

August 30, 2018

US NRC Region IV  
1600 East Lamar Boulevard  
Arlington, Texas 76011-4511

Re: NRC 49-29254-01

Dear Sir or Madame:

PUBLIC  
☐ Immediate Release  
☒ Normal Release

NON-PUBLIC  
☐ A.3 Sensitive-Security Related  
☐ A.7 Sensitive Internal  
☐ Other: \_\_\_\_\_

Reviewer: RT Date: 9-4-18

RECEIVED  
SEP 04 2018

DNMS

We are writing on behalf of Rocky Mountain Oncology Center, LLC, (the "Licensee"), the current holder of Nuclear Regulatory Commission Radioactive Materials License 49-29254-01, to inform you of a proposed change of the indirect ownership of the Licensee (the "Transaction").

The Transaction is scheduled to close on or before November 9, 2018. As is reflected in the enclosed pre- and post-closing diagram at Attachment A and as further described herein, **there will be no change to ownership, governance, location, or operations of the Licensee** (i.e., the Licensee's direct owner, governing board (Board of Directors), name, location, equipment, mailing address, and contact information all will remain the same following the close of the Transaction) and **the Licensee's day-to-day operations will not be impacted as a result of the Transaction**. Specifically, pursuant to the NRC's Transfer of Control Application checklist:

1. Describe any planned changes in the organization, including but not limited to, transfer of stocks or assets and mergers, change in members on Board of Directors, etc. Provide the new licensee name, mailing address, and contact information, including phone numbers. Clearly identify when the amendment request is due to a name change only.
  - a. Pursuant to a Stock Purchase Agreement and Plan of Merger, dated January 9, 2018, (the "Agreement"), the Transaction will involve:
    - i. the sale by Kohlberg TE Investors VI, L.P. a Delaware limited partnership ("Kohlberg"), to Alliance Oncology, LLC ("AO"), a division of Alliance Healthcare Services, Inc. ("AHCS"), of 100% of the stock of KEPL TE Acquisition Corp., a Delaware corporation, which owns approximately 40% of the equity interests of KEPL Group, LLC, a Delaware limited liability company ("KEPL");
    - ii. the sale by Frontenac e+ Cayman Holdings, LLC, a Delaware liability Company, to AO of 100% of the stock of Frontenac E+ Healthcare Blocker Corp., a Delaware corporation, which owns approximately 0.4% of KEPL; and
    - iii. the merger of a direct subsidiary of AO with and into KEPL, with KEPL being the surviving entity of the merger. As a result of the merger, all owners of KEPL except KEPL TE Acquisition Corp. and Frontenac E+ Healthcare Blocker Corp. will receive cash in exchange for their equity interests.
  - b. KEPL is the parent company of, and controls, e+healthcare, LLC ("e+") (owning 100% of the equity interests of e+) and all correlating e+ subsidiaries, including Rocky Mountain Oncology Center, LLC (the Licensee). Accordingly, and as noted above, as a result of the Transaction, AO (and its parent AHCS) will become the sole owner of

KEPL. This change of ownership will occur at least three (3) levels of ownership above the Licensee and will have no direct impact on the Licensee.

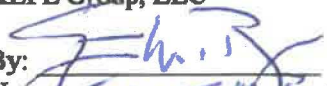
- c. Licensee name, mailing address, and contact information, including phone numbers **will not change** as a result of the Transaction.
2. Describe any changes in personnel or duties that relate to the licensed program. Include training and experience for new personnel and any changes in the training program.
  - a. There will be no changes in the Radiation Safety Officer, Authorized Users, other personnel or duties that relate to the licensed program. Further, there will be no changes in the training program.
3. Describe any changes in the location, facilities, equipment, radiation safety program, use, possession, waste management, or other procedures that relate to the licensed program.
  - a. All business will be conducted in accordance with the commitments previously submitted by the Licensee. There will be no changes in the Licensee's location, equipment, radiation safety program, use, possession, or waste management related to the licensed program.
4. Describe the status of the licensee's facilities, equipment, and radiation safety program, including any known contamination and whether decontamination will occur prior to transfer. Include the status of calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records.
  - a. The current status of the Licensee's location includes no known areas of contamination. All calibrations, leak tests, area surveys, wipe tests, training, quality control, and records remain current.
5. If current decommissioning funding plans (DFP) will be changed as a result of the transfer, the revised DFP should be submitted. If other financial assurance documents will be changed as a result of the transfer, confirm that all financial assurance instruments associated with the license will be held in the transferee's name before the license is transferred, and as required by 10 CFR 30.35(f), the licensee must, within 30 days, submit financial instruments reflecting such changes.
  - a. There is no plan to decommission the Licensee's facility at this time. Further, there will be no change in financial assurance requirement related to the Licensee.
6. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to NRC, as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity.
  - a. We reiterate that the Transaction will not result in any change in the Licensee, including its record retention practices and policies. Therefore all records concerning the safe and effective decommission of the facility will remain held by the Licensee.
7. Confirm that both transferor and transferee agree to transferring control of the licensed material and activity, and the conditions of transfer, and that the transferee has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions.
  - a. The undersigned confirm the foregoing on behalf of themselves and the Licensee.

8. Confirm that the transferee will abide by all constraints, conditions, requirements, representations, and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.
  - a. AHCS will abide by all constraints, conditions, requirements, representations, and commitments of the Licensee.
9. The transferee, in the case of fuel cycle facilities, shall provide documentation showing that it is financially qualified to conduct normal operations. The information can be in the form of income statements and balance sheet forecasts.
  - a. Not applicable, this is not a fuel cycle facility.

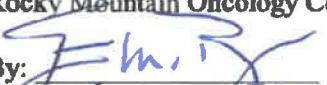
Please contact our representatives listed below if you have any questions or require additional information.

Sincerely,

**KEPL**  
KEPL Group, LLC

By:   
Name: STUART M. BITTLING  
Title: VP

**LICENSEE**  
Rocky Mountain Oncology Center, LLC

By:   
Name: STUART M. BITTLING  
Title: VP & CFO

**Licensee Contact:**

Robbie Rhymer

Mailing: 104 Woodmont Blvd., Suite 500, Nashville, TN 37205

Phone: (615) 467-7415

Email: [rrhymer@epluscancercares.com](mailto:rrhymer@epluscancercares.com)

**AHCS and AO:**

By: 

Name: Richard W. Johns

Title: Chief Operating Officer, Chief Legal Officer

**AHCS and AO Contact:**

Lindsay Soule

Mailing: 18201 Von Karman Ave, Suite 600, Irvine, CA 92612

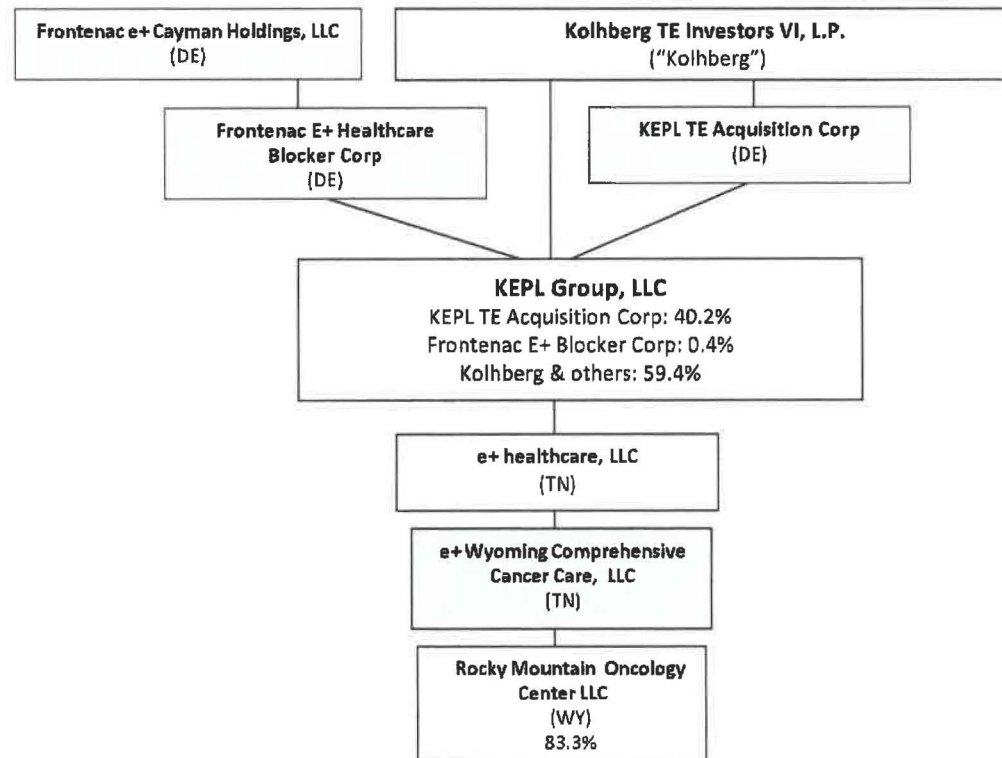
Phone: (949) 242-5302

Email: [lsoule@alliancehealthcareservices-us.com](mailto:lsoule@alliancehealthcareservices-us.com)

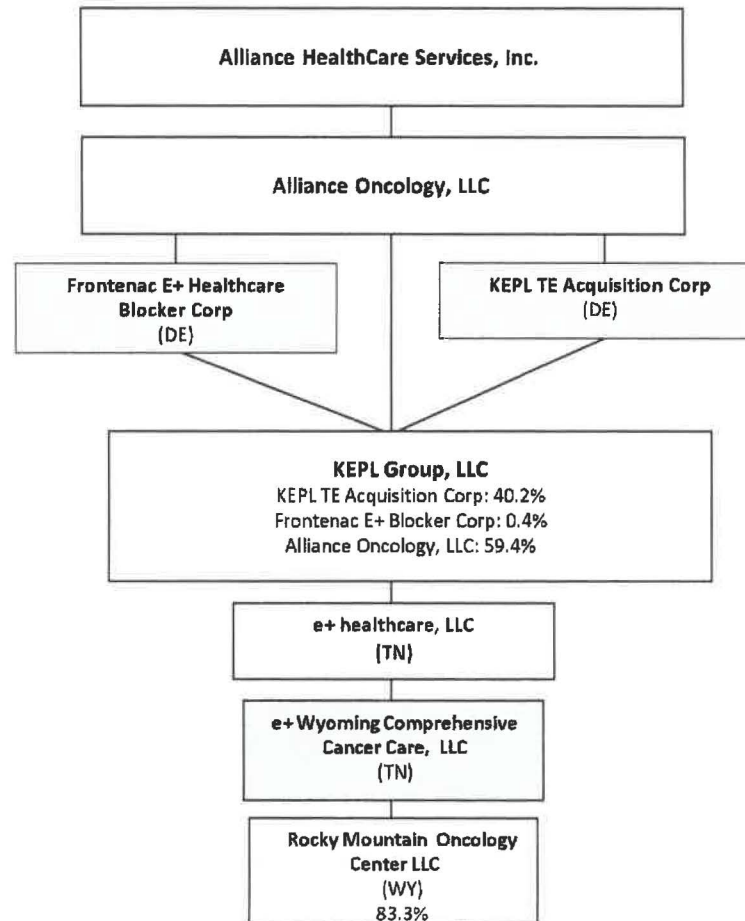
**ATTACHMENT A**  
**Pre and Post Closing Diagram**

*[See attached]*

# BEFORE CLOSING



# AFTER CLOSING









## ACKNOWLEDGEMENT - RECEIPT OF CORRESPONDENCE

## Name and Address of Applicant and/or Licensee

Michael Fernald, M.S., Radiation Safety Officer  
Rocky Mountain Oncology Center, LLC  
6501 East Second Street  
Casper, WY 82609

## Date

09/11/2018

## License Number(s)

49-29254-01

## Mail Control Number(s)

609868

## Licensing and/or Technical Reviewer or Branch

C. Hill

This is to acknowledge receipt of your: ☒ Letter and/or ☐ Application Dated: 08/30/2018

The initial processing, which included an administrative review, has been performed.

☒ Amendment ☐ Termination ☐ New License ☐ Renewal

☐ There were no administrative omissions identified during our initial review.

☐ This is to acknowledge receipt of your application for renewal of the material(s) license identified above. Your application is deemed timely filed, and accordingly, the license will not expire until final action has been taken by this office.

☐ Your application for a new NRC license did not include your taxpayer identification number. Please complete and submit NRC Form 531, Request for Taxpayer Identification Number, located at the following link: <http://www.nrc.gov/reading-rm/doc-collections/forms/nrc531.pdf>  
Follow the instructions on the form for submission.

☐ The following administrative omissions have been identified:

Your application has been assigned the above listed MAIL CONTROL NUMBER. When calling to inquire about this action, please refer to this control number. Your application has been forwarded to a technical reviewer. Please note that the technical review, which is normally completed within 180 days for a renewal application (90 days for all other requests), may identify additional omissions or require additional information. If you have any questions concerning the processing of your application, our contact information is listed below:

Region IV  
U. S. Nuclear Regulatory Commission  
DNMS/NMSB - B  
1600 E. Lamar Boulevard  
Arlington, TX 76011-4511  
(817) 200-1103 or (817) 200-1140

✓ 9/11/18



BETWEEN:

Accounts Receivable/Payable  
and  
Regional Licensing Branches

[ FOR ARPB USE ]  
INFORMATION FROM WBL

Program Code: 02230  
Status Code: Pending Amendment  
Fee Category: 7C  
Exp. Date: 06/30/2027  
Fee Comments:  
Decom Fin Assur Req'd: N

## License Fee Worksheet - License Fee Transmittal

### A. REGION

#### 1. APPLICATION ATTACHED

Applicant/Licensee: Rocky Mountain Oncology Center, LLC  
Received Date: 09/04/2018  
Docket Number: 3037415  
Mail Control Number: 609868  
License Number: 49-29254-01  
Action Type: Amendment

#### 2. FEE ATTACHED

Amount: \_\_\_\_\_

Check No.: \_\_\_\_\_

#### 3. COMMENTS

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

*Carl L. Hice*  
9/11/18

### B. LICENSE FEE MANAGEMENT BRANCH (Check when milestone 03 is entered / / )

1. Fee Category and Amount: \_\_\_\_\_

#### 2. Correct Fee Paid. Application may be processed for:

Amendment: \_\_\_\_\_

Renewal: \_\_\_\_\_

License: \_\_\_\_\_

#### 3. OTHER \_\_\_\_\_

Signed: \_\_\_\_\_

Date: \_\_\_\_\_