



ASSISTANT ATTORNEY GENERAL
ANTITRUST DIVISION

United States Department of Justice

WASHINGTON, D.C. 20530

31 JAN 1980

1979 FEB 6 11 35

Howard K. Shapar
Executive Legal Director
United States Nuclear Regulatory
Commission
Washington, D.C. 20555

Re: Southern California Edison Company
San Diego Gas & Electric Company
San Onofre Nuclear Generating Company
Units 2 & 3, Dkt. Nos. 50-361A & 50-362A

Dear Mr. Shapar:

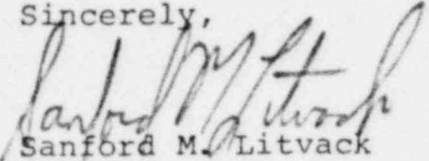
You have requested our advice pursuant to Section 105(c) of the Atomic Energy Act, as amended, in regard to a transfer of ownership interest in the above referenced units to the cities of Anaheim and Riverside, California ("the Cities"). Under the proposed transfer, the City of Anaheim would acquire a 1.66% interest in each of the two 1100 MW units, for a total of 36.52 MW, and the City of Riverside would acquire a 1.79% interest in each of the two units, for a total of 39.38 MW.

The Cities filed applications to participate in both the San Joaquin and Sundesert nuclear plants, and the Nuclear Regulatory Commission was advised by letters of November 24, 1975, and September 2, 1977, that no antitrust hearings were necessary in connection with the participation of the Cities in those plants. We also advised the Commission, by letter of February 22, 1979, that it was not necessary to conduct a hearing with respect to the Cities' participation in units 4 and 5 of the Palo Verde Nuclear Generating station.

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Our review of the information submitted for antitrust review purposes, as well as other information available to the Department, provides no basis at this time to conclude that the participation in San Onofre units 2 and 3 by the Cities would warrant any change in our prior advice. Accordingly, it is the Department's view that no antitrust hearing is necessary with respect to the subject transfer of ownership interest.

Sincerely,



Sanford M. Litvack
Special Assistant to the
Attorney General