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President and Chief Nuclear Officer

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JUL 01 2015

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

**SUSQUEHANNA STEAM ELECTRIC STATION
SIGNED AMENDMENT NO. 6 TO INDEMNITY
AGREEMENT NO. B-90
PLA-7351**

**Docket Nos. 50-387
50-388
and 72-28**

- References:*
1. *Letter, U.S. NRC to T. S. Rausch (PPL Susquehanna, LLC), "Order Approving Transfer of Licenses and Conforming Amendments Related to the Susquehanna Steam Electric Station, Units 1 and 2 (TAC Nos. MF4426 and MF4427)," dated April 10, 2015.*
 2. *Letter, U.S. NRC to T. S. Rausch (PPL Susquehanna, LLC), "Issuance of Conforming Amendment Re: Indirect Transfer of Renewed Facility Operating Licenses to Susquehanna Nuclear, LLC (TAC Nos. MF4426 and MF4427)," dated June 1, 2015.*

By Order dated April 10, 2015 (Reference 1) the Nuclear Regulatory Commission (NRC) approved an indirect license transfer from PPL Corporation to Talen Energy Corporation for Renewed Facility Operating Licenses NPF-14 and NPF-22 for the Susquehanna Steam Electric Station, Units 1 and 2, and approved a conforming amendment to reflect the change in name of PPL Susquehanna, LLC, to Susquehanna Nuclear, LLC.

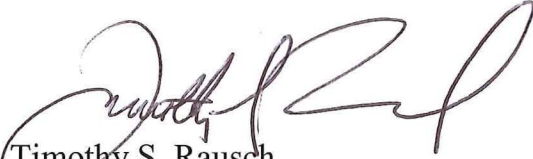
On June 1, 2015 the NRC issued Amendment Nos. 262 and 243 to Renewed Facility Operating Licenses NPF-14 and NPF-22, respectively (Reference 2). Also provided with that letter was Amendment No. 6 to Indemnity Agreement No. B-90. The NRC requested that one original of the amended agreement be signed and returned to the NRC for proof of acceptance. A signed original of the Indemnity Agreement is enclosed.

There are no new regulatory commitments associated with this response.

In the event that the NRC has any questions on this response, please contact Mr. Rocco R. Sgarro at (610) 774-7552.

I declare under penalty of perjury that the information provided herein is true and correct.

Executed on: 7/1/15



Timothy S. Rausch
President and Chief Nuclear Officer

Enclosure: Signed Amendment No. 6 to Indemnity Agreement No. B-90

cc: NRC Region 1
Mr. J. Greives, NRC Sr. Resident Inspector
Mr. J. Whited, NRC Project Manager
Mr. B. Fuller, PA DEP/BRP

David J. Dulick, General Counsel;
Allegheny Electric Cooperative, Inc.
212 Locust Street
Harrisburg, PA 17108

Enclosure to PLA-7351
Signed Amendment No. 6 to Indemnity
Agreement No. B-90



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

Docket Nos. 50-387
50-388

AMENDMENT TO INDEMNITY AGREEMENT NO. B-90
AMENDMENT NO. 6

Effective June 1, 2015, Indemnity Agreement No. B-90, between Pennsylvania Power and Light Company and Allegheny Electric Cooperative, Inc., and the United States Nuclear Regulatory Commission, dated September 10, 1981, as amended, is hereby further amended as follows:

The name "PPL Susquehanna, LLC" is deleted wherever it appears in the agreement and substituted in lieu thereof by the name:

"Susquehanna Nuclear, LLC"

Item 1 of the Attachment to the indemnity agreement is modified by deleting the name "PPL Susquehanna, LLC," wherever it appears in the agreement and substituted in lieu thereof by the name:

Item 1 – Licensee Susquehanna Nuclear, LLC

Address 835 Hamilton Street, Suite 150
Allentown, PA 18101-2426

In light of the above amendments, Indemnity Agreement No. B-90 is between Susquehanna Nuclear, LLC, Allegheny Electric Cooperative, Inc., and the United States Nuclear Regulatory Commission.

Historical licensee name changes to the original indemnity agreement and attachments thereof were not previously recorded. Therefore, the following name changes are listed here as a matter of record:

- 1) Pennsylvania Power & Light Company changed to PP&L, Inc. on September 12, 1997.
- 2) PP&L, Inc. changed to PPL Electric Utilities Corporation on February 14, 2000.

- 3) PPL Electric Utilities Corporation changed to PPL Susquehanna, LLC
on July 1, 2000.

FOR THE UNITED STATES NUCLEAR REGULATORY COMMISSION



Anthony Bowers, Chief
Financial Analysis and International Projects Branch
Division of Inspection and Regional Support
Office of Nuclear Reactor Regulation

Accepted June 4 2015

By [Signature]

Susquehanna Nuclear, LLC

Accepted June 22 2015

By [Signature]

Allegheny Electric Cooperative, Inc.