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45-25221-01MD

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May 6, 2015

Commercial and R&D Branch
Division of Nuclear Materials Safety
U.S. Nuclear Regulatory Commission, Region I
475 Allendale Road
King of Prussia, PA 19406-1415

Re: Request for Written Consent to Indirect Changes of Control Pursuant to 10 CFR § 30.34(b) – IBA Molecular North America, Inc.
(1) NRC License No. 45-25221-05
(2) NRC License No. 45-25221-01MD

To Whom It May Concern:

IBA Molecular North America, Inc. (“IBA”) hereby requests that the NRC grant written consent to the indirect change of control of the materials licenses listed above. IBA is currently licensed under license (1) above for Kansas City, Missouri, and separately under license (2) for two sites in Morgantown, West Virginia¹, and the Kansas City, Missouri site. These licenses authorize the production and distribution of various radioactive materials, which are primarily distributed to medical use licensees.

Please note that, as stated above, materials license (2) (45-25221-01MD) covers three facilities under NRC jurisdiction: the Morgantown, West Virginia sites, and Kansas City, Missouri. The Kansas City facility is also covered under NRC materials license (1) above (45-25221-05), administered through NRC Region III. As such, duplicate NRC consent requests are being sent to both Region I and Region III offices. We respectfully request that these requests be coordinated between the two Regional offices.

¹ License (2) includes the Kansas City, WVU and Industrial Park sites. The Industrial Park site has ceased operations and radioactive material has been removed. Confirmatory decommissioning surveys are being planned and should be carried out shortly. IBA anticipates that it will then file a license amendment request to remove the Industrial Park site from the license and release the Industrial Park site for unrestricted use. No decommissioning financial assurance has been required for the Industrial Park site.

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The parties to the planned transaction that is the basis for these consent requests intend to close the transaction no later than *July 31, 2015*. Accordingly, we respectfully request that the NRC perform a prompt review of these requests so that the transaction can close in a timely manner.

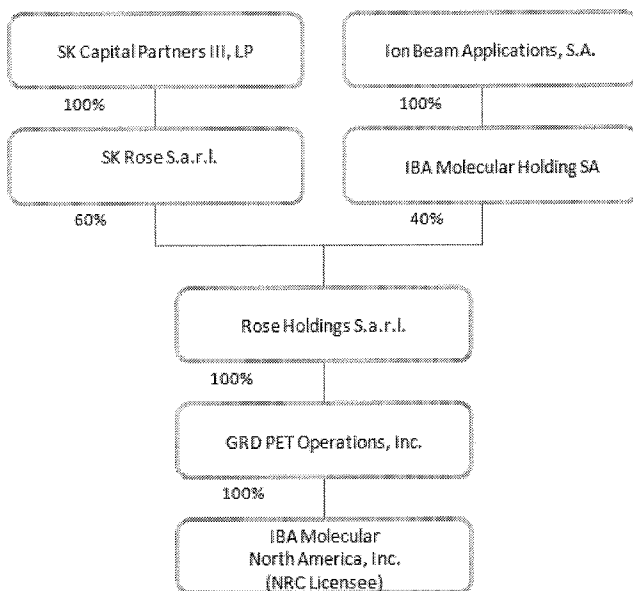
Please find below the information identified in NRC NUREG-1556, Volume 15, Sections 5.1-5.6:

5.1 Description of the Transaction

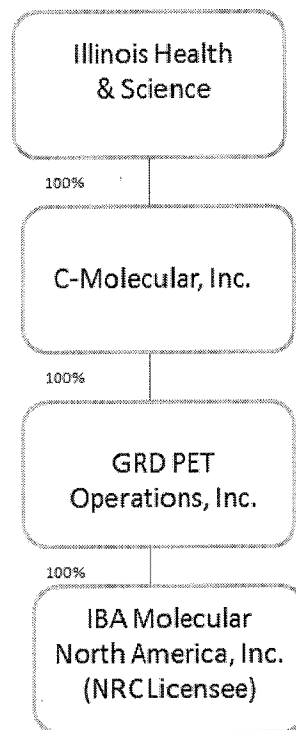
The NRC licensee for both referenced NRC licenses is IBA Molecular North America, Inc. or "IBA," a Virginia corporation. IBA is currently a wholly-owned subsidiary of GRD US PET Operations, Inc. ("GRD"), a Delaware corporation. GRD is a wholly-owned subsidiary of Rose Holdings, S.a.r.l. ("Rose"), a Luxembourg entity. Rose is owned (60%) by SK Rose S.a.r.l. and 40% by IBA Molecular Holding SA. SK Rose S.a.r.l. is wholly owned by SK Capital Partners III, LP. IBA Molecular Holding SA is wholly owned by Ion Beam Applications S.A.

Under the planned transaction, Rose will sell 100% of its equity interest (shares) in GRD to C-Molecular, Inc. ("C-Molecular"), a Delaware corporation, which is wholly-owned by Illinois Health & Science ("IHS"), an Illinois not-for-profit corporation. C-Molecular will wholly own GRD. GRD will continue to wholly own IBA post-closing. IBA will *remain* the NRC licensee under both NRC licenses. The current and planned (post-closing) corporate structures are below:

Current Structure
(As Relevant to NRC Review)



Post-Closing Structure
(As Relevant to NRC Review)



Since the NRC licensee will not change, no administrative, conforming license amendment is required to effectuate the planned transaction.

- C. The licensee contact for IBA is and will be Mr. David Pellicciarini, (424) 206-2480.

5.2 Changes of Personnel

- A. No new individuals having control over licensed activities at any location (*i.e.*, authorized users or authorized nuclear pharmacists) will be added as a result of the planned transaction.
- B. There will be no change in the Radiation Safety Officer (RSO) at any location. The RSO for License No. 45-25221-01MD will remain Mr. David Pellicciarini. The RSO for License No. 45-25221-05 will remain Mr. Todd Heiskell.

5.3 Changes of Location, Equipment or Procedures

- A. No changes are planned at any location in the organization that exercises control over licensed material as a result of the transaction.
- B. There will be no changes in the place of use of licensed materials at any location as a result of the transaction.
- C. There will be no changes to the facilities where licensed materials are used at any location as a result of the transaction.
- D. There will be no changes to the equipment associated with the use of licensed material at any location as a result of the planned transaction.
- E. There will be no changes to procedures associated with the licensed materials at any location as a result of the transaction.
- F. As noted above, there will be no additional authorized users or authorized nuclear pharmacists added to the license or changes to the RSO as a result of this transaction.

5.4 Surveillance Records

- A. All required surveillance activities have been performed, documented and reviewed at each of the locations. The surveillance programs are current and will remain current at the time of the transfers.

5.5 Decommissioning and Related Records Transfers

- A. Since there are no changes to the facilities, equipment, or storage location of records as a result of the transaction, required records will continue to remain available at the sites (*i.e.*, current locations of use).
- B. IBA commits to continue to maintain the applicable records.
- C. Contamination and ambient radiation levels at the referenced facilities are consistent with those expected at operating facilities that produce and distribute the types and quantities of radioactive materials that are handled at these sites. Contamination and ambient radiation levels are in compliance with the regulations and license requirements.²
- D. There will not be any decontamination to prepare the facilities for decommissioning prior to the change of control.
- E. Decommissioning of the Kansas City and WVU sites is not planned at this time, *i.e.*, it is the intent to continue to operate these sites for the foreseeable future following the change of control. Contamination levels, including activation products, are consistent with those expected at facilities that produce and distribute the types and quantities of radioactive materials that are handled at these sites. Contamination and ambient radiation levels are in compliance with

² As noted above, the Industrial Park site in West Virginia, we believe, is free of radioactive material subject to confirmatory surveys to be conducted.

the regulations and license requirements. IBA is knowledgeable of the extent and levels of contamination and applicable decommissioning requirements.

- F. IBA continues to accept full responsibility for decommissioning under both Licenses, including any contaminated facilities and equipment, post-transfer of control.
- G. Operations at the Kansas City and WVU facilities will continue during the transfer process.

5.6 Transferee's Commitment to Abide by the Transferor's Commitments

- A. As the continuing holder of the NRC Licenses, IBA continues to agree to abide by all constraints, license conditions, requirements, representations and commitments identified in and attributed thereto.
- B. At this time there are no open inspection or enforcement issues at any location.

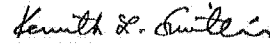
Finally, please note that Illinois Health & Science (IHS), the ultimate parent post-closing, is a "known entity" under NRC guidance. IHS is the parent of Global Isotopes, LLC dba Zevacor Molecular, which holds existing RAM licenses with the NRC (License # 24-32827-01MD) and the Illinois Emergency Management Agency (License # IL-02444-01).

We appreciate your assistance with this transaction. If you have any questions about this request, please contact David Pellicciarini at (424) 206-2480 or David.Pellicciarini@ibamolecular.com.

Sincerely,



David W. Pellicciarini
Vice President, RA/QA/EHS
IBA Molecular North America, Inc.



Kenneth L. Smithmier
President & CEO
Illinois Health & Science