



Luminant

Rafael Flores
Senior Vice President &
Chief Nuclear Officer
rafael.flores@luminant.com

Luminant Power
P O Box 1002
6322 North FM 56
Glen Rose, TX 76043

T 254.897.5590
F 254.897.6652
C 817.559.0403

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Ref. # 10 CFR 52

August 1, 2013

U. S. Nuclear Regulatory Commission
Document Control Desk
Washington, DC 20555
ATTN: David B. Matthews, Director
Division of New Reactor Licensing

SUBJECT: COMANCHE PEAK NUCLEAR POWER PLANT, UNITS 3 AND 4
DOCKET NUMBERS 52-034 AND 52-035
COMBINED LICENSE APPLICATION PART 1, UPDATE TRACKING REPORT
REVISION 0

REFERENCE: Letter, B. Singal to R. Flores, "Order Approving Indirect Transfer Regarding the Proposed Energy Future Holdings Corporate Internal Restructuring (TAC Nos. ME9767 and ME9768) (Proprietary)," dated February 25, 2013

Dear Sir:

Luminant Generation Company LLC (Luminant) submits herein Update Tracking Report (UTR) Revision 0 for Part 1 of the Combined License Application (COLA) for Comanche Peak Nuclear Power Plant Units 3 and 4 (CPNPP 3 and 4), Revision 3. The UTR only reflects a corporate restructuring.

CPNPP 1 and 2 requested a license amendment to reflect an Energy Futures Holdings Corporation restructuring, which was approved by the NRC in the referenced letter. This CPNPP 3 and 4 letter revises COLA Part 1 to reflect the same restructuring. Luminant intends to provide additional revisions to COLA Part 1 (editorial changes, clarifications, and updates) to support resolution of foreign ownership, control, or domination issues in sufficient time to meet the NRC Phase 4 or Phase 6 review schedule (ML11213A100). Because this corporate restructuring was approved for CPNPP 1 and 2, Luminant does not anticipate that additional review of the same restructuring will be required for CPNPP 3 and 4.

There are no commitments in this letter. Should you have any questions regarding the UTR, please contact Don Woodlan (254-897-6887, Donald.Woodlan@luminant.com) or me.

I state under penalty of perjury that the foregoing is true and correct. Executed on August 1, 2013.

Sincerely,

Luminant Generation Company LLC


Rafael Flores *for*

*DOYO
NRO*

Attachment: COL Application Part 1 Administrative and Financial Information Revision 3,
Update Tracking Report Revision 0

Electronic distribution w/attachment:

Rafael.Flores@luminant.com
jeffry.simmons@luminant.com
Stephanie.Moore@energyfutureholdings.com
Ken.Peters@luminant.com
Robert.Bird@luminant.com
Allan.Koenig@luminant.com
Eric.Evans@luminant.com
Robert.Reible@luminant.com
donald.woodlan@luminant.com
John.Conly@luminant.com
Janice.Caldwell@luminant.com
David.Beshear@txu.com
Fred.Madden@luminant.com
Debra.Gilliam@luminant.com
Brad.Watson@luminant.com
Mark.Clark@luminant.com
NuBuild Licensing files
sfrantz@morganlewis.com
jrund@morganlewis.com
tmatthews@morganlewis.com
tomo_imamura@mhi.co.jp
masahiko_morino@mhi.co.jp
kano_saito@mhi.co.jp
shigemitsu_suzuki@mhi.co.jp
yoshiki_ogata@mnes-us.com
Luminant Records Management (.pdf files only)

masanori_onozuka@mnes-us.com
greg_rolfson@mnes-us.com
joseph_tapia@mnes-us.com
michael_melton@mnes-us.com
michael_tschiltz@mnes-us.com
atsushi_kumaki@mnes-us.com
yukako_hill@mnes-us.com
nicholas_kellenberger@mnes-us.com
ryan_sprengel@mnes-us.com
molly_spalding@mnes-us.com
rjb@nei.org
kra@nei.org
michael.takacs@nrc.gov
cp34update@certrec.com
David.Matthews@nrc.gov
Balwant.Singal@nrc.gov
Stephen.Monarque@nrc.gov
jeff.ciocco@nrc.gov
john.kramer@nrc.gov
Rayo.Kumana@nrc.gov
Frank.Akstulewicz@nrc.gov
ComanchePeakCOL.Resource@nrc.gov
Sujata.Goetz@nrc.gov
Art.Howell@nrc.gov
Samuel.Lee@nrc.gov
Jennifer.Dixon-Herrity@nrc.gov

August 1, 2013

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

Part 1

Administrative and Financial Information

Revision 3

Update Tracking Report

Revision 0

Revision History

Revision	Date	Update Description
-	6/28/2012	COLA Revision 3 Transmittal See Luminant Letter no. TXNB-12023 Date 6/28/2012
0	08/1/2013	Updated Sections: 1.0, 1.2

Tracking Report Revision List

Change ID No.	Section	FSAR Rev. 3 Page	Reason for change	Change Summary	Rev. of FSAR T/R
CTS-01540	List of Tables Table 1.2-3, 1.2-4, 1.2-5, 1.2-8, 1.2-10	4	Consistency with corporate change	Updated names to complete legal name of organization	0
CTS-01540	List of Abbreviations	7	Consistency with corporate change	Updated names to complete legal name of organization	0
CTS-01540	1.0	8	Remove statement on "no revision bars"	Deleted first paragraph.	0
CTS-01540	1.2.1	11	Organization change	Changed Corporate address.	0
CTS-01540	1.2.1	11	Organization change and editorial	Changed EFC Holdings from Texas Corporation to Delaware LLC. Added "in which" in 3 rd paragraph.	0
CTS-01540	1.2.1	11	Organization changes	Changed Corporate address.	0

Change ID No.	Section	FSAR Rev. 3 Page	Reason for change	Change Summary	Rev. of FSAR T/R
CTS-01540	1.2.2	14	Organization update and editorial	Changed the address. Added "and" between MHI and MHI Nuclear North America.	0
CTS-01540	Figure 1.2-1	22	Corporate change	Updated name of Energy Future Competitive Holdings Company LLC	0
CTS-01540	Figure 1.2-2	23	Corporate change	Updated name of Energy Future Competitive Holdings Company LLC	0

*Page numbers for the attached marked-up pages may differ from the revision 3 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.

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List of Abbreviations

EFH	Energy Future Holdings Corp.	
EFC Holdings	Energy Future Competitive Holdings Corp <u>Company LLC</u> (wholly-owned subsidiary of EFH)	CTS-01540
TCEH	Texas Competitive Electric Holdings <u>Company LLC</u> (wholly-owned subsidiary of EFC Holdings)	CTS-01540
LHC	Luminant Holding Company <u>LLC</u> (wholly-owned subsidiary of TCEH)	CTS-01540
Luminant	Luminant Generation Company <u>LLC</u> (wholly-owned subsidiary of LHC)	CTS-01540
NEFH	Nuclear Energy Future Holdings <u>Company LLC</u> (wholly-owned subsidiary of Luminant)	CTS-01540
NEFH II	Nuclear Energy Future Holdings <u>Company II LLC</u> (wholly-owned subsidiary of NEFH)	CTS-01540
CPNPC	Comanche Peak Nuclear Power Company LLC (88% owned by Luminant member, NEFH II and 12 % owned by MHI member, NH MHI-NNA)	CTS-01540
MHI	Mitsubishi Heavy Industries, Ltd.	
MHI-NNA	MHI Nuclear North America, Inc. (wholly-owned subsidiary of MHI)	
CPNPP 3 and 4	Comanche Peak Nuclear Power Plant Units 3 and 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	

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

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.~~

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01540

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

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

Comanche Peak Nuclear Power Company LLC
~~Lincoln Plaza, 40th Floor~~ Energy Plaza
~~500 North Akard Street~~ 1601 Bryan Street
Dallas, TX 75201-3411

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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~~ Delaware limited-liability company ~~corporation~~ and its wholly-owned subsidiary, Texas Competitive Electric Holdings Company LLC (TCEH), which is also a Delaware limited-liability company.

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

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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, 44th Floor~~ Energy Plaza
~~500 North Akard Street~~ 1601 Bryan Street
Dallas, TX 75201-3411

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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 Goldman Sachs & Co. ("Goldman"). Texas Energy LP and Texas Energy GP are owned but not

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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, Luminant, NEFH and NEFH II are shown below:

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

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

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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 and 4.

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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~~ MHI-NNA are shown below:

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

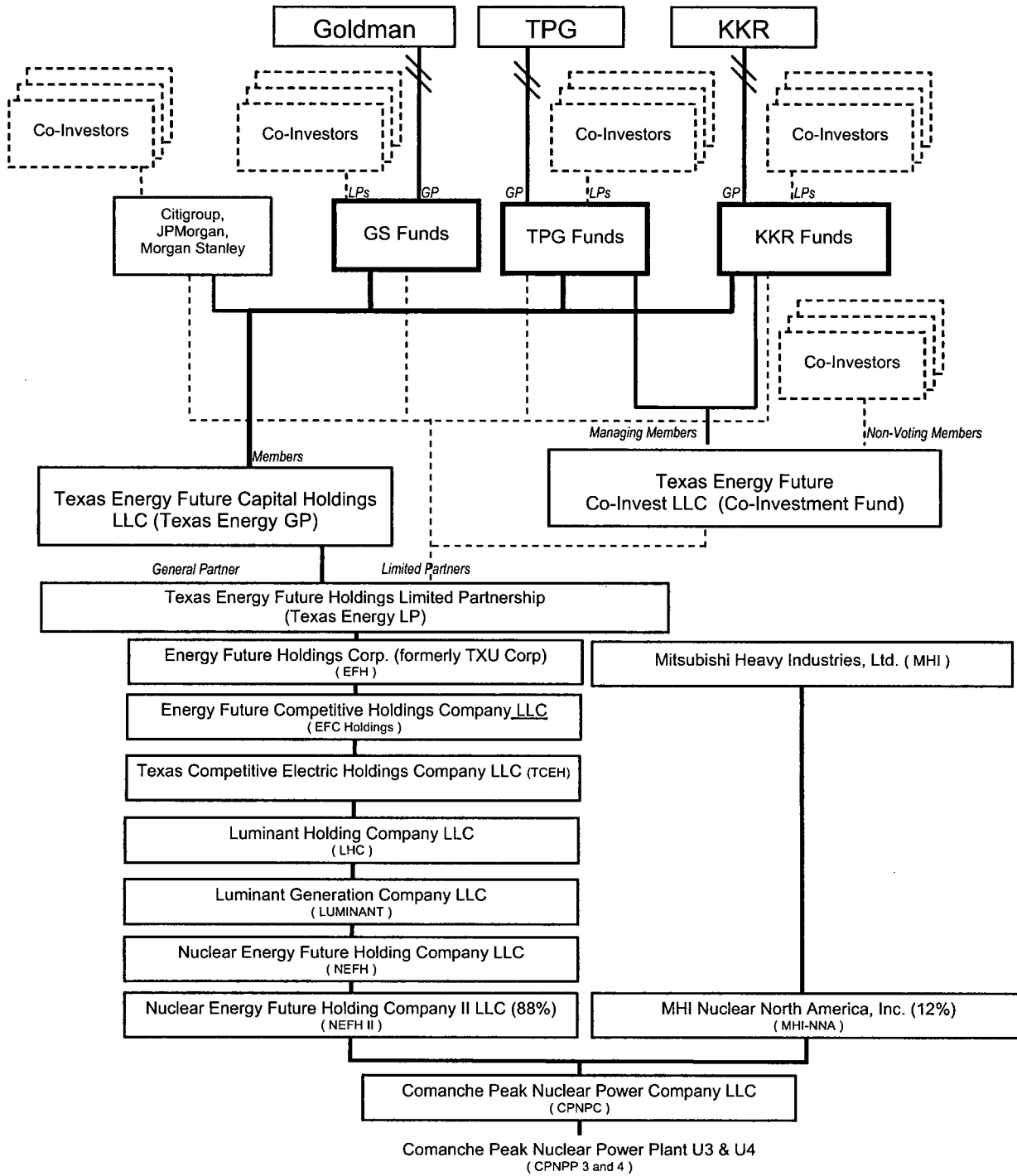
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and

MHI Nuclear North America, Inc.
1001 19th Street North
Arlington, VA
22209

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**FIGURE 1.2-1
Simplified Ownership Diagram**



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**Comanche Peak Nuclear Power Plant, Units 3 and 4
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**FIGURE 1.2-2
Simplified Corporate Structure Diagram**

