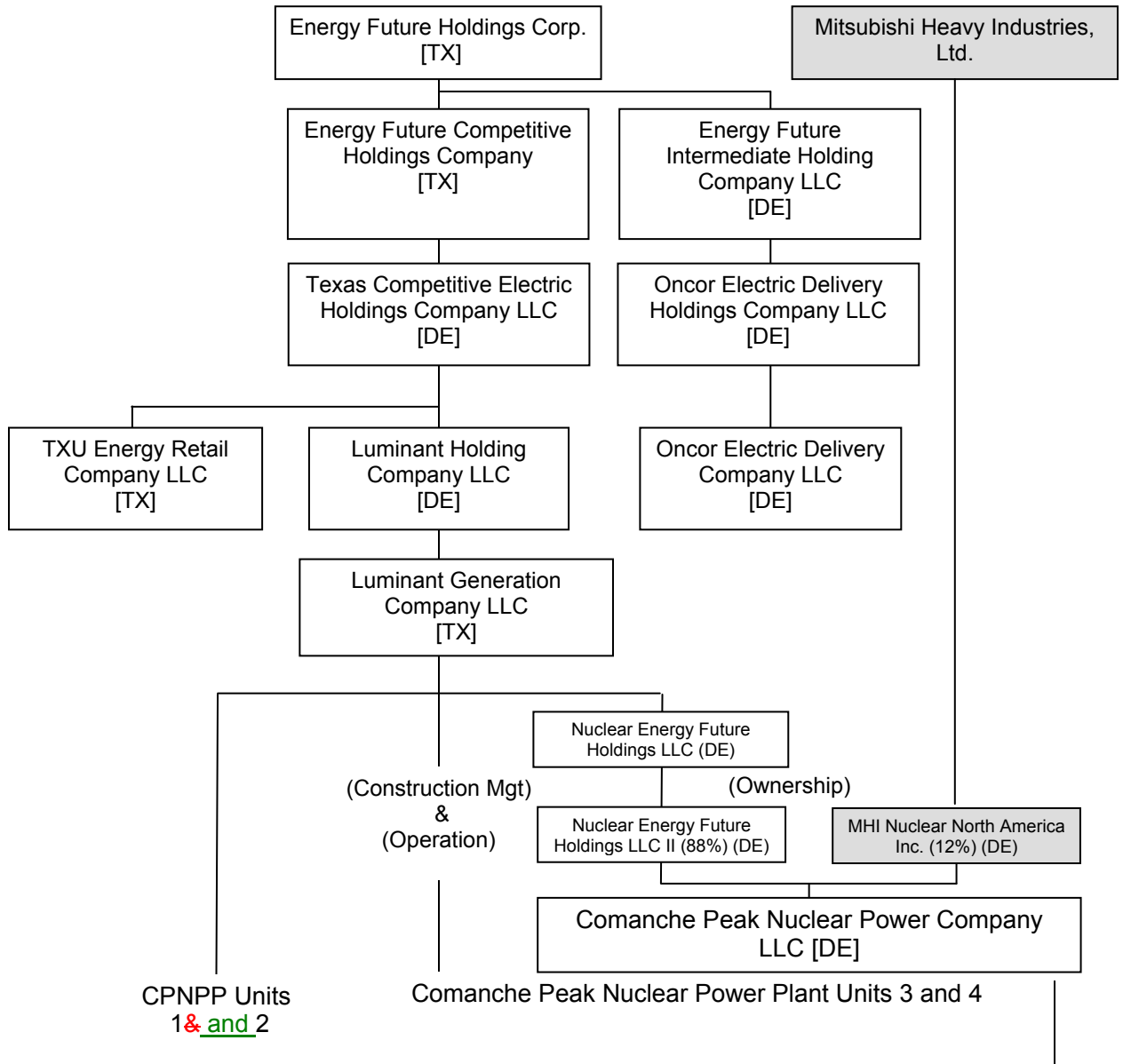
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**FIGURE 1.2-1
Simplified Ownership Diagram**



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**FIGURE 1.2-2
Simplified Corporate Structure Diagram**



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Table 1.2-1
Energy Future Holdings Corp. (EFH) - Board of Directors

| Directors | Position | US Citizen |
|----------------------|--|--|
| Donald L. Evans | Non-Executive Chairman | Yes |
| Arcilia C. Acosta | Director | Yes |
| David Bonderman | Director | Yes |
| Frederick M. Goltz | Director | Yes |
| James R. Huffines | Director | Yes |
| Scott Lebovitz | Director | Yes |
| Jeffrey Liaw | Director | Yes |
| Marc S. Lipschultz | Director | Yes |
| Michael MacDougall | Director | Yes |
| Lyndon L. Olson, Jr. | Director | Yes |
| Kenneth Pontarelli | Director | Yes |
| William K. Reilly | Director | Yes |
| Jonathan D. Smidt | Director | Citizen of South Africa and U. S. Resident <u>Yes</u> |
| John F. Young | Director, President and CEO of Energy Future Holdings Corp | Yes |
| Thomas D. Ferguson | Director | Yes |
| Kneeland Youngblood | Director | Yes |

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**Table 1.2-2
EFH - Executive Officers**

| Officer | Position | Citizenship |
|--------------------------------|---|--------------------|
| John F. Young | President and Chief Executive Officer, EFH | USA |
| Mike S. Greene | Vice Chairman, EFH | USA |
| <u>Joel D. Kaplan</u> | <u>Executive VP</u> | <u>USA</u> |
| Paul M. Keglevic | Executive VP and Chief Financial Officer, EFH | USA |
| <u>Richard J. Landy</u> | <u>Executive VP</u> | <u>USA</u> |
| Robert C. Walters | Executive VP and General Counsel, EFH | USA |
| M. Rizwan Chand | Executive VP, Human Resources, EFH | USA |
| David A. Campbell | President and Chief Executive, Luminant | USA |
| James A. Burke | Chief Executive Officer, TXU Energy | USA |
| Mark A. McFarland | Executive VP, EFH, and Chief Commercial Officer, Luminant | USA |
| Michael R. Blevins | Acting Chief Operating Officer, Luminant | USA |
| <u>Anthony R. Horton</u> | <u>Senior VP, Treasurer and Assistant Secretary</u> | <u>USA</u> |
| <u>Stanley J. Szlauderbach</u> | <u>Senior VP and Controller</u> | <u>USA</u> |
| <u>Lisa M. Winston</u> | <u>Senior VP, Associate General Counsel and Secretary</u> | <u>USA</u> |
| <u>Carla A. Howard</u> | <u>VP and General Tax Counsel</u> | <u>USA</u> |
| <u>Brock M. Degeyter</u> | <u>Assistant Secretary</u> | <u>USA</u> |
| <u>Betty R. Fleshman</u> | <u>Assistant Secretary</u> | <u>USA</u> |

**Table 1.2-3
Energy Future Competitive Holdings Company - Directors**

| <u>Officer</u> | <u>Position</u> | <u>Citizenship</u> |
|---------------------------|------------------------|---------------------------|
| <u>John F. Young</u> | <u>Director, Chair</u> | <u>USA</u> |
| <u>Frederick M. Goltz</u> | <u>Director</u> | <u>USA</u> |
| <u>Paul M. Keglevic</u> | <u>Director</u> | <u>USA</u> |
| <u>Scott Lebovitz</u> | <u>Director</u> | <u>USA</u> |

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Michael MacDougall Director USA

Table 1.2-34
Texas ~~Electric~~ Competitive Electric Holdings (TCEH) - Board of Managers

| Managers | Position | Citizenship |
|-------------------------|-----------------------|--------------------|
| Frederic M. Goltz | Manager | USA |
| <u>Paul M. Keglevic</u> | <u>Manager</u> | <u>USA</u> |
| Scott Lebovitz | Manager | USA |
| Michael MacDougall | Manager | USA |
| <u>John F. Young</u> | <u>Manager, Chair</u> | <u>USA</u> |

Table 1.2-45
Luminant Holding Company (LHC) - Board of Managers

| Managers | Position | Citizenship |
|-------------------------------|---|--------------------|
| David A. Campbell | Manager, Chairman of the Board | USA |
| Frederic M. Goltz | Manager | USA |
| Scott Lebovitz | Manager | USA |
| Michael MacDougall | Manager | USA |
| Richard Meserve | Manager, Chairman of the Nuclear Committee | USA |
| John F. Young | Manager | USA |

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Table 1.2-~~56~~6
Luminant Generation Company LLC (Luminant) - Board of Managers

| Managers | Position | Citizenship |
|-------------------|--------------------------------|--------------------|
| David A. Campbell | Manager, Chairman of the Board | USA |
| Paul Kegelevic | Manager | USA |

Table 1.2-~~67~~7
Luminant - Officers

| Officer | Position | Citizenship |
|-------------------------------|--|--------------------|
| David A. Campbell | President and Chief Executive, Luminant | USA |
| Michael R. Blevins | Executive VP and (Acting) Chief Operating Officer | USA |
| <u>Charles R. Enze</u> | <u>Executive VP and Chief Exec Officer of Construction</u> | <u>USA</u> |
| Mark A. McFarland | Executive VP and Chief Commercial Officer | USA |
| <u>Michael E. Williams</u> | <u>Chief Fossil Officer</u> | <u>USA</u> |
| M. Rizwan Chand | Executive VP | USA |
| Rafael Flores | Senior VP and Chief Nuclear Officer | USA |
| David D. Faranetta | Senior VP and Chief Financial Officer | USA |
| William A. Moore | General Counsel, Chief Legal Officer | USA |
| Richard R. Federwisch | Senior VP | USA |
| Robert C. Frenzel | Senior VP | USA |
| Shawn Glacken | Senior VP | USA |
| Stephen J. Kopenitz | Senior VP | USA |
| Stanley J. Szlauderbach | Senior VP | USA |
| Stephen G. Horn | Vice President | USA |
| <u>Bradley C. Jones</u> | <u>Vice President</u> | <u>USA</u> |
| <u>Robert J. Lidster</u> | <u>Vice President</u> | <u>CANADA</u> |
| Mitchell L. Lucas | Vice President | USA |
| <u>Thomas Oney</u> | <u>Vice President</u> | <u>USA</u> |
| Gerry L. Pearson | Vice President | USA |
| Patrick Williams | Vice President | USA |
| Gary L. Moor | Secretary | USA |

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| | | |
|-------------------------------|--------------------------------|----------------|
| Anthony R. Horton | Treasurer | USA |
| <u>Brock M. Degeyter</u> | <u>Assistant Secretary</u> | <u>USA</u> |
| <u>Kristopher E. Moldovan</u> | <u>Assistant Treasurer</u> | <u>USA</u> |
| <u>Kevin M. Ashby</u> | <u>Tax Signing Officer</u> | <u>USA</u> |
| Betty R. Fleshman | Assistant Secretary | USA |
| Michael B. Davis | Assistant Treasurer | USA |
| Carla A. Howard | Tax Signing Officer | USA |
| David A. Sigler | Tax Signing Officer | USA |

Table 1.2-78
Nuclear Energy Future Holdings LLC (NEFH) – Board of Managers

| Managers | Position | Citizenship |
|-------------------|--------------------------------|--------------------|
| David A. Campbell | Manager, Chairman of the Board | USA |
| Charles R. Enze | Manager | USA |
| Paul M. Keglevic | Manager | USA |
| Mark A. McFarland | Manager | USA |

Table 1.2-89
NEFH – Officers

| Officer | Position | Citizenship |
|--------------------------------|---|--------------------|
| David A. Campbell | President and Chief Executive, Luminant | USA |
| Michael R. Blevins | Executive VP and (Acting) Chief Operating Officer | USA |
| Mark A. McFarland | Executive VP and Chief Commercial Officer | USA |
| M. Rizwan Chand | Executive VP | USA |
| Rafael Flores | Senior VP and Chief Operating <u>Nuclear</u> Officer | USA |
| David D. Faranetta | Senior VP and Chief Financial Officer | USA |
| William A. Moore | General Counsel, Chief Legal Officer | USA |
| Robert C. Frenzel | Senior VP | USA |
| Shawn Glacken | Senior VP | USA |
| Stephen J. Kopenitz | Senior VP | USA |

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| | | |
|--------------------------------|--------------------------------|----------------|
| Stanley J. Szlauderbach | Senior VP | USA |
| Mitchell L. Lucas | Vice President | USA |
| <u>Brock M. Degeyter</u> | <u>Secretary</u> | <u>USA</u> |
| Brett Wiggs | Vice President | USA |
| Jared S. Richardson | Secretary | USA |
| Anthony R. Horton | Treasurer | USA |
| Betty R. Fleshman | Assistant Secretary | USA |
| <u>Kristopher E. Moldovan</u> | <u>Assistant Treasurer</u> | <u>USA</u> |
| <u>Kevin M. Ashby</u> | <u>Tax Signing Officer</u> | <u>USA</u> |
| Michael B. Davis | Assistant Treasurer | USA |
| Carla A. Howard | Tax Signing Officer | USA |
| David A. Sigler | Tax Signing Officer | USA |

Table 1.2-~~9~~10
Nuclear Energy Future Holdings II LLC (NEFH II) – Board of Managers

| Managers | Position | Citizenship |
|-------------------|--------------------------------|--------------------|
| David A. Campbell | Manager, Chairman of the Board | USA |
| Charles R. Enze | Manager | USA |
| Paul M. Keglevic | Manager | USA |
| Mark A. McFarland | Manager | USA |

Table 1.2-~~10~~11
NEFH II –Officers

| Officer | Position | Citizenship |
|-------------------------------|---|--------------------|
| David A. Campbell | President and Chief Executive, Luminant | USA |
| Michael R. Blevins | Executive VP and (Acting) Chief Operating Officer | USA |
| Mark A. McFarland | Executive VP and Chief Commercial Officer | USA |
| M. Rizwan Chand | Executive VP | USA |
| Rafael Flores | Senior VP and Chief Operating <u>Nuclear</u> Officer | USA |
| David D. Faranetta | Senior VP and Chief Financial Officer | USA |

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| | | |
|--------------------------------|---|----------------|
| William A. Moore | General Counsel, Chief Legal Officer | USA |
| Robert C. Frenzel | Senior VP | USA |
| Shawn Glacken | Senior VP | USA |
| Stephen J. Kopenitz | Senior VP | USA |
| Stanley J. Szlauderbach | Senior VP | USA |
| Mitchell L. Lucas | Vice President | USA |
| <u>Brock M. Degeyter</u> | <u>Secretary</u> | <u>USA</u> |
| Brett Wiggs | Vice President | USA |
| Jared S. Richardson | Secretary | USA |
| Anthony R. Horton | Treasurer | USA |
| Betty R. Fleshman | Assistant Secretary | USA |
| <u>Kristopher E. Moldovan</u> | <u>Assistant Treasurer</u> | <u>USA</u> |
| <u>Kevin M. Ashby</u> | <u>Tax Signing Officer</u> | <u>USA</u> |
| Michael B. Davis | Assistant Treasurer | USA |
| Carla A. Howard | Tax Signing Officer | USA |
| David A. Sigler | Tax Signing Officer | USA |

Table 1.2-~~4112~~
Mitsubishi Heavy Industries, Ltd, (MHI) - Board of Directors as of July 1, 2010

| Director | Position | Citizenship |
|------------------------------|--------------------------------------|--------------------|
| Kazuo Tsukuda | <u>Chairman</u> Director | Japan |
| Hideaki Omiya | <u>President</u> Director | Japan |
| Hideo Egawa | Director | Japan |
| Ichiro Fukue | Director | Japan |
| Hiroshi Kan | Director | Japan |
| Sunao Aoki | Director | Japan |
| Katsuhiko Yoshida | Director | Japan |
| Shiro Iijima | Director | Japan |
| Katsuhiko Yasuda | Director | Japan |
| Akira Sawa | Director | Japan |

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| | | |
|---------------------------|------------------------------|------------------|
| Teruaki Kawai | Director | Japan |
| Shunichi Miyanaga | Director | Japan |
| Yoshiaki Tsukuda | Director | Japan |
| Fumio Wakisaka | Director | Japan |
| Ken Watabe | Director | Japan |
| <u>Yujiro Kawamoto</u> | <u>Director</u> | <u>Japan</u> |
| <u>Hisashi Hara</u> | <u>Director</u> | <u>Japan</u> |
| <u>Makoto Shintani</u> | <u>Director</u> | <u>Japan</u> |
| <u>Takishi Abe</u> | <u>Director</u> | <u>Japan</u> |
| <u>Akira Hishikawa</u> | <u>Director</u> | <u>Japan</u> |
| Kiyonobu Toma | Director | Japan |
| Mikio Sasaki | Outside Directors | Japan |
| Akihiro Wada | Outside Directors | Japan |
| <u>Yoshihiko Kojima</u> | <u>Outside Director</u> | <u>Japan</u> |
| Yoshihiro Sakamoto | Outside Directors | Japan |

Table 1.2-~~12~~13
MHI – Officers as of July 1, 2010

| Officer | Position | Citizenship |
|-------------------------|-------------------------------------|--------------------|
| Hideaki Omiya | President | Japan |
| Ichiro Fukue | Senior Executive Vice President | Japan |
| Hiroshi Kan | Senior Executive Vice President | Japan |
| Sunao Aoki | Senior Executive Vice President | Japan |
| Shiro Iijima | Executive Vice President | Japan |
| Katsuhiko Yasuda | Executive Vice President | Japan |
| Akira Sawa | Executive Vice President | Japan |
| Teruaki Kawai | Executive Vice President | Japan |

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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| | | |
|---------------------|---------------------------------|--------------|
| Shunichi Miyanaga | Executive Vice President | Japan |
| Yoshiaki Tsukuda | Executive Vice President | Japan |
| <u>Hisashi Hara</u> | <u>Executive Vice President</u> | <u>Japan</u> |
| Yujiro Kawamoto | Executive Vice President | Japan |

**Table 1.2-~~13~~14
MHI Nuclear North America, Inc. (MHI-NNA) – Directors**

| Director | Position | Citizenship |
|-----------------|-----------------|--------------------|
| Terumasa Onaka | Director | Japan |

**Table 1.2-~~14~~15
MHI-NNA – Officers**

| Officer | Position | Citizenship |
|---|-----------------|--------------------|
| Terumasa Onaka | President | Japan |
| Saiki Hiroshi <u>Hirohiko Ishikawa</u> | Secretary | Japan |

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Table 1.2-~~15~~16
Comanche Peak Nuclear Power Company LLC (CPNPC) – Board of Managers

| Managers | Position | Citizenship |
|-------------------|--------------------------------|--------------------|
| Mark A. McFarland | Manager, Chairman of the Board | USA |
| Mike R. Blevins | Manager | USA |
| Masahiko Kaneda | Manager | Japan |
| Terumasa Onaka | Manager | Japan |

Table 1.2-~~16~~17
CPNPC - Officers

| Officer | Position | Citizenship |
|--------------------------------|---|--------------------|
| M. A. McFarland | President and Chief Executive | USA |
| Michael R. Blevins | Executive VP and Chief Operating Officer | USA |
| Terumasa Onaka | Executive Vice President for Japanese Finance | Japan |
| Masahiko Kaneda | Executive Vice President for US-APWR Engineering | Japan |
| Noriyuki Kuwata | Executive Officer for Japanese Finance | Japan |
| David D. Faranetta | Senior VP and Chief Financial Officer | USA |
| <u>Robert C. Frenzel</u> | <u>Senior VP</u> | <u>USA</u> |
| Shawn Glacken | Senior Vice President | USA |
| Stanley J. Szlauderbach | Senior Vice President | USA |
| Yoshinobu Shibata | Senior Vice President for Japanese Finance | Japan |
| Frank P. Gillespie | Senior Vice President for US-APWR Engineering | USA |
| Rafael Flores | Senior Vice President and Chief Nuclear Officer | USA |
| Mitch Lucas | Vice President | USA |
| <u>Brock M. Degeyter</u> | <u>Secretary</u> | <u>USA</u> |
| Brett Wiggs | Vice President and Development Manager | USA |
| Tony R. Horton | Treasurer | USA |
| Jared S. Richardson | Secretary | USA |
| Michael B. Davis | Assistant Treasurer | USA |
| Betty R. Fleshman | Assistant Secretary | USA |

Comanche Peak Nuclear Power Plant, Units 3 ~~&~~ and 4
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Robert Baker

Assistant Treasurer

USA

Carla A. Howard

Tax Signing Officer

USA

~~David A. Sigler~~

~~Tax Signing Officer~~

~~USA~~

Comanche Peak Nuclear Power Plant, Units 3 & 4
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Table 1.2-~~17~~-18
Trade and News Publications

Hood County News –

Editor, Roger Enlow editor@hcnews.com

Publisher, Jerry Tidwell jtidwell@hcnews.com

Glen Rose Reporter - Editor and Publisher, Dan McCarty 254-897-2282

Glen Rose Newspaper - Publisher/Editor, Billie Jones editor@glenrosenewspaper.com 254-897-GLEN (4536)

Associated Press - Mike Graczyk 281-872-8900 281-872-9988 mgraczyk@ap.org

Wall St. Journal - Thaddeus Herrick 713-547-9211 713-547-9228 thaddeus.herrick@wsj.com

Reuters -

Eileen O'Grady 713-210-8522 Cell: 646-281-6074 Eileen.ogrady@reuters.com

Eileen Moustakis - 646-223-6074 cell: 646-223-6079 Eileen.Moustakis@reuters.com

Dow Jones

Michael Rieke – 713-227-5440 201-938-2061

Kisten McNamara 713-547-9234 kristen.mcnamara@dowjones.com

Nuc Net - John Shepherd 011-41-58-286-6111 011-41-58-286-6845 editors@worldnuclear.org

Nucleonics Week

Jenny Weil - 202-383-2170 202-383-2163 jenny_weil@platts.com

Elaine Hiruo 202-383-2125 elaine_hiruo@platts.com

Nuclear News - Rick Michal 708-579-8244 708-352-6464 rmichal@ans.org

Nuclear Plant Journal - Newal Agnihotri 630-858-6161 Jolinda Capello 630-858-8787 jolinda@goinfo.com

Nuclear Engineering Internat'l - David Flin 011-44-20-8269-7772 011-44-20-8269-7804 dflin@wilmington.co.uk

NEI -

Scott Peterson 202-739-8044 jsp@nei.org

Steve Kerekes 202-739-8073 sck@nei.org

Thelma Wiggins 202-739-8046 tlw@nei.org
202-785-4113

Power Engineering - Douglas J. Smith, Senior Editor 918-831-9851 douglas@pennwell.com

KXAS-TV (NBC) Ch. 5 Stephen Wright, News Assignment Manager, 817-654-6325, Stephen.wright@nbcuni.com

WBAP 820-AM Radio Lance Liquez, Reporter, 817-695-0853, 817-312-5976

Comanche Peak Nuclear Power Plant, Units 3 & 4
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ATTACHMENT 1
Decommissioning Study for Units 3 & 4

The ~~following reports the calculation of the formula amount as of July 08, 2009 decommissioning study~~ for each of the two nuclear-powered generating plants designated as CPNPP Units 3 and 4 ~~were~~, calculated in accordance with the provisions of 10 CFR 50.75(c) and the guidance provided in NUREG-1307, Rev. 12. The Applicants will annually adjust the minimum formula amount calculation in accordance with 10 CFR 50.75(b)(2).

The Applicants hereby certify that, no later than 30 days after the Commission publishes a notice in the *Federal Register* under 10 CFR 52.103(a), they will provide decommissioning funding assurance using the methods in accordance with 10 CFR 50.75(e)(1), as described in COLA Part 1, Section 1.4, or as otherwise permitted by 10 CFR 50.75(e)(1) after having provided prior written notice to the NRC Staff of any proposed change(s) in the method of providing decommissioning funding assurance. They further certify that they will provide such funding assurance in amounts not less than the formula amount calculation.

Taking into account credit for projected earnings on trust fund balances and annual contributions using a two percent real rate of return, as permitted by 10 CFR 50.75(e)(ii), the annual funding for each plant would be expected to be in the range of \$9,000,000 per unit in current year dollars. The actual annual contributions by the applicants will be established in connection with proceedings to be conducted by the Public Utility Commission of Texas.

In addition, both two years and one year before the scheduled date of initial loading of fuel, and consistent the schedule required by 10 CFR 50.75(e)(3), the Applicants will submit a report updating this certification and the information provided in this report, as well as copies of the form(s) of financial instrument(s) to be used in providing financial assurance for decommissioning), e.g., a decommissioning trust agreement for an external sinking fund.

Comanche Peak Nuclear Power Plant, Units 3 & 4
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ATTACHMENT 2
Financial Report Links

EFH, EFC Holdings, TCEH and MHI provide the following information consistent with 10 CFR 50.33(f), 10CFR 50 App C, and NUREG-15777, Rev. 1 to demonstrate that Luminant, and specifically, CPNPC individually and collectively possess or have reasonable assurance of obtaining the funds necessary to cover estimated construction costs and related fuel cycle costs.

Historical financial information for EFH and its subsidiaries is available in annual (SEC Form 10-K), quarterly (SEC Form 10-Q) and current (SEC Form 8-K) reports filed with the Securities and Exchange Commission (SEC). The public may read and copy any reports or other information that EFH files with the SEC at its Public Reference Room at 100 F Street, NE., Washington, D.C. 20549 and EFH's website at www.energyfutureholdings.com. EFH reports are also available to the public without charge from the website maintained by the SEC at www.sec.gov and EFH's website at www.energyfutureholdings.com.

Financial information filed with the SEC for EFH and its subsidiaries and MHI reporting of its financial information for itself and its subsidiaries supports the conclusion that these companies possess or have reasonable assurance of being able to obtain, funds sufficient for the construction and operation of two units at the Comanche Peak site based on the US-APWR technology.

EFH 10-K December 31, 2008

<http://phx.corporate-ir.net/phoenix.zhtml?c=102498&p=irol-SECText&TEXT=aHR0cDovL2NjYm4uMTBrd2I6YXJkLmNvbS94bWwvZmlsaW5nLnhtbD9yZXBvPXRlbmsmaXBhZ2U9NjE4NTcwOSZhdHRhY2g9T04mc1hCUkw9MQ%3d%3d>

EFCH 10-K December 31, 2008

<http://phx.corporate-ir.net/phoenix.zhtml?c=102498&p=irol-SECText&TEXT=aHR0cDovL2NjYm4uMTBrd2I6YXJkLmNvbS94bWwvZmlsaW5nLnhtbD9yZXBvPXRlbmsmaXBhZ2U9NjE4NTcwOSZhdHRhY2g9T04mc1hCUkw9MQ%3d%3d>

TCEH 10K December 31, 2008

http://www.energyfutureholdings.com/pdf/Texas_Competitive_Electric_Holdings_Company_LLC_December_31_2008%20Financials.pdf

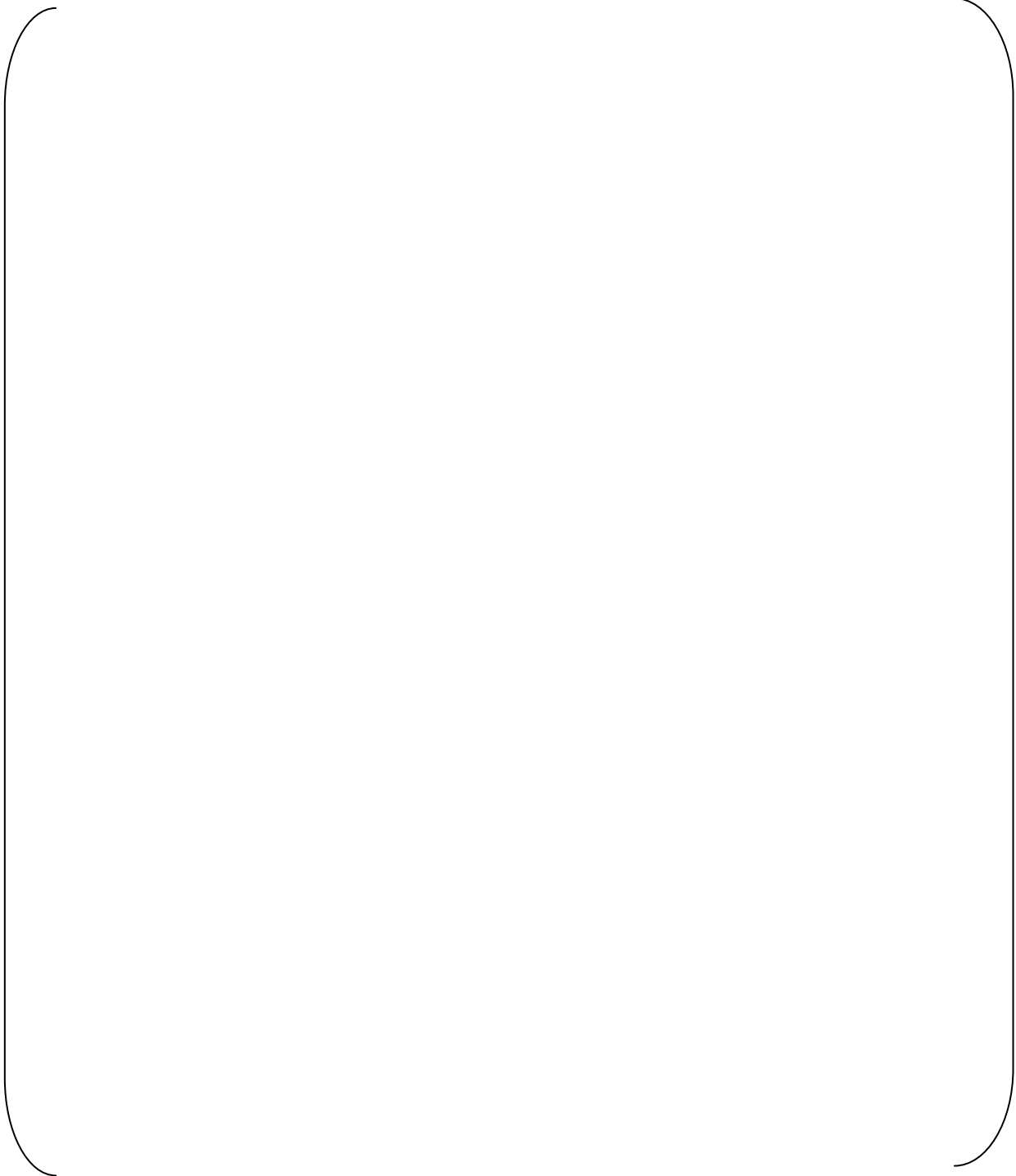
MHI Annual Report March 31, 20092010

http://www.mhi.co.jp/en/finance/library/annual/pdf/annual_2010.pdf
http://www.mhi.co.jp/en/finance/library/contents/pdf/annual_2009.pdf

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1a
Summary of Project Financial Plans**



**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1b
Comanche Peak Unit 3 and Unit 4 Financials
Estimate of Construction Costs ~~Rev. 1~~
Combined Units 3 & and 4**

**Table 1.3-1c
Comanche Peak Unit 3 and Unit 4 Financials
Sources and Uses of Funds ~~Rev. 1~~ – Construction
Combined Units 3 & and 4**

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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The image shows two large, empty rectangular boxes side-by-side. Each box has a solid black border and a horizontal dashed line near the top, suggesting a header or separator line. The boxes are completely blank, indicating that the content has been redacted. The boxes are enclosed in large, thin, curved brackets on the left and right sides.

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1d
Basis for Estimate of Construction Costs (Sheet 1 of 4)**

RCOL1
_11-23-
09

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1d
Basis for Estimate of Construction Costs (Sheet 2 of 4)**

RCOL
1_11-
23-09

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1d
Basis for Estimate of Construction Costs (Sheet 3 of 4)**

RCOL
1_11-
23-09

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-1d
Basis for Estimate of Construction Costs (Sheet 4 of 4)**

RCOL1
11-23-09

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-3
Comanche Peak Unit 3 and Unit 4 Financials, Rev-1
Combined, Unit 3 and Unit 4
Plant Performance**

The table area is a large rectangle with a solid black top and bottom border. The right side is defined by a dashed vertical line. The interior of the rectangle is filled with horizontal dotted lines, suggesting that the content of the table has been redacted or withheld from public disclosure.

**Withheld from Public Disclosure Under 10 CFR 2.390(a)(4)
(Proprietary)**

**Comanche Peak Nuclear Power Plant, Units 3 & 4
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**Table 1.3-4
Comanche Peak Unit 3 and Unit 4 Financials, ~~Rev 1~~
Market Price Projection**

The market price projection for the Pro forma was:

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