

From: [Hylas, Chris](#)
To: [Pfungsten, Jonathan](#)
Subject: [External_Sender] FW: US NRC - Change of Control - Request for Additional Information
Date: Monday, October 11, 2021 10:44:50 AM
Attachments: [H.W. Lochner - Share Purchase Agreement \(EXECUTED\) \(Redacted\).pdf](#)
[L12-28232-01.628148.RAI.pdf](#)
[Full Leadership Organization.pdf](#)
[FYE2021 Organization Charts Updates.pptx](#)

Jonathan,

I forwarded your list of questions to our CFO, Paula Tomlins, who sent them to our attorney. See attachments for responses to Questions 1, 2 and 3. The FYE 2021 Org Chart file shows the former Board of Directors; the Full Leadership Organization file shows the current Board. Responses to Questions 4 and 5 are shown in the email response from our attorney below. If you have any questions or require further information, please let me know. Thanks.

Christopher Hylas, P.E.
Vice President/Sr. Resident Engineer

LOCHNER

CTDOT Field Office
900 Main Street South
Building 1, Suite 203
Southbury, CT 06488
Phone: 203.586-1448
Mobile: 860.992.4608
hwlochner.com

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From: Tomlins, Paula <ptomlins@hwlochner.com>
Sent: Friday, September 24, 2021 9:13 AM
To: Hylas, Chris <chylas@hwlochner.com>
Subject: FW: US NRC - Change of Control - Request for Additional Information

Chris, please see the counsel's responses. I believe you should have everything to finalize the response to NRC but if not, please let me know. Thanks.

Paula Tomlins
CFO
LOCHNER
225 West Washington, 12th Floor
Chicago, IL 60606
D: 785-823-4811
O: 785-827-3603
C: 785-452-2350
ptomlins@hwlochner.com
www.hwlochner.com

Please note Lochner will never change our bank account information instructions via

email. If you receive an email requesting this change, please contact Paula Tomlins, Director of Finance or Lynette Mantey, Controller at 312-372-7346 prior to making any change.

From: Sarkar, Deepa <dsarkar@paulweiss.com>
Sent: Friday, September 24, 2021 8:08 AM
To: Tomlins, Paula <ptomlins@hwlochner.com>
Cc: DiLorenzo, Hillary <hdilorenzo@paulweiss.com>
Subject: RE: US NRC - Change of Control - Request for Additional Information

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Hi Paula,

Please see below and attached for the responses to NRC's questions. On the last question (#5), if H.W. Lochner currently holds any other radiation licenses apart from the NRC license, you may want to note them.

1. Section 5.1, Description of Transaction – Please provide a copy of the document(s) authorizing or describing the sale of the licensee, H.W. Lochner, Inc., to Elysium Infrastructure Group, LLC. Please redact any information deemed sensitive prior to transmitting the document(s).
[Please refer to the attached agreement, which has been redacted to remove sensitive information.](#)
4. Section 5.6, Transferee's Commitment to Abide by the Transferor's Commitments - Please confirm that Mr. Christopher Hylas is authorized to make legally binding commitments on behalf of the acquiring company, including the commitment to abide by all constraints, conditions, requirements, representations, and commitments the transferor made previously to NRC.
[We confirm that Mr. Christopher Hylas is authorized to make legally binding commitments on behalf of the pre- and post-transfer licensee, H.W. Lochner, Inc. and \(with respect to the NRC license only\) Elysium Infrastructure Group, LLC, including abiding by all constraints, conditions, requirements and representations made by H.W. Lochner Inc. to NRC and authorization to request license amendments, revisions etc.](#)
5. Please provide additional information concerning the operations of the transferee. Please confirm whether Elysium Infrastructure Group, LLC or any of its subsidiaries currently possess any U.S. Nuclear Regulatory Commission or Agreement State issued licenses.
[We confirm that Elysium Infrastructure Group, LLC and its subsidiaries do not possess any U.S. Nuclear Regulatory Commission or Agreement State issued licenses. The only radiation licenses held by Elysium Infrastructure Group, LLC and its subsidiaries are those licenses held by H.W. Lochner, Inc.](#)

Best,

Deepa Sarkar | Associate

Paul, Weiss, Rifkind, Wharton & Garrison LLP

1285 Avenue of the Americas | New York, NY 10019-6064

212 373 3678 (Direct Phone) | 212 492 0678 (Direct Fax)

dsarkar@paulweiss.com | www.paulweiss.com

From: Tomlins, Paula <ptomlins@hwlochner.com>

Sent: Tuesday, September 21, 2021 4:34 PM

To: Sarkar, Deepa <dsarkar@paulweiss.com>; DiLorenzo, Hillary <hdilorenzo@paulweiss.com>

Subject: FW: US NRC - Change of Control - Request for Additional Information

Please see the requested information for the NRC, please provide me with what you feel is acceptable to provide for question 1, 4 and 5.

Thanks.

Paula Tomlins

CFO

LOCHNER

225 West Washington, 12th Floor

Chicago, IL 60606

D: 785-823-4811

O: 785-827-3603

C: 785-452-2350

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From: Hylas, Chris <chylas@hwlochner.com>

Sent: Friday, September 17, 2021 8:13 AM

To: Tomlins, Paula <ptomlins@hwlochner.com>

Subject: FW: US NRC - Change of Control - Request for Additional Information

Paula,

See attached. Let me know if I should coordinate with someone else to get the required information.

Christopher Hylas, P.E.

Vice President/Sr. Resident Engineer

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From: Pfingsten, Jonathan <Jonathan.Pfingsten@nrc.gov>
Sent: Friday, September 17, 2021 8:38 AM
To: Hylas, Chris <chylas@hwlochner.com>
Subject: US NRC - Change of Control - Request for Additional Information

[EXTERNAL EMAIL] This email originated outside of Lochner. ****NEVER CLICK or OPEN**** unexpected links or attachments. ****NEVER**** provide User ID or Password. If this email seems suspicious, forward the email to spam @ hwlochner.com for inspection.

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Licensee: H.W. Lochner, Inc.
License No. 12-28232-01
Docket No. 030-30661
Mail Control No. 628148

Mr. Hylas,

I have attached a request for additional information concerning your request for a change of control in NRC License No. 12-28232-01.

Please send your signed response via email to this address.

As discussed, if needed, please redact any sensitive information such as account numbers, DOB, SSN, etc.

Feel free to give me a call if you have any questions.

Thank you,

Jonathan Pfingsten
Health Physicist
U.S. Nuclear Regulatory Commission
RI/DRSS/CIRDA
(610) 337-5170

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