

June 4, 2015

Mr. Mike Thomas  
Vice President Regulatory and Public Affairs  
Uranerz Energy Corporation  
P.O. Box 50850  
1701 East E Street  
Casper WY 82605-0850

SUBJECT: URANERZ ENERGY CORPORATION, NICHOLS RANCH PROJECT, SOURCE MATERIALS LICENSE SUA-1597, REQUEST FOR ADDITIONAL INFORMATION, NOTICE OF CHANGE OF CONTROL AND OWNERSHIP INFORMATION (TAC NO. L00780)

Dear Mr. Thomas:

The U.S. Nuclear Regulatory Commission (NRC) received the Uranerz Energy Corporation, Nichols Ranch ISR Project, Notice of Change of Control and Ownership Information dated March 12, 2015. The report was made publicly available in the NRC's Agencywide Documents Access and Management System ((ADAMS) Accession No. ML15084A286). NRC staff evaluated the contents of the application according to NUREG-1556, Volume 15, "Consolidated Guidance About Materials Licenses – Program-Specific Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source or Special Nuclear Material Licenses," dated November 2000.

NRC staff requires additional information from Uranerz in order to complete the review. The request for additional information is provided in the enclosure. Within 35 days of the date of this letter, please either provide the information requested or inform us of the date you expect to provide the information. We are available to meet with you to discuss the requested information.

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 NRC's ADAMS. ADAMS is accessible from the NRC Web site at <http://www.nrc.gov/reading-rm/adams.html>.

M. Thomas

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If you have any questions concerning this letter, please contact me, either by telephone at (301) 415-7777, or by e-mail at [ron.linton@nrc.gov](mailto:ron.linton@nrc.gov).

Sincerely,

**/RA/**

Ron C. Linton, Project Manager  
Uranium Recovery Licensing Branch  
Division of Decommissioning, Uranium Recovery,  
and Waste Programs  
Office of Nuclear Material Safety  
and Safeguards

Docket No.: 040-09067

License No.: SUA-1597

Enclosure:  
Request for Additional Information

cc: Dorran Larner (WDEQ)

M. Thomas

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**Request for Additional Information (RAI)  
Notice of Change of Control and Ownership Information**

**RAI No. 1**

**Description of Deficiency**

As currently presented, Uranerz Energy Corporation's (Uranerz) description of transaction section does not include a clear description of the merger between Uranerz and EFR Nevada Corp.

**Basis for Request**

10 CFR 40.46 requires the application for transfer to include the identity of the proposed transferee. To fully establish who will have control over the license (i.e., the identity of the proposed transferee) the NRC requires a complete and clear description of the proposed transaction. Furthermore, NUREG-1556, Volume 15, "Consolidated Guidance About Materials Licenses – Program-Specific Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source or Special Nuclear Material Licenses," (NUREG-1556, Vol. 15) Section 5.1, states, "The required description includes, but is not limited to, any transfer of stocks or assets, or mergers."

Uranerz' change of control submission's "Description of Transaction" section states that EFR Nevada Corp. is "an indirect wholly owned subsidiary of Energy Fuels" and that there will be "a merger ... of EFR and Nevada Corp. with and into Uranerz." The change of control submission's Appendix C "Energy Fuels Current Corporate Organizational Chart" and Appendix D "Post-Closing Corporate Organizational Chart" do not clearly identify EFR Nevada Corp.

**RAI No. 1**

Provide a revised Energy Fuels Current Corporate Organizational Chart and Post-Closing Corporate Organizational Chart that clearly identifies EFR Nevada Corp. to ensure that there is clarity between Uranerz and Nuclear Regulatory Commission (NRC) regarding the merger transaction.

**RAI No. 2**

**Description of Deficiency**

The new parent company of Uranerz, Energy Fuels Inc., did not sign the application or submit autonomous information that it is knowledgeable of the extent and levels of contamination and applicable decommissioning requirements at the Nichols Ranch ISR Project.

Enclosure

### **Basis for Request**

NUREG-1556, Vol. 15, states, "If decommissioning will not occur until after the change of control, describe any contamination and confirm that the transferee is knowledgeable of the extent and levels of contamination and applicable decommissioning requirements."

10 CFR 40.31(b) states, "All applications and statements shall be signed by the applicant or licensee or a person duly authorized to act for and on his behalf." NUREG-1556, Vol. 15, states, "Representatives signing an application must be authorized to make binding commitments and to sign official documents on behalf of the applicant. As discussed previously in "Management Responsibility," signing the application acknowledges management's commitment and responsibilities for the radiation protection program."

### **RAI No. 2**

Provide certification from a duly authorized representative from Energy Fuels, Inc., that Energy Fuels, Inc., is knowledgeable of the extent and levels of contamination and applicable decommissioning requirements at the Nichols Ranch ISR Project.

### **RAI No. 3**

#### **Description of Deficiency**

The new parent company of Uranerz, Energy Fuels Inc., did not sign the application or submit autonomous information and commitment to abide by all constraints, license conditions, requirements, representations, and commitments identified in and attributed to the existing license.

#### **Basis for Request**

NUREG-1556, Vol. 15, states, "The new licensee (transferee) must either: (1) submit a commitment to abide by all constraints, license conditions, requirements, representations, and commitments identified in and attributed to the existing license; or (2) provide a description of its own program to comply with the license and all applicable regulations."

### **RAI No. 3**

Provide certification from a duly authorized representative from Energy Fuels, Inc., that it commits to abide by all constraints, license conditions, requirements, representations, and commitments identified in and attributed to the existing license for the Nichols Ranch ISR Project.

### **General Comment:**

The licensee should be aware that the application will need to be updated to reflect the change in ownership and control if NRC approves the merger and shareholders approve the merger. No response to this general comment is required by the licensee at this time.