

CNRO2026-00015

10 CFR 50.80

April 28, 2026

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

Subject: Notice of Proposed Internal Restructuring Relating to Ownership Structure of Entergy Utility Holding Company, LLC - Not Implicating Change of Control

Arkansas Nuclear One, Units 1 and 2 NRC Docket Nos. 50-313 & 50-368 Renewed License Nos. DPR-51 & NPF-6	River Bend Station, Unit 1 NRC Docket No. 50-458 Renewed License No. NPF-47
Waterford Steam Electric Station, Unit 3 NRC Docket No. 50-382 Renewed License No. NPF-38	

By application dated June 10, 2014 (Reference 1),<sup>1</sup> Entergy Operations, Inc. (EOI) sought approval of a transaction that, among other things, combined the former licensees of River Bend Station, Unit 1 (RBS) and Waterford Steam Electric Station, Unit 3 (WF3) into a single company, Entergy Louisiana, LLC (ELL), and established Entergy Utility Holding Company, LLC (EUHC) as ELL's owner. By Order dated August 14, 2015 (Reference 2), the Nuclear Regulatory Commission (NRC) approved the requested transaction.

By letter dated January 27, 2017 (Reference 3), EOI provided notice of a transaction that, among other things, resulted in Entergy Utility Group, Inc. ("EUG"), a wholly owned subsidiary of Entergy Corporation (Entergy or ETR), becoming an intermediate parent of EUHC.

By application dated September 21, 2017 (Reference 4), EOI sought approval of a transaction that, among other things, transferred ownership of Arkansas Nuclear One, Units 1 and 2 (ANO-1 and ANO-2) to Entergy Arkansas, LLC (EAL) and established EAL as a subsidiary of EUHC. By Order dated August 1, 2018 (Reference 5), the NRC approved the requested transaction. The post-transaction structure included Entergy Utility Property Inc. (EUP), a wholly owned subsidiary of Entergy, as an intermediate parent of EUHC.

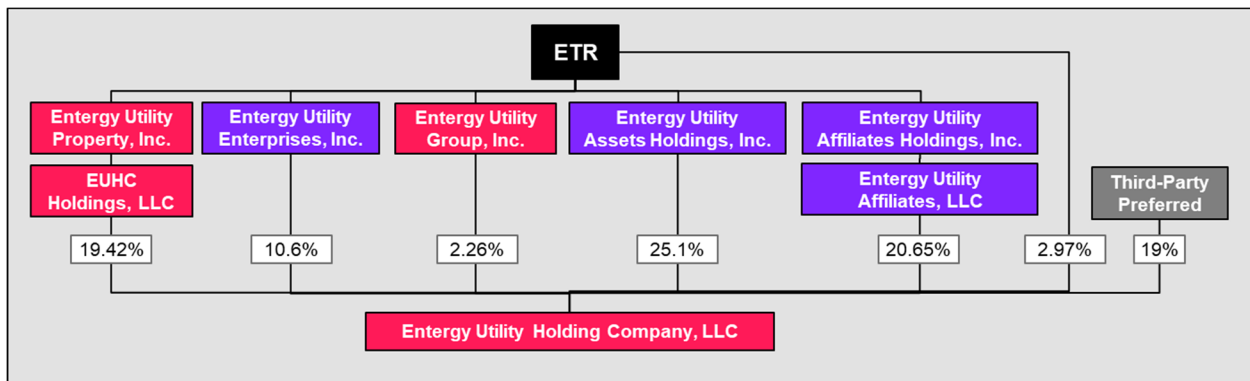
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<sup>1</sup> The Application was supplemented by letters dated October 9, 2014, December 31, 2014, and January 30, 2015 (ML14294A487, ML14365A404, and ML15030A495, respectively).

By letter dated October 4, 2019 (Reference 6), EOI provided notice EUHC had issued a new series of voting preferred membership interests to Entergy Utility Affiliates, LLC, an existing parent company of EUHC.<sup>2</sup>

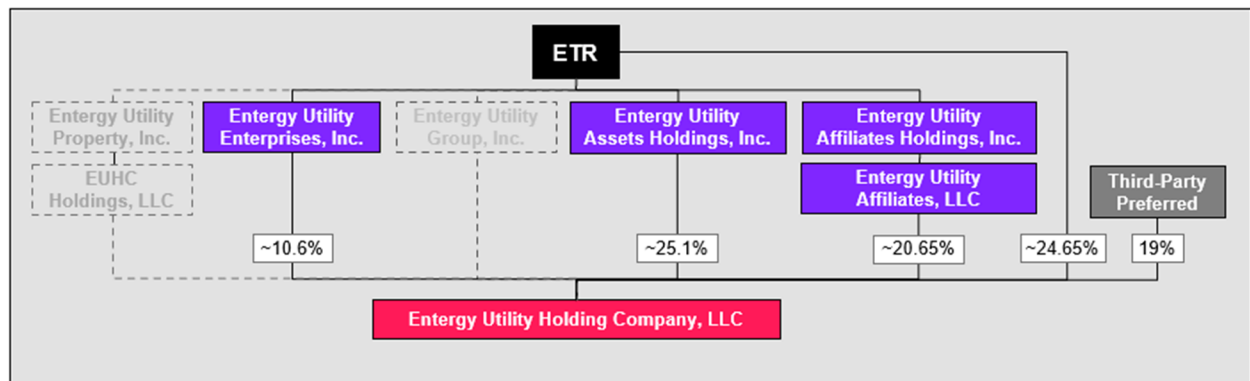
EUHC currently owns NRC owner-licensees ELL (owner of RBS and WF3) and EAL (owner of ANO-1 and ANO-2), among other non-NRC-licensed entities. EOI is the licensed operator of each of those nuclear facilities. The current ownership structure of EUHC is shown in Figure 1 below using percentage in each white box.

**Figure 1. Pre-transaction voting control of EUHC**



Entergy plans to implement an internal corporate restructuring, beginning in April 2026, to streamline and create a more efficient corporate structure. The end result of this internal restructuring is that EUHC Holdings' and EUG's interests in EUHC will be transferred to Entergy. Upon completion of this 2026 internal restructuring, currently planned for completion in late second quarter of 2026, the voting interests in EUHC will be as shown in Figure 2 below using percentage in each white box.<sup>3</sup>

**Figure 2. Post-transaction voting control of EUHC**



<sup>2</sup> The insertion of a new intermediate holding company, EUHC Holdings, LLC (EUHC Holdings), between EUP and EUHC occurred on August 31, 2022. Because EUP does not exercise control of EUHC, Entergy did not seek consent for that step. Through a series of mergers, both EUP and EUHC Holdings will be eliminated in the 2026 restructuring described in this notice.

<sup>3</sup> The final voting percentages may change very slightly (less than one percentage point) from those shown in Figure 2.

EOI does not believe the internal restructuring described above involves a direct or indirect transfer of any licenses for which prior written consent is required under 10 CFR 50.80. In particular, the internal restructuring will not affect the direct ownership of the NRC-licensed owner companies, the headquarters locations of the owner companies or EOI, the identity of the officers or directors of the respective owner companies or EOI, or the corporate organization of those owner companies of EOI. Moreover, none of the companies eliminated from the parent structure of the licensees in this internal restructuring appears in the licenses for RBS, WF3, ANO-1 or ANO-2, and therefore, no amendments to the licenses for those facilities are required for the internal restructuring. Finally, the internal restructuring will not result in any change in the role of EOI as the licensed operator of the facilities and will not result in any changes to its technical qualifications.<sup>4</sup>

This letter contains no new regulatory commitments.

Should you have any questions or require additional information, please contact me at 601-368-5102.

Respectfully,

Phil Couture

PC/sr/chm

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<sup>4</sup> See NUREG-1577, Standard Review Plan on Power Reactor Licensee Financial Qualifications and Decommissioning Funding Assurance, Rev. 1, at p. 13, "Generally, the reviewer should not deem as license transfers under section 50.80 . . . [reorganizations that] do not substantially affect corporate ownership or identity of the licensee.").

- References:
1. Entergy letter to NRC, RBS and WF3, "Application for Order Approving Transfers of Licenses and Conforming License Amendments," ML14161A698, dated June 10, 2014
  2. NRC letter to Entergy, "River Bend Station, Unit 1 and Waterford Steam Electric Station, Unit 3 - Orders Approving Direct and Indirect Transfer of Licenses and Conforming Amendment, ML15138A440, dated August 14, 2015
  3. Entergy letter to NRC, RBS and WF3, "Notice of Corporate Name Changes, and of Proposed Internal Reorganization Relating to the Ownership Structure of Entergy Utility Holding Company, LLC," ML17030A419, dated January 27, 2017
  4. Entergy letter to NRC, ANO-1, ANO-2, GGNS, RBS, WF3, "Application for Order Approving Transfers of Licenses and Conforming License Amendments," ML17268A213, dated September 21, 2017
  5. NRC letter to Entergy, "Arkansas Nuclear One, Units 1 and 2; Grand Gulf Nuclear Station, Unit 1; River Bend Station, Unit 1 and Waterford Steam Electric Station, Unit 3 - Orders Approving Direct and Indirect Transfer of Facility Operating Licenses," ML18177A236, dated August 1, 2018
  6. Entergy letter to NRC, "Notice of Revision to Preferred Membership Interests of Entergy Utility Holding Company, LLC," ML19277H707, dated October 4, 2019

cc: NRC Region IV Regional Administrator  
NRC Senior Resident Inspector – ANO, RBS, and WF3  
NRC Project Manager – ANO, RBS, WF3, and Entergy Fleet  
Designated State Official – Arkansas and Louisiana