



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

December 9, 2019

Mr. David B. Hamilton
Senior Vice President, Chief Nuclear Officer
FirstEnergy Nuclear Operating Company
341 White Pine Drive
Akron, OH 44320

SUBJECT: FENOC FLEET - BEAVER VALLEY POWER STATION, UNIT NOS. 1 AND 2;
DAVIS-BESSE NUCLEAR POWER STATION, UNIT NO. 1; AND PERRY
NUCLEAR POWER PLANT, UNIT NO. 1 – REQUEST FOR WITHHOLDING
INFORMATION FROM PUBLIC DISCLOSURE REGARDING APPLICATION
FOR ORDER CONSENTING TO TRANSFER OF LICENSES AND
CONFORMING LICENSE AMENDMENTS (EPID-L-2019-LLM-0000)

Dear Mr. Hamilton:

By letter dated September 25, 2019 (Agencywide Documents Access and Management System (ADAMS) Accession No. ML19268B133), FirstEnergy Nuclear Operating Company (FENOC, the licensee) submitted an affidavit, executed by Darin M. Benyak, Vice President, Nuclear Support and Regulatory Affairs, FirstEnergy Nuclear Operating Company, requesting that the information contained in the following document be withheld from public disclosure pursuant to Title 10 of the *Code of Federal Regulations* (10 CFR) Part 2, Section 2.390, and 10 CFR 9.17.

Attachment 3, "Financial Information – Proprietary," to the licensee's letter dated September 25, 2019 (ADAMS Accession No. ML19268B136), "Supplement to Application for Order Consenting to Transfer of Licenses and Conforming License Amendments,"

The following reasons were given in your affidavit for requesting our withholding of this information:

2. The Applicants are providing information in support of their "supplement to Application for Order Consenting to Transfer of Licenses and Conforming License Amendments." The proprietary versions of Exhibits A (Revised OwnerCo and Facility Pro Forma Income Statements), and B (Revised New HoldCo Pro Forma Postemergence Opening Balance Sheet and Opening Cash Position) being provided separately in Attachment 3 of this submittal contains financial information, including pro forma income statements, related to anticipated revenues from sales of electricity and capacity from Beaver Valley Power Station, Unit Nos. 1 and 2; Davis-Besse Nuclear Power Station, Unit No. 1; and Perry Nuclear Power Plant, Unit No. 1, as well as plant operating and maintenance costs. These documents constitute proprietary, commercially sensitive financial information that should be held in confidence

by the NRC pursuant to the policy reflected in 10 CFR 2.390(a)(4) and 10 CFR 9.17(a)(4), because:

- a. This information described in Exhibits A and B is and has been held in confidence by the Applicants and their affiliates. It should be noted that the New Holdco Pro Forma Post-emergence opening Balance sheet and Opening Cash Position was publicly disclosed in accordance with the requirements of the bankruptcy process in the Disclosure Statement for the Fourth Amended Plan associated with the Applicants' bankruptcy process. However, certain revised financial information for New HoldCo as required specifically for this Nuclear Regulatory Commission (NRC) license transfer proceeding is not expected to be provided publicly as part of the Applicants' bankruptcy filings. As a result, the information described in Exhibits A and B is and has been held in confidence by the Applicants and their affiliates.
- b. This information is of a type that is held in confidence by the Applicants and their affiliates, and there is a rational basis for doing so because the information contains confidential, commercially sensitive financial information concerning Applicants' anticipated revenues and operating expenses. New HoldCo will be a privately held company and does not plan to publicly disclose financial information.
- e. Public disclosure of this information would create substantial harm to the competitive position of the Applicants and their affiliates by disclosing their internal financial pro forma statements and commercial information to other parties whose commercial interests may be adverse to those of the Applicants.

The NRC staff has reviewed your application and the material in accordance with the requirements of 10 CFR 2.390 and, on the basis of the statements in the affidavit, has determined that the submitted information sought to be withheld contains proprietary commercial information and should be withheld from public disclosure.

Therefore, Attachment 3 marked as proprietary, will be withheld from public disclosure pursuant to 10 CFR 2.390(b)(5) and Section 103(b) of the Atomic Energy Act of 1954, as amended.

Withholding from public inspection shall not affect the right, if any, of persons properly and directly concerned to inspect the documents. If the need arises, the NRC staff may send copies of this information to our consultants working in this area. The NRC staff will, of course, ensure that the consultants have signed the appropriate agreements for handling proprietary information.

If the basis for withholding this information from public inspection should change in the future such that the information could then be made available for public inspection, you should promptly notify the Nuclear Regulatory Commission (NRC). You also should understand that the NRC staff may have cause to review this determination in the future, for example, if the scope of a Freedom of Information Act request includes your information. In all review situations, if the NRC staff makes a determination adverse to the above, you will be notified in advance of any public disclosure.

The nonproprietary version of the licensee submittal (Attachment 1 of the licensee's submittal (ADAMS Accession No. ML19268B133)), has been placed in the NRC's Public Document Room and added to the ADAMS Public Electronic Reading Room.

If you have any questions regarding this matter, I may be reached at 301-415-3308.

Sincerely,

/RA Joel S. Wiebe for/

Bhalchandra Vaidya, Project Manager
Plant Licensing Branch III
Division of Operating Reactor Licensing
Office of Nuclear Reactor Regulation

Docket Nos. 50-334, 50-412, 50-346,
and 50-440

cc:

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ADAMS Accession No.: ML19273A054***via e-mail**

OFFICE	NRR/DORL/LPL3/PM	NRR/DORL/LPL3/LA	NRR/DLP/PFPB/BC(A)
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DATE	12/09/19	12/09/19	

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