

July 10, 2020

Anne DeFrancisco, Chief  
Commercial, Industrial, R&D, and Academic Branch  
Division of Nuclear and Materials Safety  
U.S. Nuclear Regulatory Commission, Region I  
2100 Renaissance Boulevard, Suite 100  
King of Prussia, PA 19406-2713

Nader L. Mamish, Director  
Office of International Programs  
U.S. Nuclear Regulatory Commission  
11555 Rockville Pike  
Rockville, MD 20852-2738

SUBJECT: Notice Regarding Removal of Intermediary Holding Company

Radioactive Materials License  
License Nos. 54-28275-01 & 54-28275-02MD  
Docket Nos. 03030793 & 03030788

Export License  
License No. PXB3.10  
Docket No. 11006070

Dear Ms. DeFrancisco and Mr. Namish:

Nordion (Canada), Inc. (“Nordion”), on behalf of itself and its parent holding companies, provides notice to the U.S. Nuclear Regulatory Commission (“NRC”) regarding a change in its corporate ownership structure that did not involve any change of control and did not require consent or approval of the NRC pursuant to Section 184 of the Atomic Energy Act of 1954, as amended, or 10 C.F.R. § 30.34(b) or 10 C.F.R. § 110.50(d). Specifically, an intermediary holding company, Sotera Health LLC, is no longer in Nordion’s chain of ownership.

The prior corporate ownership of Nordion is depicted in Figure 1. Nordion has had several intermediary holding companies/entities each of which has had the ability to exercise indirect control over Nordion through the holding company ownership structure. Sotera Health LLC owned approximately 99.999% of STR C.V., a Netherlands partnership, which is a Nordion intermediary parent entity. Sotera Health Holdings, LLC owned the remaining approximately

0.001% as a limited partner. Thus, Sotera Health LLC previously had indirect control over Nordion. Sotera Health LLC, in turn, is owned 100% and controlled by Sotera Health Holdings, LLC.

Nordion's parent companies have implemented a reorganization effective June 30, 2020, whereby Sotera Health Holdings, LLC now directly owns approximately 99.999% of STR C.V. and is its general partner. As such, it now directly controls STR C.V., rather than having indirect control through Sotera Health LLC. The remaining non-controlling approximately 0.001% limited partnership ownership interest was transferred to Sotera Health Services, LLC. Sotera Health Services, LLC is a wholly owned subsidiary of Sotera Health Holdings, LLC. The chain of control following this reorganization is depicted in Figure 2.

Sotera Health Holdings, LLC has maintained its indirect control over Nordion both before and after the reorganization. The change in ownership involved removing an entity (Sotera Health LLC) from the chain of corporate control of Nordion, but no new entity is able to exercise control over Nordion. Sotera Health Services, LLC acquired an approximate 0.001% limited partnership interest previously held by Sotera Health Holdings, LLC, but it is not able to exercise any control over Nordion directly or indirectly. Therefore, there has been no indirect transfer of control of Nordion's licenses.

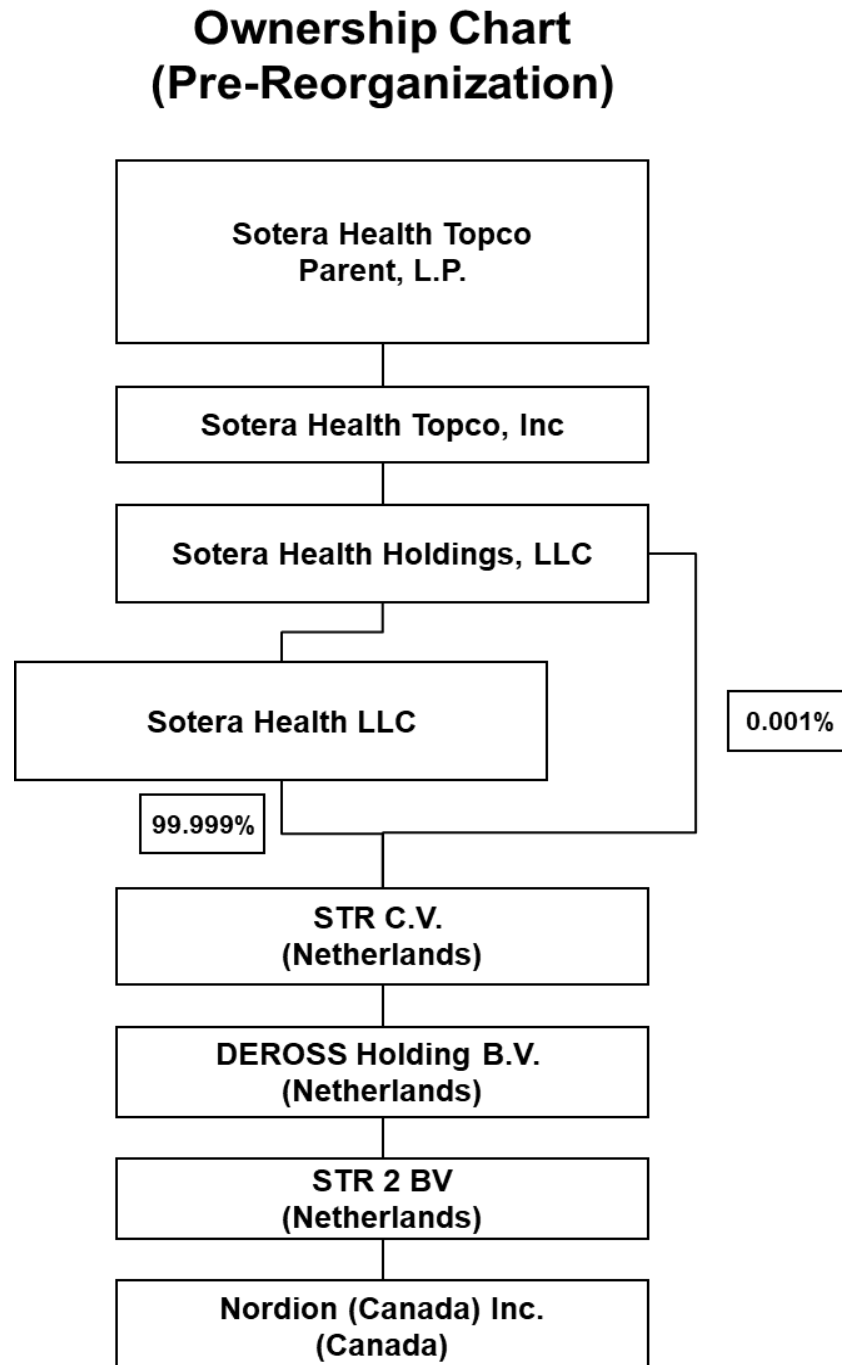
If the NRC has any questions about the proposed internal corporate reorganization described in this notice, or wishes to obtain any additional information about the change, please contact me at (613) 592-3400 ext. 2539.

Respectfully,

Richard Wassenaar  
Director, Regulatory and EHS  
Nordion (Canada), Inc.

Figures 1&2: Pre- and Post-Reorganization Structures

**FIGURE 1: PRE-REORGANIZATION CHART**



**FIGURE 2: POST-REORGANIZATION CHART**

### **Ownership Chart (Post-Reorganization)**

