



**Luminant**

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CP-201201424  
TXX-12181

10 CFR 50.80  
10 CFR 2.390

November 26, 2012

U.S. Nuclear Regulatory Commission  
Attention: Document Control Desk  
Director, Office of Nuclear Reactor Regulation  
Washington, DC 20555

**SUBJECT:** Comanche Peak Nuclear Power Plant (CPNPP) and Independent Spent Fuel Storage Installation (ISFSI), Docket Nos. 50-445, 50-446, 72-74  
Additional Information Regarding Application for Order Approving Indirect and Internal Transfer of Licenses (CPNPP Unit 1 Operating License (NPF-87) and CPNPP Unit 2 Operating License (NPF-89)) (TAC NOS. ME9767 and ME9768)

**REFERENCE:** 1. Luminant Power Letter logged TXX-12149 from Rafael Flores to the NRC dated October 11, 2012, Application for Order Approving Indirect and Internal Transfer of Licenses (CPNPP Unit 1 Operating License (NPF-87) and CPNPP Unit 2 Operating License (NPF-89))

Dear Sir or Madam:

Luminant Generation Company LLC ("Luminant Power"), acting on behalf of Energy Future Holdings Corp. ("EFH"), Energy Future Competitive Holdings Company ("EFCH"), Texas Competitive Electric Holdings Company LLC, and Luminant Holding Company LLC, hereby submits additional information in connection with the indirect transfer of licenses requested in Reference 1.

As a result of discussions with the NRC staff on November 15, 2012, Luminant Power is providing historical financial information in Enclosure 1.

The requested information includes proprietary, separately bound Enclosure 1 (Proprietary), which contains confidential commercial or financial information. Luminant Power, EFH, EFCH, Texas Competitive Electric Holdings Company LLC, and Luminant Holding Company LLC request that Enclosure 1 (Proprietary) be withheld from public disclosure pursuant to 10 CFR 9.17(a)(4) and the policy reflected in 10 CFR 2.390(a)(4), as described in the Affidavit of Fred W. Madden, which is provided in Enclosure 1 to the Application. A non-proprietary version of Enclosure 1 (Non-Proprietary) suitable for public disclosure is provided in the Application.

A member of the STARS Alliance

Callaway · Comanche Peak · Diablo Canyon · Palo Verde · San Onofre · South Texas Project · Wolf Creek

ADD1  
NM5526  
NRR  
NM55

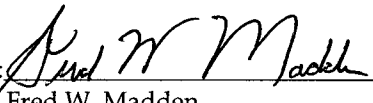
If the NRC requires additional information concerning the enclosed application, please contact Fred Madden, Director Oversight and Regulatory Affairs, Luminant Power, tel: (224) 897-8601 and email: Fred.Madden@luminant.com.

This letter contains no new licensing basis commitments regarding Comanche Peak Nuclear Power Plant Units 1 and 2.

Sincerely,

Luminant Generation Company LLC

Rafael Flores

By:   
Fred W. Madden  
Director, Oversight and Regulatory Affairs

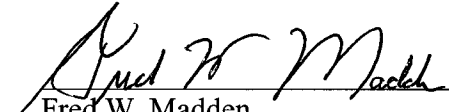
Affirmation  
Affidavit  
Enclosure 1

c - w/o proprietary Enclosure except \* (paper copy)  
E. J. Leeds, Director, Office of Nuclear Reactor Regulation  
E. E. Collins, Region IV  
\* B. K. Singal, NRR  
Resident Inspectors, Comanche Peak

Affirmation

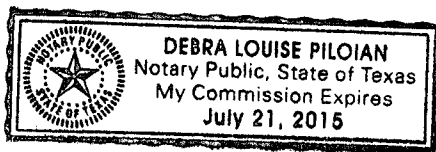
I, Fred W. Madden, being duly sworn, state that I am the Director, Oversight and Regulatory Affairs for Comanche Peak Nuclear Power Plant, Luminant Generation Company LLC ("Luminant Power"), that I am authorized to sign and file this Application with the Nuclear Regulatory Commission on behalf of Luminant Power and its affiliates, and that the statements made and the matters set forth herein pertaining to Luminant Power and its affiliates are true and correct to the best of my knowledge, information, and belief.

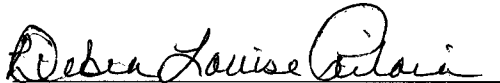
Luminant Generation Company LLC

  
Fred W. Madden  
Director, Oversight and Regulatory Affairs

STATE OF Texas  
COUNTY OF Somervell

Subscribed and sworn to before me, a Notary Public, in and for the County and State above named, this 26th day of November 2012.



  
My Commission Expires: 7-21-15

## 10 CFR 2.390

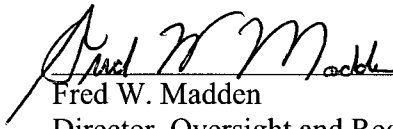
### AFFIDAVIT OF FRED W. MADDEN

I, Fred W. Madden, Director, Oversight and Regulatory Affairs state that:

1. I am authorized to execute this affidavit on behalf of Luminant Generation Company LLC ("Luminant Power") and its affiliates.
2. Luminant Power is providing information in support of its "Application for Order Approving Indirect Transfer of Licenses." The Proprietary Version of Enclosure 1 being provided in this submittal contain financial pro forma statements related to revenues from sales of energy and capacity from Comanche Peak Nuclear Power Plant (CPNPP) and confidential information regarding anticipated assets, liabilities and capital structure at the time of transfer. These documents constitute proprietary commercial and financial information that should be held in confidence by the NRC pursuant to the policy reflected in 10 CFR 2.390(a)(4) and 9.17(a)(4), because:
  - a. This information is and has been held in confidence by Luminant Power and its affiliates.
  - b. This information is of a type that is held in confidence by Luminant Power and its affiliates, and there is a rational basis for doing so because the information contains sensitive financial competitive information concerning Luminant Power affiliates' anticipated revenues and operating expenses.
  - c. This information is being transmitted to the NRC in confidence.
  - d. This information is not available in public sources and could not be gathered readily from other publicly available information.
  - e. Public disclosure of this information would create substantial harm to the competitive position of Luminant Power by disclosing its internal financial pro forma statements and the commercial terms of a unique transaction to other parties whose commercial interests may be adverse to those of Luminant Power.

3. Accordingly, Luminant Power requests that the designated documents be withheld from public disclosure pursuant to the policy reflected in 10 CFR 2.390(a)(4) and 9.17(a)(4).

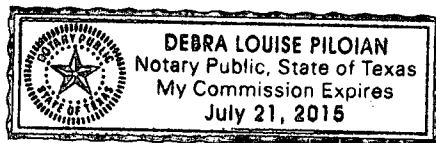
Luminant Generation Company LLC

  
Fred W. Madden  
Director, Oversight and Regulatory Affairs

STATE OF Texas

COUNTY OF Somervell

Subscribed and sworn to me, a Notary Public, in and for the County and State above named, this 26th day of November 2012.



  
My Commission Expires: 7-21-15

## Comanche Peak Units

\$ millions, unless noted

	2011 A	YTD Sept. 2012A
<b>INCOME STATEMENT<sup>1</sup></b>		
Revenues		
Fuel & Purchased Power		
<b>Gross Margin</b>		
Operations & Maintenance Expense		
Luminant Allocated Overhead		
Property Taxes		
Other Income / (Expense)		
<b>EBITDA</b>		
Depreciation & Amortization		
<b>EBIT</b>		
Interest Expense		
Interest Income & Special Projects		
<b>EBT</b>		
Tax Expense <sup>2</sup>		
<b>Net Income</b>		
<b>Fixed O&amp;M Expense Detail</b>		
Base O&M		
Outage O&M		
Special Project O&M		
Total O&M		
<b>CASH FLOW STATEMENT<sup>1</sup></b>		
Net Income		
Depreciation & Amortization		
Deferred Taxes <sup>2</sup>		
Change in Working Capital		
<b>Operating Cash Flow</b>		
Nuclear Fuel Capital Expenditures		
Other Existing Asset Capital Expenditures		
<b>Free Cash Flow Before Environmental Retrofit Program<sup>3</sup></b>		
Environmental retrofit capital expenditures <sup>4</sup>		
<b>Free Cash Flow</b>		

<sup>1</sup> Financial Statements represent a management reporting view and are consistent with projections

<sup>2</sup> EFH Corp. files a consolidated federal income tax return, and therefore, Luminant Holding, Luminant, and Comanche Peak are disregarded entities for federal income tax purposes.

EFH Corp. deferred income taxes are allocated to Luminant Holding, Luminant, and Comanche Peak consistent with management reporting view

<sup>3</sup> Excludes environmental retrofit capital expenditures detailed below

<sup>4</sup> Environmental retrofit capital expenditures related to upgrading emissions control equipment at existing Luminant Holdings coal units

## Comanche Peak Units

\$ millions, unless noted

		YTD Sept.	
		2011 A	2012A
<b>COMPOSITION OF REVENUE PROJECTIONS</b>			
<b>Capacity (End of Year)</b>			
Coal - merchant	[MW]		
Coal - contract	[MW]		
Nuclear	[MW]		
<b>Total</b>	<b>[MW]</b>		
<b>Nuclear Capacity Factor</b>			
	[%]		
<b>Production, net of auxilliary load</b>			
Coal - merchant	[TWh]		
Coal - contract	[TWh]		
Nuclear	[TWh]		
<b>Total</b>	<b>[TWh]</b>		
<b>Pricing Assumptions</b>			
Settled gas price (HSC)	[\$ / MMBtu]		
Realized heat rate	[MMBtu / MWh]		
Realized power price	[\$ / MWh]		
<b>Commodity Exposure - Natural Gas</b>			
Nuclear plant exposure	[Million MMBtu]		
Forward power sales (Alcoa)	[Million MMBtu]		
Natural gas hedges allocated	[Million MMBtu]		
Net natural gas exposure	[Million MMBtu]		
Sensitivity to +/- \$1 move	[\$ MM]		
<b>Commodity Exposure - Heat Rate</b>			
Nuclear plant exposure	[TWh]		
Forward power sales	[TWh]		
Net heat rate exposure	[TWh]		
Sensitivity to +/- 0.25X HR change	[\$ MM]		
<b>Revenue summary</b>			
Nuclear plant revenues	[\$ MM]		
Other deregulated revenues	[\$ MM]		
Regulated revenues	[\$ MM]		
Intercompany eliminations	[\$ MM]		
<b>Total</b>	<b>[\$ MM]</b>		

# Luminant Power

\$ millions, unless noted

	2011 A	YTD Sept. 2012A
<b>INCOME STATEMENT<sup>1</sup></b>		
Revenues		
Fuel & Purchased Power		
<b>Gross Margin</b>		
Operations & Maintenance Expense		
Luminant Allocated Overhead		
Property Taxes		
Other Income / (Expense)		
<b>EBITDA</b>		
Depreciation & Amortization		
<b>EBIT</b>		
Interest Expense		
Interest Income & Special Projects		
<b>EBT</b>		
Tax Expense <sup>2</sup>		
<b>Net Income</b>		
<b>CASH FLOW STATEMENT<sup>1</sup></b>		
Net Income		
Depreciation & Amortization		
Deferred Taxes <sup>2</sup>		
Change in Working Capital		
<b>Operating Cash Flow</b>		
Existing Asset Capital Expenditures (including nuclear fuel)		
<b>Free Cash Flow Before Environmental Retrofit Program<sup>3</sup></b>		
Environmental retrofit capital expenditures <sup>4</sup>		
<b>Free Cash Flow</b>		

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<sup>3</sup> Excludes environmental retrofit capital expenditures detailed below

<sup>4</sup> Environmental retrofit capital expenditures related to upgrading emissions control equipment at existing Luminant Holdings coal units



# Luminant Power

\$ millions, unless noted

## COMPOSITION OF REVENUE PROJECTIONS

### Capacity (End of Year)

Coal - merchant	[MW]
Coal - contract	[MW]
Nuclear	[MW]
<b>Total</b>	<b>[MW]</b>

### Production, net of auxilliary load

Coal - merchant	[TWh]
Coal - contract	[TWh]
Nuclear	[TWh]
<b>Total</b>	<b>[TWh]</b>

### Pricing Assumptions

Settled gas price (HSC)	[\$ / MMBtu]
Realized heat rate	[MMBtu / MWh]
Realized power price	[\$ / MWh]

### Commodity Exposure - Natural Gas

Coal & nuclear plant exposure	[Million MMBtu]
Forward power sales (Alcoa)	[Million MMBtu]
Natural gas hedges allocated	[Million MMBtu]
Net natural gas exposure	[Million MMBtu]
Sensitivity to +/- \$1 move	[\$ MM]

### Commodity Exposure - Heat Rate

Coal & nuclear plant exposure	[TWh]
Forward power sales	[TWh]
Net heat rate exposure	[TWh]
Sensitivity to +/- 0.25X HR change	[\$ MM]

### Revenue summary

Coal, gas & nuclear plant revenues	[\$ MM]
Other deregulated revenues	[\$ MM]
Regulated revenues	[\$ MM]
Intercompany eliminations	[\$ MM]
<b>Total</b>	<b>[\$ MM]</b>

	YTD Sept.
2011 A	2012A

## Luminant Holdings

\$ millions, unless noted

	2011 A	YTD Sept. 2012A
<b>INCOME STATEMENT<sup>1</sup></b>		
Revenues		
Fuel & Purchased Power		
<b>Gross Margin</b>		
Operations & Maintenance Expense		
General & Administrative		
Other Income / (Expense)		
<b>EBITDA</b>		
Depreciation & Amortization		
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<b>CASH FLOW STATEMENT<sup>1</sup></b>		
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## Luminant Holdings

\$ millions, unless noted

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<b>COMPOSITION OF REVENUE PROJECTIONS</b>			
<b>Capacity (End of Year)</b>			
Coal - merchant	[MW]		
Coal - contract	[MW]		
Nuclear	[MW]		
<b>Total</b>	<b>[MW]</b>		
<b>Production, net of auxilliary load</b>			
Coal - merchant	[TWh]		
Coal - contract	[TWh]		
Nuclear	[TWh]		
<b>Total</b>	<b>[TWh]</b>		
<b>Pricing Assumptions</b>			
Settled gas price (HSC)	[\$ / MMBtu]		
Realized heat rate	[MMBtu / MWh]		
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<b>Commodity Exposure - Natural Gas</b>			
Coal & nuclear plant exposure	[Million MMBtu]		
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Coal & nuclear plant revenues	[\$ MM]		
Other deregulated revenues	[\$ MM]		
Regulated revenues	[\$ MM]		
Intercompany eliminations	[\$ MM]		
<b>Total</b>	<b>[\$ MM]</b>		