Applus RTD
www.ApplusRTD.com

To: U.S. Nuclear Regulatory Commission
Region IV
Attn: License Review

RECEIVED
APR 14 2014
DNMS

RE: Proposed change in control
License 04-29076-2

Applus RTD USA, Inc. is a wholly owned subsidiary of Libertytown USA 2, Inc. and an indirect subsidiary of Applus Services, S.A. Applus Services, S.A. intends to proceed with an initial public offering ("IPO") of its ordinary shares to institutional investors on various Spanish Stock Exchanges.

Applus RTD USA, Inc. requests the jurisdictions' decision as to whether Applus RTD USA, Inc. will have a change of control as a result of the IPO by Applus Services, S.A. If the IPO constitutes a change of control, Applus RTD USA, Inc. requests the jurisdiction's approval for a change in control. (See attached appendix F).

Applus RTD USA, Inc. requests an expedited acknowledgement of approval of the proposed change in control or determination that the IPO does not constitute a change of control.

Scott Cargill 4-11-14

Scott Cargill –Corporate Radiation Safety Officer
ASNT Level III -110835 RT, MT, PT, UT, VT
AWS CWI API 510 API 570

Scott.Cargill@applusrtd.com
Office 661-695-3197
Cell 661-979-1682
Fax 661-393-8497

PUBLIC
- ☐ Immediate Release
- ☑ Normal Release

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

Reviewer: fnu Date: 04/23/14

No. 583698

UNITED STATES
NUCLEAR REGULATORY COMMISSION
REGION IV
1600 E. LAMAR BLVD.
ARLINGTON, TX 76011-4511

Change of Control and/or Change of Ownership
(Includes Change of Name)

10 CFR 30.34(b) states that "no license issued or granted pursuant to the regulations...nor any right under a license shall be transferred, assigned or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of any license to any person, unless the Commission shall...find that the transfer is in accordance with the provisions of the Act and shall give its consent in writing. Although not specifically addressed by 10 CFR 30.34, licensees undergoing a name change may also be affected by this regulation.

Control over licensed activities can be construed as the authority to decide when and how a license (licensed material and/or activities) will be used. A change of ownership may be an example of a change of control. The central issue is whether the authority over the license has changed. In all cases, determining whether a change of control has taken place or whether a change is in name only is the Commission's responsibility.

Licensees must notify the Commission when they are undergoing a possible change of control and/or a change of name. While this notification is not required within a certain time frame, NRC needs adequate time to review the submittal to ensure that the transfer is in accordance with the regulations.

In order to process your request for a change of control/ownership and/or a name change, the information on the following pages is required. Our fax number is (817) 200-1188. If you have any questions regarding our discussion or this fax, please contact me. When responding to this fax, please include the license, docket, and mail control numbers, located at the top of this page as well as the following pages. Thank you.

Definitions: Transferee: A transferee is an entity that proposes to purchase or otherwise gain control of an NRC-licensed operation.

Transferor: A transferor is an NRC licensee selling or otherwise giving up control of a licensed operation.

Information Required for Change of Control and/or Change of Ownership
(Includes Change of Name)
Source: NUREG-1556, Volume 15

Please provide the following information concerning changes of control (transferor and/or transferee, as appropriate). If any items are not applicable, state so.

1. Provide a complete description of the transaction (i.e., transfer of stocks or assets, or merger). Indicate whether the name has changed and include the new name. Include the name and telephone number of a licensee contact who NRC may contact if more information is needed.

   A. Description of the transaction: **Initial public offering of ordinary shares by upper tier parent organization (Applus Services S.A). No change in operating name (Applus RTD USA, Inc.) No change in contact, Corporate RSO (Scott Cargill).**

   B. [X] No name change

   [ ] New name of licensed organization:_____

   C. [X] No change in contact

   [ ] New contact: _____

   [ ] New telephone number: _____

2. Describe any changes in personnel or duties that relate to the licensed program. Include training and experience for new personnel.

   A. [X] No changes in personnel having control over licensed activities.

   [ ] Changes is personnel having control over licensed activities (e.g. officers of a corporation):

   B. [X] No changes in personnel named in the license.

   [ ] Changes in personnel named in the license (e.g. RSO, AUs) - include training, experience and responsibilities:

3. Describe, in detail, any changes in the organization, location, facilities, equipment or procedures that relate to the licensed program. **No Change in local or regional organization, locations, facilities, equipment etc.**

   [ ] Organization: [ ] Equipment:

   [ ] Location: [ ] Procedures:

   [ ] Facility: [ ] Not applicable

4. Describe the status of the surveillance program (i.e., surveys, wipe tests, quality control) at the present time and the expected status at the time that control is to be transferred.

   A. Description of the status of all surveillance program: **No Change in the surveillance program is proposed nor expected. All surveys, wipe tests, etc. remain current, applicable and unchanged.**

   B. Surveillance Items & Records: calibrations, leak tests, surveys, inventories, and accountability requirements will be current at the time of transfer

   [X] Yes [ ] No (explain)

5. 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.

   Records transferred to:
   [ ] New licensee [ ] NRC for license termination [X]Not applicable

   No changes in local control are proposed nor expected. All records remain current and available for audit as described in previous amendments

6. Confirm that the transferee will abide by all constraints, conditions, requirements and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.

   Applus RTD USA, Inc. will abide by all constraints, conditions,
   (transferee company)
   requirements and commitments of Applus RTD USA, Inc.
   (transferor company)

Scott Cargill - CRSO	Scott Cargill - CRSO
Signature/Title Transferee Official	Signature/Title Transferor Official
4-11-14	4-11-14
date	date

OR

[ ] Description of proposed licensed program from transferee attached (with signature)

OR

[ ] Not applicable (name change only)

Scott Cargill — 4-11-14

Certifying Officer - Signature — Date

Scott Cargill – Corporate Radiation Safety Officer
Certifying Officer - Typed name and title

BETWEEN:

Accounts Receivable/Payable
and
Regional Licensing Branches

[FOR ARPB USE]
INFORMATION FROM WBL

Program Code: 03320
Status Code: Pending Amendment
Fee Category: 3O
Exp. Date: 06/30/2020
Fee Comments:
Decom Fin Assur Reqd: N

License Fee Worksheet - License Fee Transmittal

A. REGION

1. APPLICATION ATTACHED

Applicant/Licensee:	Applus RTD USA, Inc.
Received Date:	04/14/2014
Docket Number:	3038291
Mail Control Number:	583698
License Number:	04-29076-02
Action Type:	Amendment

2. FEE ATTACHED

Amount: _____

Check No.: _____

3. COMMENTS

Signed: Colleen Murnahan

Date: 4-21-14

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: _____

Murnahan, Colleen

From: Cook, Jackie
Sent: Monday, April 14, 2014 11:08 AM
To: Murnahan, Colleen
Subject: FW: Emailing: Change in Control License 04-29076-2
Attachments: Change in Control License 04-29076-2.pdf

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Colleen:

Please set up this amendment. It needs to be forwarded to HQTRS for posting to the public website since it is a change of control/transfer of ownership. The licensee is requesting we expedite this request.

Jackie

From: Cargill, Scott [mailto:Scott.Cargill@applusrtd.com]
Sent: Friday, April 11, 2014 1:34 PM
To: Cook, Jackie
Subject: Emailing: Change in Control License 04-29076-2

Jackie,

As always, thank you for your advice and direction.

Please find attached our notice / request for approval in a change in control.

We ask that the commission expedite our request as much as possible due to the impending public offering.

Scott Cargill
Corporate Radiation Safety Officer
ASNT / PED / ACCP Level III
API 510, 570 AWS CWI
1001 - Valley Industrial Bakersfield

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T Internal 212 3197
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Applus RTD

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PUBLIC
- ☐ Immediate Release
- ☐ Normal Release

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

Reviewer:_____ Date:_____

No 583698