



June 2, 2016

VIA FEDERAL EXPRESS

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Blake D. Welling, Branch Chief
Commercial, Industrial, R&D and Academic Branch
Division of Nuclear Materials Safety
U.S. Nuclear Regulatory Commission, Region I
2100 Renaissance Blvd, Suite 100
King of Prussia, PA 19406-2713

SUBJECT: Completion of Indirect Transfer of Control of Licenses

- 1) License No. 54-28275-01 (Docket No. 03030788)**
- 2) License No. 54-28275-02MD (Docket No. 03030793)**

- Reference:
- 1) Letter to B. Welling, NRC Region I, from R. Wassenaar, Nordion (Canada) Inc. (November 19, 2015)
 - 2) Letter to J. Kavanagh, Nordion (Canada) Inc., from D. Lawyer, NRC, Region I (December 21, 2015)
 - 3) Letter to D. Lawyer, NRC Region I, from R. Wassenaar, Nordion (Canada) Inc. (January 20, 2016)
 - 4) Letter to D. Lawyer, NRC Region I, from R. Beekmans, Nordion (Canada) Inc. (March 18, 2016)
 - 5) Letter to J. Kavanagh, Nordion (Canada) Inc., from R. Gallagher, NRC, Region I (April 20, 2016)

Dear Mr. Welling,

Nordion (Canada) Inc. ("Nordion") hereby notifies the NRC that it has closed the transaction and completed the indirect transfer of control of the above-listed licenses, as described in Nordion's November 19, 2015 application (Reference 1). NRC Region I approved Nordion's application on December 21, 2015 (Reference 2).¹

Nordion is submitting this notice in response to Reference 2, in which you required Nordion to notify Region I "promptly, in writing" after the transaction has been finalized, and include in that notification a signed copy of the agreement which confirms that the transaction was successfully completed. The transaction described in Reference 2 occurred on May 26, 2016. Enclosed as Attachment 1 is a signed copy of the agreement confirming that the transaction has been successfully completed.

¹ Nordion requested, and the NRC acknowledged, extensions of time until June 6, 2016, to close the transactions that would result in the indirect transfer of control. See References 3 through 5.

REC 061050916 PM 10/29

Mr. Blake D. Welling
June 2, 2016
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If you have any questions or comments, please contact me at (613) 592-3400, ext. 2539, or at richard.wassenaar@nordion.com.

Sincerely,



Richard Wassenaar
Sr. manager, Transport Licensing and Gamma Radiation Safety
Nordion (Canada) Inc.

Enclosure:

Attachment (1), Transfer Document, May 26, 2016

Cc via email: A. Polonsky, Morgan Lewis & Bockius, LLP;
R. Gallagher, Health Physicist, NMSS, NRC, Region I;
D. Lawyer, Health Physicist, Licensing Assistance Team, NRC, Region I

ATTACHMENT 1

TRANSFER DOCUMENT

This Transfer Document dated May 26, 2016 (the "**Effective Date**") is among the parties described herein having affixed their signatures below.

RECITALS:

- (a) there are 1,000 issued and outstanding common shares (the "**Transferred Shares**") in the capital of 8921903 Canada Inc. representing all the issued and outstanding shares and such Transferred Shares are held by STHI Holding, LLC;
- (b) the parties hereto transfer the Transferred Shares as set forth herein;

NOW THEREFORE:

1. STHI Holding, LLC transfers the Transferred Shares to Sterigenics Holdings LLC.
2. Sterigenics Holdings LLC transfers the Transferred Shares to Sterigenics International LLC.
3. Sterigenics International LLC transfers the Transferred Shares to STR C.V.
4. STR C.V. transfers the Transferred Shares to DEROSS Holding B.V.
5. DEROSS Holding B.V. transfers the Transferred Shares to STR 2 B.V.
6. Each of the transfers described herein will occur on the Effective Date and in the sequence presented herein.
7. This Agreement may be executed in counterparts, each of which will be deemed to be an original and all of which taken together will be deemed to constitute one and the same instrument. Delivery of an executed signature page by electronic transmission will be as effective as delivery of a manually executed copy.

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This Transfer Document is dated the Effective Date written above.



STHI HOLDING, LLC

By: Dan Lantry

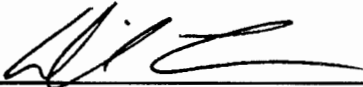
Title: Secretary



STERIGENICS HOLDINGS LLC

By: Dan Lantry

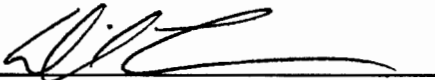
Title: Secretary



STERIGENICS INTERNATIONAL LLC

By : D. Lantry

Its : Secretary



STR C.V.

By : Sterigenics International LLC

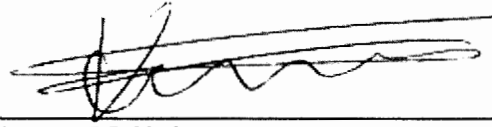
Its : General Partner

By : Sterigenics Holdings LLC

Its : Manager

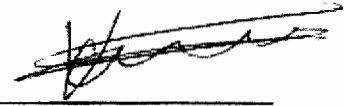
By : D. Lantry

Its : Secretary



DEROSS Holding B.V.
By : E. Meyers
Its : jointly authorised managing director

DEROSS Holding B.V.
By : D.E.J. Verschueren
Its : jointly authorised managing director



STR 2 B.V.
By : Trust International Management
(T.I.M.) B.V.
Its : jointly authorised managing director A
By : _____
Its : _____

STR 2 B.V.
By : DEROSS Holding B.V.
Its : jointly authorised managing director B
By : E. Meyers and D.E.J. Verschueren
Its : jointly authorised managing director

DEROSS Holding B.V.

By : E. Meyers
Its : jointly authorised managing director

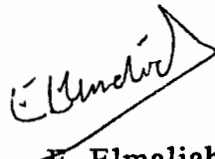
DEROSS Holding B.V.

By : D.E.J. Verschueren
Its : jointly authorised managing director



P.C. Soebrati

Attorney-in-fact A



E. Elmaliah

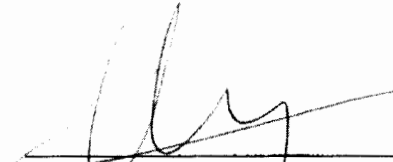
Attorney-in-fact A

STR 2 B.V.

By : Trust International Management
(T.I.M.) B.V.
Its : jointly authorised managing director A
By : _____
Its : _____

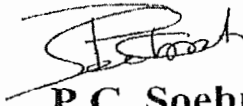
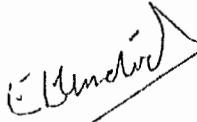
STR 2 B.V.

By : DEROSS Holding B.V.
Its : jointly authorised managing director B
By : E. Meyers and D.E.J. Verschueren
Its : jointly authorised managing director

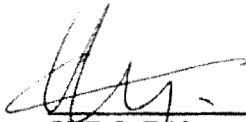


DEROSS Holding B.V.
 By : E. Meyers
 Its : jointly authorised managing director

DEROSS Holding B.V.
 By : D.E.J. Verschueren
 Its : jointly authorised managing director

 
P.C. Soebrati **E. Elmaliah**
 Attorney-in-fact A Attorney-in-fact A

STR 2 B.V.
 By : Trust International Management
 (T.I.M.) B.V.
 Its : jointly authorised managing director A
 By : _____
 Its : _____



STR 2 B.V.
 By : DEROSS Holding B.V.
 Its : jointly authorised managing director B
 By : E. Meyers and D.E.J. Verschueren
 Its : jointly authorised managing director



ACKNOWLEDGEMENT - RECEIPT OF CORRESPONDENCE

Name and Address of Applicant and/or Licensee Nordion (Canada) Inc. ATTN: Luc Desgagne, Senior Licensing Coordinator 447 March Road Ottawa, Ontario, CN K2K 1XB	Date June 14, 2016
	License Number(s) 54-28275-01
	Mail Control Number(s) 591090
	Licensing and/or Technical Reviewer or Branch Robert Gallagher

This is to acknowledge receipt of your: Letter and/or Application Dated: 06/02/2016

The initial processing, which included an administrative review, has been performed.

Amendment Termination New License Renewal

There were no administrative omissions identified during our initial review.

This is to acknowledge receipt of your application for renewal of the material(s) license identified above. Your application is deemed timely filed, and accordingly, the license will not expire until final action has been taken by this office.

Your application for a new NRC license did not include your taxpayer identification number. Please complete and submit NRC Form 531, Request for Taxpayer Identification Number, located at the following link: <http://www.nrc.gov/reading-rm/doc-collections/forms/nrc531.pdf>
Follow the instructions on the form for submission.

The following administrative omissions have been identified:

Your application has been assigned the above listed MAIL CONTROL NUMBER. When calling to inquire about this action, please refer to this control number. Your application has been forwarded to a technical reviewer. Please note that the technical review, which is normally completed within 180 days for a renewal application (90 days for all other requests), may identify additional omissions or require additional information. If you have any questions concerning the processing of your application, our contact information is listed below:

Region I
U. S. Nuclear Regulatory Commission
Division of Nuclear Materials Safety
2100 Renaissance Boulevard, Suite 100
King of Prussia, PA 19406-2713
(610) 337-5260, (610) 337-5313,
(610) 337-5398, or (610) 337-5239



ACKNOWLEDGEMENT - RECEIPT OF CORRESPONDENCE

Name and Address of Applicant and/or Licensee Nordion (Canada) Inc. ATTN: Jackie Kavanagh, Manager 447 March Road Ottawa, Ontario, CN K2K 1XB	Date June 14, 2016
	License Number(s) 54-28275-02MD
	Mail Control Number(s) 591091
	Licensing and/or Technical Reviewer or Branch Robert Gallagher

This is to acknowledge receipt of your: Letter and/or Application Dated: 06/02/2016

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 [Empty box for listing omissions]

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