

January 28, 2014

Heraeus Noblelight Fusion UV, Inc.
ATTN: Darrin Leonhardt, RSO
910 Clopper Road
Gaithersburg, MD 20878

SUBJECT: REQUEST FOR ADDITIONAL INFORMATION

Dear Mr. Leonhardt:

This correspondence is in further reference to your letter dated May 3, 2013 [ML13127A061] concerning your request to amend U.S. Nuclear Regulatory Commission (NRC) Exempt-Distribution Materials License No. 19-23798-01E for the purpose of changing the name from Fusion UV Systems, Inc. to Heraeus Noblelight Fusion UV Inc.

We issued a Request for Additional Information (RAI), dated June 11, 2013 [ML13162A620], in which we asked you to review the guidance provided in NUREG-1556, Volume 15, pertaining to changes of control and determine whether the name change should be considered a change of control.

You provided a response dated September 9, 2013 [ML13267A471] to our RAI. However, we still do not have sufficient information regarding the details of the transaction that resulted in what appears to be a change of control. In your response you described two separate transactions. The first transaction was described as a cash sale transaction where Spectris plc, Fusion UV's parent company, sold Fusion UV to Heraeus Holding GmbH. You indicated that you have limited information about the details of the sale transaction. You should be able to obtain details of the transaction from your current parent company. The second transaction was described as the merger of Fusion UV and Heraeus Noblelight Group, both wholly owned subsidiaries of Heraeus Holding GmbH. Your description indicates that Fusion UV is requesting a name change because of this second transaction. You apparently base your conclusion that there has been no transfer of control on the fact that there are no changes in Fusion UV's management or individuals responsible for its radiation program, products, or methods of production.

Based on Spectris' annual reports, Fusion was just one of over a dozen of its wholly-owned subsidiaries. It appears that Spectris was the ultimate parent company of Fusion UV, but that within Spectris' corporate organization there may have been other intermediary subsidiaries between the two entities.

On December 19, 2012, Spectris issued a press release in which it announced that it was selling Fusion UV to Heraeus Holding GmbH, a German corporation. Spectris completed the sale on January 31, 2013. Heraeus Holding is divided into six business groups, including

Heraeus Noblelight GmbH. According to Heraeus Holding's 2012 Annual Report, Fusion UV was acquired by the Heraeus Noblelight business group, which appears to be the parent company of Heraeus Noblelight LLC, a U.S. company incorporated in Delaware, but located in Buford, GA. In the corporate hierarchy, it appears that Fusion is a direct subsidiary of Heraeus Noblelight LLC. On February 1, 2013, Fusion UV Systems, which is incorporated in the State of Delaware and doing business in Maryland, filed a certificate of amendment in Delaware changing its name to Heraeus Noblelight Fusion UV Inc.; however, the name change was not submitted to the Maryland Department of Taxation and Assessment until May 13, 2013. Based on the above stated facts, it appears that that Spectris' 2013 sale of Fusion UV to Heraeus Holding is an indirect transfer of control requiring NRC consent under 10 CFR 30.34(b) and Section 184 of the Atomic Energy Act of 1954, as amended (AEA).

It does not appear that Fusion UV merged with Heraeus Holding GmbH, but rather that it was acquired by one of Heraeus Holding's subsidiaries. Based on the actual certificate from the State of Delaware it appears that Fusion UV merely initiated a name change that was a direct consequence of the acquisition of its company by Heraeus Holding GmbH. Accordingly, the staff would need to consent to the transfer of control of Fusion UV from Spectris to Heraeus Holding; and if consent is provided amend the license to reflect the name change.

As previously stated, we believe that you should be able to obtain details of the transaction from your current parent company. Please provide these details in your response to this letter.

In your response dated September 9, 2013, you included the information described in Section 5.6 of NUREG-1556, Volume 15, "Consolidated Guidance About Materials Licenses: Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses." However, this information must be provided by the parent company. Please resubmit this information under the signature of an officer of the parent company.

If we do not receive your reply within 30 calendar days from the date of this letter, we will consider your application as having been abandoned by you. This action would be without prejudice to the resubmission of another application with the required information.

In accordance with 10 CFR 2.390 of the NRC's "Agency Rules of Practice and Procedure," a copy of this letter will be available electronically for public inspection in the NRC Public Document Room or from the Publicly Available Records component of NRC's Agencywide Documents Access and Management System (ADAMS). ADAMS is accessible from the NRC Web site at <http://www.nrc.gov/reading-rm/adams.html>.

Any correspondence regarding your amendment application should reference Control Number 581002.

D. Leonhardt

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If you have any questions, please feel free to contact me at (301) 415-5477 or electronic mail:
Richard.Struckmeyer@nrc.gov.

Sincerely,

/RA/

Richard K. Struckmeyer, Health Physicist
Licensing Branch
Division of Materials Safety
and State Agreements
Office of Federal and State Materials
and Environmental Management Programs

Docket No. 030-32547
License No. 19-23798-01E

D Leonhardt

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