



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

July 21, 2022

Mr. Todd Treado
President, Electron Device Business
Communications & Power Industries, LLC
Beverly Microwave Division
150 Sohler Road
Beverly, MA 01915

SUBJECT: THE BEVERLY MICROWAVE DIVISION, OF COMMUNICATIONS AND
POWER INDUSTRIES, LLC, NOTIFICATION FOR INDIRECT LICENSE
TRANSFER AND AMENDMENT OF EXEMPT DISTRIBUTION LICENSE
20-02237-03E

Dear Mr. Treado:

By letter dated April 19, 2022 (Agencywide Documents Access and Management System [ADAMS] Accession Number ML22116A103), The Beverly Microwave Division, of Communications & Power Industries, LLC submitted to the U.S. Nuclear Regulatory Commission (NRC) a notification of an indirect transfer of control of NRC Materials License number License No. 20-02237-03E. In accordance with Section 184 of the Atomic Energy Act of 1954, as amended (AEA), and Title 10 of the *Code of Federal Regulations* (10 CFR) Section 30.34, the NRC consents to the transfer. Enclosed is Amendment No. 19 to your U.S. Nuclear Regulatory Commission (NRC) Exempt Distribution License No. 20-02237-03E in accordance with your application and letter dated April 19, 2022. The license has been amended to document an indirect license transfer, as requested.

The Beverly Microwave Division, of Communications & Power Industries (CPI), LLC is authorized by the NRC for the distribution of byproduct material under 10 CFR Part 30. By letter dated April 19, 2022, CPI requested written consent to the indirect transfer of control of its license from the NRC. Because the license was issued under 10 CFR Part 30, "Rules of General Applicability to Domestic Licensing of Byproduct Material," the NRC must find that the transfer is in accordance with the provisions of the AEA and, if so, must give its consent in writing prior to the transfer, in accordance with Section 184 of the AEA and 10 CFR Paragraph 30.34(b). Additionally, the NRC staff reviewed the indirect transfer of control request using the guidance in NUREG-1556, Volume 15, Revision 1, "Consolidated Guidance About Materials Licenses – Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses," dated June 2016.

10 CFR 30.34(b) states:

- (1) No license issued or granted pursuant to the regulations in [parts 30] through 36, and 39 nor any right under a license shall be transferred, assigned or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of any license to any person, unless the Commission

shall, after securing full information, find that the transfer is in accordance with the provisions of the Act and shall give its consent in writing.

- (2) An application for transfer of license must include:
- (i) The identity, technical and financial qualifications of the proposed transferee; and
 - (ii) Financial assurance for decommissioning information required by [10 CFR] 30.35.

As described in the April 19, 2022 letter, the indirect transfer of control resulted from the acquisition of CPI Intermediate Holdings, Inc., which is the ultimate parent company of the licensee by Iceman Acquisition Corp., which is a controlled affiliate of the Jordan Company. As part of that same transaction, immediately following the closing of the purchase transaction, both of CPI International, Inc., and Iceman Acquisition Corp. will merge into CPI Intermediate Holdings, Inc., at which time CPI Intermediate Holdings, Inc. will directly control CPI LLC. CPI Intermediate Holdings, Inc. will be owned and controlled by Iceman Intermediate Midco, LLC, which is in turn, indirectly controlled by the Jordan Company. The name, mailing address, and contact information will remain the Beverly Microwave Division of CPI LLC, located at 150 Sohier Road, Beverly, MA 01915-5595. The NRC staff finds that the licensee request adequately provides a complete and clear description of the proposed transaction, consistent with 10 CFR 30.34(b) and Chapter 5 and Appendix E of NUREG-1556, Vol. 15, Rev. 1. The sufficiency of the description is evaluated below.

The request for an indirect transfer of ownership was posted for public comment on the NRC Website for 30 days in accordance with 10 CFR Part 2, Subpart M and as described in the NRC's Regulatory Issue Summary 2014-08, Revision 1. No comments were received from members of the public.

The Beverly Microwave Division, of CPI, LLC is not required to have financial assurance for decommissioning because of the types and amount of material authorized in its license. The NRC staff finds that the licensee's request adequately provided information for financial assurance for decommissioning, consistent with 10 CFR 30.34(b) and Chapter 5 and Appendix E of NUREG-1556, Vol. 15, Rev. 1.

Further, the NRC conducted an inspection of The Beverly Microwave Division of CPI, LLC on December 12, 2016, at facilities 150 Sohier Road, Beverly, MA 01915. The NRC identified no violations.

Additionally, as described in its request Noble Supply and Logistics, LLC commits that it:

- a. has not changed the radiation safety officer listed in the NRC license;
- b. has not changed the personnel involved in licensed activities;
- c. has not changed the locations, facilities, and equipment authorized in the NRC license;
- d. has not changed the radiation safety program authorized in the NRC license.

Based on these commitments, the NRC staff finds that the licensee's request adequately documents the constraints, license conditions, requirements, representations, and commitments made by the transferee, consistent with 10 CFR 30.34(b) and Chapter 5 and Appendix E of NUREG-1556, Vol. 15, Rev. 1.

Iceman Acquisition Corp. is a controlled affiliate of the Jordan Company, a U.S.-based private equity firm founded in 1982 that primarily invests in North American enterprises. The Jordan Company is considered a known entity because one of the Jordan Company's current investments is Spartech, LLC, which currently uses generally licensed nuclear materials under registration number GL-726399-25 at its Muncie, Indiana, location. Therefore, the NRC staff does not need to perform a pre-licensing visit to obtain reasonable assurance that the licensed material will be used for its intended purpose and not for malevolent use.

An environmental assessment for this action is not required because this action is categorically excluded under 10 CFR 51.22(c)(21).

The staff has reviewed the request for an indirect transfer of control of License No. 20-02237-03E. The NRC staff finds that the indirect transfer of control is in accordance with Section 184 of the AEA and 10 CFR 30.34(b) and consents to the transfer.

Future changes in the licensee's name, licensed use, licensed materials, licensed location, persons responsible for licensed material, or other changes to the corporate organizational structure require submission of a request to amend the license or a request to transfer the license. The NRC's approval must be received prior to implementation of any such proposed change.

In accordance with 10 CFR 2.390 of the NRC's "Agency Rules of Practice and Procedure," a copy of this letter will be available electronically for public inspection in the NRC Public Document Room or from the Publicly Available Records component of the NRC's ADAMS. ADAMS is accessible from the NRC Website at <https://www.nrc.gov/reading-rm/adams.html>.

If you have any questions regarding your Exempt Distribution License, you may contact me at (301) 415-7640, or by electronic mail at Shirley.Xu@nrc.gov.

Sincerely,

Materials Safety and Tribal Liaison Branch
Division of Material Safety, Security, States,
and Tribal Program
Office of Nuclear Material Safety
and Safeguards

Docket No. 030-04621
Control No. 630785

Enclosure:
License No. 20-02237-03E

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20-02237-03E

DATED: July 21, 2022

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