



Global Nuclear Fuel

A Joint Venture of GE, Toshiba, & Hitachi

Global Nuclear Fuel

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~~Security-Related, Proprietary, and Personally Identifiable Information Notice~~

This letter forwards sensitive security-related, proprietary, and personally identifiable information which is requested to be withheld from public disclosure in accordance with 10 CFR 2.390. Upon removal of Enclosures 1, 2, 3, 4, 5, and 6, the balance of this letter may be made public.

SPM 12-011

Docket No. 70-1113
License No. SNM-1097

June 22, 2012

ATTN: Document Control Desk
Director, Division of Security Operations
Office of Nuclear Security and Incident Response
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555-0001

Subject: GNF-A Submittal of FOCI Information Update

- Reference:
- 1) Letter, S. P. Murray (GNF-A) to U.S. NRC, Director, Division of Security Operations, "GNF-A Submittal of FOCI Information Update", September 9, 2011.
 - 2) Letter, L. M. Quintana (GE) to U.S. NRC, Director, Division of Nuclear Security, "GE / GNF-A Request for Review of FOCI Information in Support of Facility Security Clearance for Wilmington, NC, Facility", October 13, 2006.
 - 3) Letter, L. M. Quintana (GE) to U.S. NRC, Director, Division of Nuclear Security, "Letter of Intent to Adopt Security-Related Resolutions & Nondisclosure Certificates, TAC No. L32602", February 23, 2007.

This submits, on behalf of Global Nuclear Fuel-Americas, LLC (GNF-A) and its parent organizations, Global Nuclear Fuel Holding Co., LLC (GNF-H) and Global Nuclear Fuel, LLC (GNF), an update to foreign ownership, control, or influence (FOCI) information in accordance with 10 CFR 95.17(a)(1) and 95.19(c). The most recent previous FOCI information update by GNF-A was submitted via Reference 1.

As previously communicated to the NRC (see Reference 2), GNF-A is part of a joint venture (a) in which General Electric Company (GE) is an ultimate parent and the beneficial owner of controlling interests and (b) with two (2) other ultimate parents and minority owners who are both foreign interests. Enclosure 1 herewith provides an updated Standard Form 328, *Certificate Pertaining to Foreign Interests*, for each of GNF-A and GNF-H. Included in the SF-328 information for GNF-H is information regarding GNF, the joint venture entity that acts as manager of GNF-H. Included with each updated SF-328 are supporting Schedules providing additional information responding to the questions asked in the SF-328. (Refer to Schedule 1B of either enclosed SF-328 for a diagram of the relationships among the GNF-A-related legal

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entities.) Changes in the supporting Schedules for each SF-328 relative to the information in the corresponding SF-328 schedules provided via Reference 2 are indicated by italic font and a vertical bar in the right-hand margin.

Enclosure 2 herewith provides updated unaudited financial statements for the most recent fiscal year, 2011, for GNF-A and GNF-H, signed by the respective chief financial officers for GNF-A and GNF. Enclosure 3 herewith provides a description of changes to the GNF-A, GNF-H, and GNF Operating Agreements, and Enclosure 4 herewith provides copies of board resolutions adopted consistent with Reference 3. Enclosure 5 herewith provides updated Lists of Owners, Officers, Directors, and Executive Personnel (OODEP) for GNF-A and GNF-H / GNF.

Finally, Enclosure 6 herewith provides information regarding Representative for Foreign Interest ("RFI") Statements for GNF personnel (a) with security clearances and (b) serving in management positions in foreign interests which are part of the joint venture which includes GNF-H, GNF, and GNF-A.

GE (CAGE Code 24446), the ultimate parent with controlling interest in GNF-A and GNF-H / GNF, was most recently advised by the U.S. Department of Defense (DOD) on August 1, 2006, that its review of GE FOCI information was favorable and that GE was eligible to maintain its corporate facility security clearance. A copy of the DOD letter was previously provided to Mr. J. Keith Everly of the NRC staff (see Reference 2). Additional supporting information, e.g., SEC 10K report, most recent proxy statement, annual report, etc., for GE is available via the GE corporate web site at http://www.ge.com/investors/financial_reporting/index.html.

The Operating Agreements for GNF-A, GNF-H, and GNF, provided previously as, respectively, Enclosures 6, 4, and 5 of Reference 2, are included in this FOCI information update by reference. (Refer also to related information in Enclosure 3 herewith.)

In brief, the enclosed updated FOCI information for GNF-A and GNF-H / GNF reflects the following notable albeit minor differences relative to information previously provided in References 1 and 2:

- (a) Changes in the minority ownership and voting interests of the two (2) Japanese corporation minority ultimate parents which did not affect the controlling majority ownership and voting interest of cleared U.S. ultimate parent GE,
- (b) Financials-related data based on the year 2011 (vs. 2005 in Reference 2),
- (c) Changes in the personnel who occupy key management positions described in the responses to certain of the SF-328 questions and in the OODEP lists, and
- (d) Editorial corrections and updates, e.g., individuals' titles, etc.

GNF-A and GNF believe these changes, individually and collectively, should not adversely affect the prior favorable FOCI determinations for GNF-A and GNF because the changes do not (i) result in a reduction in the control exercised by U.S. citizens in the operations and management of GNF-A and GNF-H / GNF, (ii) result in additional SF 328 certification questions answered Yes relative to SF-328 certifications previously submitted by GNF-A and GNF-H / GNF which formed the bases for prior favorable determinations, or (iii) introduce new foreign ownership and controlling influence concerns associated with operations or management of GNF-A and GNF-H / GNF.

~~GNF-A Security-Related, Proprietary and Personally Identifiable Information~~
~~Withhold from Public Disclosure in accordance with 10 CFR 2.390 and RIS 2005-31~~

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In summary, GNF-A and GNF believe that none of GNF-A, GNF-H, or GNF is subject to undue foreign ownership, control, or influence in any material way.

Please note that Enclosures 1, 2, 3, 4, 5, and 6 herewith contain sensitive unclassified non-safeguards security-related information, personally identifiable information, and other, proprietary and confidential information, all of which GNF-A and GNF maintain in confidence and withhold from public disclosure. The affidavits contained in Enclosures 7 and 8 herewith identify that such other information contained in Enclosures 1, 2, 3, 4, 5, and 6 herewith has been handled and designated as proprietary and confidential by GNF-A and GNF. GNF-A and GNF hereby request that all sensitive information in Enclosures 1, 2, 3, 4, 5, and 6 be withheld from public disclosure in accordance with the provisions of 10 CFR 2.390 and 9.17. Per request of NRC staff, such other proprietary and confidential information enclosed herewith has been labeled "Proprietary Information" to correspond to labeling practices of personnel reviewing this submittal.

Please contact Mr. Louis M. Quintana at 910-819-6616 or me at (910) 819-5950 if you have any questions regarding this FOCI information or would like to discuss this matter further.

Sincerely,



Scott P. Murray, Manager
Licensing & Liabilities

Commitments: No commitments have been made by GNF-A in this letter.

Enclosures:

1. SF-328 Certifications for GNF-A and GNF-H/GNF (*GNF-A Security-Related and Proprietary Information*)
2. Financial Statements for GNF-A and GNF-H (*GNF-A Proprietary Information*)
3. Changes to GNF-A, GNF-H, and GNF Operating Agreements (*GNF-A Proprietary Information*)
4. GNF-A and GNF Board Resolutions, (*GNF-A Security-Related and Proprietary Information*)
5. Lists of Owners, Officers, Directors, and Executive Personnel (*GNF-A Security-Related, Proprietary, and Personally Identifiable Information*)
6. Representative for Foreign Interest (RFI) Statements (*GNF-A Security-Related, Proprietary Information, and Personally Identifiable Information*)
7. Affidavit for GNF-A, dated June 22, 2012.
8. Affidavit for GNF, dated June 22, 2012.

~~**GNF-A Security-Related, Proprietary and Personally Identifiable Information
Withhold from Public Disclosure in accordance with 10 CFR 2.390 and RIS 2005-31**~~

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cc: M.N. Baker (NRC-NMSS)
J. K. Everly (NRC-NSIR)*
C. B. Hollman (DOE)*
SPM-12-011*
*with Enclosures 1, 2, 3, 4, 5, 6, 7 and 8.