

~~PROPRIETARY Information -- Withhold from public disclosure under 10 CFR 2.390(a)(4)~~

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Execution Version

SECOND SUPPLEMENT TO CREDIT AGREEMENT

This SECOND SUPPLEMENT TO CREDIT AGREEMENT (this “**Supplement**”), effective as of May 15, 2011, is made among Nuclear Innovation North America LLC, a Delaware limited liability company (“**NINA**”), NINA Investments Holdings LLC, a Delaware limited liability company (“**Holdings**”), Nuclear Innovation North America Investments LLC, a Delaware limited liability company (“**NINA Investments**”), NINA Texas 3 LLC, a Delaware limited liability company (“**NINA3**”), NINA Texas 4 LLC, a Delaware limited liability company (“**NINA4**” and, together with NINA, Holdings, NINA Investments and NINA3, the “**Borrowers**” and each, a “**Borrower**”), and Toshiba America Nuclear Energy Corporation, a Delaware corporation (“**TANE**”), in its capacity as the sole lender under the Credit Agreement (as defined below) (a “**Lender**”), and its capacity as administrative agent for the Lenders (the “**Administrative Agent**”).



United States Nuclear Regulatory Commission Official Hearing Exhibit	
In the Matter of: NUCLEAR INNOVATION NORTH AMERICA LLC (South Texas Project Units 3 and 4)	
	ASLBP #: 09-885-08-COL-BD01
	Docket #: 05200012 05200013
	Exhibit #: NRC000137-00-BD01
	Admitted: 1/6/2014
	Rejected: Other:
Identified: 1/6/2014 Withdrawn: Stricken:	

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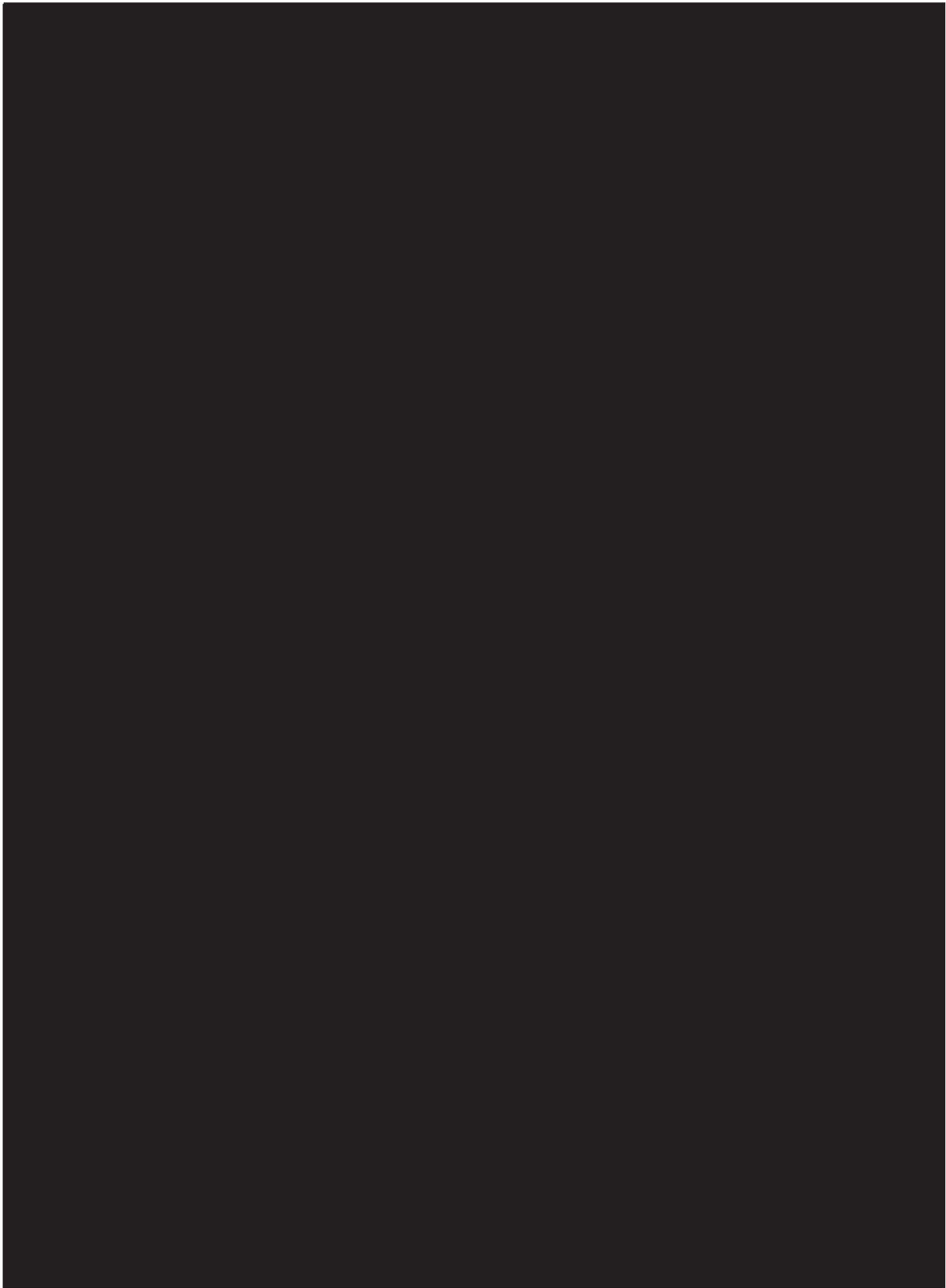
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