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**JUL 0 5 2017**

U.S. Nuclear Regulatory Commission  
Attn: Document Control Desk  
Washington, DC 20555-0001

10 CFR 50.80

**SUSQUEHANNA STEAM ELECTRIC STATION  
NOTIFICATION OF RESTRUCTURING  
PLA-7617**

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**Docket Nos. 50-387  
50-388  
and 72-28**

The purpose of this letter is to notify the U.S. Nuclear Regulatory Commission ("NRC") of the planned elimination of one of the intermediate parent companies from the chain of ownership of Susquehanna Nuclear, LLC, which is the licensed operator and an owner of the Susquehanna Steam Electric Station ("SSES"). Currently, Susquehanna Nuclear is a direct, wholly-owned subsidiary of Talen Generation, LLC, which in turn is a direct, wholly-owned subsidiary of Talen Energy Supply, LLC. Talen Energy Supply, LLC is a direct, wholly-owned subsidiary of Talen Energy Holdings, Inc., which is a direct, wholly-owned subsidiary of Talen Energy Corporation, the stock of which is held by portfolio companies of Riverstone Holdings, LLC. On or about June 30, 2017, Talen Generation will distribute its membership interests in Susquehanna Nuclear to Talen Energy Supply, making Susquehanna Nuclear a direct, wholly-owned subsidiary of Talen Energy Supply. There are no other planned changes to Susquehanna Nuclear's chain of ownership involved in this restructuring, as shown in the attached figures.

This elimination of an intermediate parent does not involve any direct or indirect transfer of control of the SSES licenses that would require NRC consent pursuant to 10 C.F.R. § 50.80. The NRC has on prior occasions determined that "the removal of intermediary companies has not been considered a transfer, direct or indirect, under 10 CFR 50.80 on the grounds that the indirect control exercised by the parent company is not affected." *See, e.g.,* Safety Evaluation by the Office of Nuclear Reactor Regulation, Corporate Restructuring, Conversion of Companies and Stock Split-Off By Entergy Nuclear Operations, Inc. and Subsidiaries (Oct. 29, 2009) (ADAMS Accession No. ML092870647).

This corporate change does not require any change to the terms and conditions of the SSES licenses, and will have no effect on the management, technical qualifications, or financial qualifications of Susquehanna Nuclear. The change will not alter Susquehanna Nuclear's organization, staff, officers, or managers, or any of Susquehanna Nuclear's programs, procedures, or conduct of operations. The corporate change does not involve any changes to the nuclear plant operations or equipment at SSES, and does not affect SSES's costs, revenues, or the Parent Support Agreement currently in place between

Susquehanna Nuclear and Talen Energy Corporation, which will remain effect in accordance with license conditions in Appendix C of the SSES licenses.

Should you have any questions regarding this notification, please contact Mr. Jason Jennings, Manager- Nuclear Regulatory Affairs at (570) 542-3155.

This letter contains no new regulatory commitments.

Sincerely,

A handwritten signature in dark ink, appearing to read 'B. Berryman', with a long horizontal stroke extending to the right.

B. Berryman

Attachments:

Figure 1: Simplified Organization Chart - Current

Figure 2: Simplified Organization Chart - After Restructuring

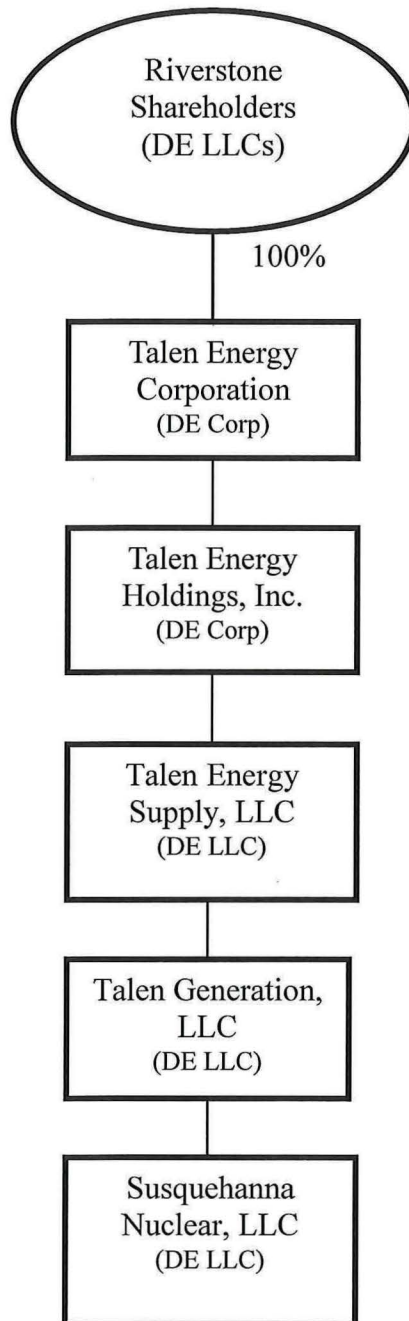
cc: NRC Region I  
Ms. T. Hood, NRC Project Manager  
Ms. L. Micewski, NRC Sr. Resident Inspector  
Mr. M. Shields, PA DEP/BRP

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**Attachment to PLA-7617**  
**Figure 1 and 2**

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**Figure 1**  
**Simplified Organization Chart – Current**



**Figure 2**  
**Simplified Organization Chart – After Restructuring**

