

NINTH SUPPLEMENTAL AGREEMENT
between
NETWORK RAIL INFRASTRUCTURE LIMITED
and
TRANSPORT FOR WALES RAIL LTD

relating to Schedule 5 of the Track Access Contract

THIS NINTH SUPPLEMENTAL AGREEMENT

is dated 27th February 2023 and made between:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED** (“**Network Rail**”), a private company limited by shares registered in England and Wales under company number 02904587, having its registered office at 1 Eversholt Street, London, NW1 2DN; and
- (2) **TRANSPORT FOR WALES RAIL LTD** (the “**Train Operator**”), a company registered in England and Wales under number 12619906, whose registered office is at 3 Llys Cadwyn, Pontypridd, CF37 4TH

Whereas:

- A. The parties entered into a Track Access Contract (Passenger Services) dated 6th August 2020 pursuant to Section 18 (7) of the Act as amended by various supplemental agreements in a form approved pursuant to Section 22 of the Act (which track access contract as subsequently amended is hereafter referred to as the “**Contract**”);
- B. The Contract was novated from Keolis Amey Operations/Gweithrediadau Keolis Amey Limited to the Train Operator pursuant to a Deed of Novation dated 7 February 2021.
- C. The parties now propose to enter into this Supplemental Agreement in order to make changes within Schedule 5.

IT IS HEREBY AGREED as follows:**1. INTERPRETATION**

In this Supplemental Agreement:

- 1.1 Words and expressions defined in and rules of interpretation set out in the Contract shall have the same meaning and effect when used in this Supplemental Agreement except where the context requires otherwise; and
- 1.2 “**Effective Date**” shall mean the date upon which the Office of Rail and Road issues its approval pursuant to Section 22 of the Act of the terms of this Supplemental Agreement.

2. EFFECTIVE DATE AND DURATION

- 2.1 The amendments made to the Contract shall have effect from the Effective Date and shall cease to have effect on the expiry or earlier termination of the Contract.

3. AMENDMENTS TO THE CONTRACT

- 3.1 In Schedule 5 Table 2.1, the entries for Service Group HL02 (Winter) and HL02 (Summer), HL03 and HL05 shall be deleted and replaced with the entries as shown in Appendix 1 to this Supplemental Agreement.

4. EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT

The parties agree that the Contract, as amended by this Supplemental Agreement, shall remain in full force and effect in accordance with its terms and with effect from and including the Effective Date and during the period in which the amendments made by this Supplemental Agreement are to have effect all references in the Contract to the "contract", "herein", "hereof", "hereunder" and other similar expressions shall, unless the context requires otherwise, be read and construed as a reference to the Contract as amended by this Supplemental Agreement.

5. LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with the law in England and Wales.

6. COUNTERPARTS

This Supplemental Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original, but all the counterparts shall together constitute but one and the same instrument.


7. THIRD PARTY RIGHTS

No person who is not a party to this Supplemental Agreement shall have any right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this Supplemental Agreement.

IN WITNESS WHEREOF Network Rail and the Train Operator have, by their duly authorised representatives, respectively entered into this Supplemental Agreement on the date first above written.

SIGNED BY

)



for and on behalf of

)

)Nick Millington, Acting Route Director, Wales & Borders

**NETWORK RAIL
INFRASTRUCTURE LIMITED**

)23rd February 2023

)

SIGNED BY

)



for and on behalf of

)

) Jan Chaudhry-Van der Velde

**TRANSPORT FOR WALES
RAIL LTD**

)

) Gyfarwyddwyr Rheoli / Managing Director

)

Appendix 1

Table 2.1:

1						2		
Service Group HL02						Passenger Train Slots		
Service Description: West Wales (Winter)						Total Weekday	Saturday	Sunday
From	To	Via	Description	TSC	Timing Load			
Cardiff Central	Maesteg	Llanharan	2.1.1	25431000	142	17	17	7
Maesteg	Cardiff Central	Llanharan	2.1.2	25431000	142	16	16	8
Carmarthen	Fishguard Harbour	Clarbeston Road	2.2.1	25432000	142	3	2	0
Carmarthen	Milford Haven	Whitland	2.2.2	25432000	142	2	2	2
Carmarthen	Swansea	Llanelli	2.2.3	25432000	142	9	9	5
Clarbeston Road	Fishguard Harbour	Goodwick	2.2.4	25431000	142	1	1	0
Fishguard Harbour	Carmarthen	Whitland	2.2.5	25431000	142	4	4	1
Fishguard Harbour	Clarbeston Road	Goodwick	2.2.6	25432000	142	1	1	0
Fishguard Harbour	Swansea	Whitland	2.2.7	25432000	142	2	2	2
Milford Haven	Carmarthen	Whitland	2.2.8	25432000	142	3	2	1
Milford Haven	Swansea	Llanelli	2.2.9	25431000	142	8	8	3
Swansea	Carmarthen	Whitland	2.2.10	25431000	142	9	9	3
Swansea	Fishguard Harbour	Whitland	2.2.11	25432000	142	3	2	3
Swansea	Haverford West	Whitland	2.2.12	25432000	142	0	1	1
Swansea	Milford Haven	Whitland	2.2.13	25432000	142	9	8	5
Whitland	Pembroke Dock	Tenby	2.2.14	25431000	142	0	0	1
Swansea	Llanelli	Gowerton	2.2.15	25432000	142	1	1	0
Llanelli	Swansea	Gowerton	2.2.16	25432000	142	1	1	0
Shrewsbury	Swansea	Llandrindod	2.3.1	25432000	142	5	5	2
Swansea	Shrewsbury	Llandrindod	2.3.2	25431000	142	5	5	2
Llandrindod	Shrewsbury		2.3.3	25432000	142	2	0	0

Shrewsbury	Llandrindod		2.3.4	25432000	142	2	0	0
Llandovery	Swansea	via Llanelli	2.3.5	25432000	142	2	0	0
Carmarthen	Llandovery		2.3.6	25432000	142	1	0	0
Llandovery	Carmarthen		2.3.7	25432000	142	0	1	0
Swansea	Llandovery		2.3.7	25432000	142	1	1	0
Carmarthen	Pembroke Dock	Llanelli	2.4.1	25437000	142	1	1	1
Pembroke Dock	Carmarthen	Whitland	2.4.2	25432000	142	1	1	1
Pembroke Dock	Swansea	Llanelli	2.4.3	25432000	142	8	8	3
Swansea	Pembroke Dock	Llanelli	2.4.4	25432000	142	8	8	2
Tenby	Swansea	Llanelli	2.4.5	25432000	142	0	0	0
Whitland	Tenby	Narberth	2.4.6	25437000	142	0	0	0
Cardiff Central	Swansea	Pontyclun	2.5.1 Slow	25438000	142	12	12	3
Cardiff Central	Swansea	Bridgend	2.5.2 Fast	25438000	142	12	12	14
Cardiff Central	Bridgend	Pontyclun	2.5.3	25438000	142	5	5	0
Bridgend	Cardiff Central	Pontyclun	2.5.3.1	25438000	142	6	4	0
Swansea	Cardiff Central	Pontyclun	2.5.4 Slow	25438000	142	12	12	2
Swansea	Cardiff Central	Bridgend	2.5.5 Fast	25438000	142	12	12	14
Bridgend	Barry	Rhose	2.6.1	25439000	142	19	18	8
Barry	Bridgend	Rhose	2.6.2	25439000	142	18	17	8

Table 2.1

1						2		
Service Group: HL02						Passenger Train Slots		
Service Description: West Wales (Summer)						Total Weekday	Saturday	Sunday
From	To	Via	Description	TSC	Timing Load			
Cardiff Central	Maesteg	Llanharan	2.1.1	25431000	142	17	17	7
Maesteg	Cardiff Central	Llanharan	2.1.2	25431000	142	16	16	8
Carmarthen	Fishguard Harbour	Clarbeston Road	2.2.1	25432000	142	3	2	0
Carmarthen	Milford Haven	Whitland	2.2.2	25432000	142	2	2	2
Carmarthen	Swansea	Llanelli	2.2.3	25432000	142	9	9	5
Clarbeston Road	Fishguard Harbour	Goodwick	2.2.4	25432000	142	1	1	0
Fishguard Harbour	Carmarthen	Whitland	2.2.5	25432000	142	4	4	1
Fishguard Harbour	Clarbeston Road	Goodwick	2.2.6	25432000	142	1	1	0
Fishguard Harbour	Swansea	Whitland	2.2.7	25432000	142	2	2	2
Milford Haven	Carmarthen	Whitland	2.2.8	25432000	142	3	2	4
Milford Haven	Swansea	Llanelli	2.2.9	25432000	142	8	8	3
Swansea	Carmarthen	Llanelli	2.2.10	25432000	142	9	9	3
Swansea	Fishguard Harbour	Whitland	2.2.11	25432000	142	3	2	3
Swansea	Haverfordwest	Whitland	2.2.12	25432000	142	0	1	1
Swansea	Milford Haven	Whitland	2.2.13	25432000	142	9	8	5
Whitland	Pembroke Dock	Tenby	2.2.14	25432000	142	0	0	1
Whitland	Fishguard Harbour	Clarbeston Road	2.2.15	25432000	142	0	1	0
Swansea	Llanelli	Gowerton	2.2.16	25432000	142	1	1	0
Llanelli	Swansea	Gowerton	2.2.17	25432000	142	1	1	0
Shrewsbury	Swansea	Llandrindod	2.3.1	25435000	142	5	5	2
Swansea	Shrewsbury	Llandrindod	2.3.2	25435000	142	5	5	2
Llandrindod	Shrewsbury	-	2.3.3	25435000	142	2	0	0
Shrewsbury	Llandrindod	-	2.3.4	25435000	142	2	0	0

Llandovery	Swansea	via Llanelli	2.3.5	25435000	142	2	0	0
Carmarthen	Llandovery	-	2.3.6	25435000	142	1	0	0
Llandovery	Carmarthen		2.3.7	25432000	142	0	1	0
Swansea	Llandovery		2.3.8	25432000	142	1	1	0
Carmarthen	Pembroke Dock	Whitland	2.4.1	25437000	142	1	1	1
Pembroke Dock	Carmarthen	Whitland	2.4.2	25437000	142	1	1	2
Pembroke Dock	Swansea	Llanelli	2.4.3	25437000	142	8	8	3
Swansea	Pembroke Dock	Llanelli	2.4.4	25437000	142	8	8	3
Tenby	Carmarthen	Llanelli	2.4.5	25437000	142	0	0	0
Whitland	Tenby	Narberth	2.4.6	25437000	142	0	0	0
Carmarthen	Tenby	Narberth	2.4.7	25437000	142	0	0	1
Cardiff	Swansea	Pontyclun	2.5.1 Slow	25348000	142	12	12	3
Cardiff	Swansea	Bridgend	2.5.2 Fast	25348000	142	12	12	14
Cardiff	Bridgend	Pontyclun	2.5.3	25348000	142	5	5	0
Bridgend	Cardiff	Pontyclun	2.5.3.1	25348000	142	6	4	0
Swansea	Cardiff	Pontyclun	2.5.4 Slow	25348000	142	12	12	2
Swansea	Cardiff	Bridgend	2.5.5 Fast	25348000	142	12	12	13
Bridgend	Barry	Rhose	2.6.1	25439000	142	19	18	8
Barry	Bridgend	Rhose	2.6.2	25439000	142	18	17	8

Table 2.1

1						2		
Service Group: HL03						Passenger Train Slots		
Service Description: Cardiff to Gloucestershire and Ebbw Vale						Total Weekday	Saturday	Sunday
From	To	Via	Description	TSC	Timing Load			
Cheltenham Spa	Cardiff Central	Lydney	3.1.1	25429000	170	14	18	6
Cardiff Central	Cheltenham Spa	Lydney	3.1.2	25429000	170	14	17	6
Gloucester	Cardiff Central	Lydney	3.1.3	25429000	170	4	0	2
Cardiff Central	Gloucester	Lydney	3.1.4	25429000	170	5	2	2
Newport	Cardiff Central	-	3.1.5	25429000	170	1	2	0
Cardiff Central	Newport	-	3.1.6	25429000	170	1	2	0
Cardiff Central	Ebbw Vale Town	Ebbw Jn	3.2.1	25444001	150	17	17	3
Ebbw Vale Town	Cardiff Central	Ebbw Jn	3.2.2	25444001	150	17	17	2
Cardiff Central	Ebbw Vale Town	Newport	3.2.1.1	25444001	150	0	0	5
Ebbw Vale Town	Cardiff Central	Newport	3.2.2.2	25444001	150	0	0	6
Newport	Crosskeys	Gaer Jn	3.2.3	25444001	150	15	15	0
Crosskeys	Newport	Gaer Jn	3.2.4	25444001	150	15	15	0

Notes

1. The quantum uplift in access rights granted through the 9th Supplemental Agreement for services between Cardiff Central - Cheltenham Spa in Service Group HL03 will not commence until 27th March 2023.

Service group – HL05 Service Description: Valley Lines and Cardiff Local Services													
Service Description:						Total Weekday	Peak Times		Off-peak times	Total Saturday	Saturday		Sunday
From	To	Via	Description	TSC	Timing Load		Morning Peak	Evening Peak			Peak	Off-peak	
Cardiff Central	East Boundary		5.1.2	25430000	142	0	n/a	n/a	0	0	n/a	n/a	1
East Boundary	Cardiff Central		5.1.3	25430000	142	1	n/a	n/a	0	1	n/a	n/a	0
Cardiff Central	West Boundary	Ninian Park	5.2.1	25440000	142	28	5	5	18	27	16	11	0
West Boundary	Cardiff Central	Ninian Park	5.2.2	25440000	142	27	3	5	19	27	16	11	0
West Boundary	Cardiff Central	Ninian Park	5.2.3	25440000	142	1	1	0	0	1	0	1	0
East Boundary	Cardiff Central		5.3.2	25441000	142	33	4	5	24	33	16	17	11
Cardiff Central	East Boundary		5.3.3	25441000	142	32	5	4	23	32	17	15	10
Barry	Cardiff Central	Cogan	5.4.1	25442000	142	20	4	3	13	18	8	10	8
Barry Island	Cardiff Central	Cogan	5.4.2	25442000	142	44	7	7	30	45	24	21	24 (30 in Summer)
Cardiff Central	Barry	Cogan	5.4.3	25442000	142	19	4	2	13	17	8	9	8
Cardiff Central	Barry Island	Cogan	5.4.4	25442000	142	44	8	8	28	45	24	21	24 (30 in Summer)

Cardiff Central	Penarth	Grangetown	5.5.1	25443000	142	56	8	10	38	56	30	26	8
Penarth	Cardiff Central	Grangetown	5.5.2	25443000	142	56	8	8	40	56	30	26	8
Cardiff Central	East Boundary		5.6.1	25445000	142	30	7	3	20	30	16	14	0
East Boundary	Cardiff Central		5.6.2	25445000	142	30	4	5	21	30	15	15	0
Cardiff Central	East Boundary		5.7.1	25446000	142	23	4	5	14	23	9	14	8
East Boundary	Cardiff Central		5.7.3	25446000	142	23	4	4	15	23	11	12	8
Cardiff Central	East Boundary		5.8.1	25447000	142	3	2	1	0	0	0	0	0
Cardiff Central	East Boundary		5.8.2	25447000	142	30	5	5	20	30	16	14	14
East Boundary	Cardiff Central		5.8.3	22447000	142	0	0	0	0	1	1	0	0
East Boundary	Cardiff Central		5.8.4	25447000	142	1	1	0	0	1	0	1	0
East Boundary	Cardiff Central		5.8.5	25447000	142	1	1	0	0	0	0	0	0
East Boundary	Cardiff Central		5.8.6	25447000	142	31	5	5	21	31	16	15	14
East Boundary	Cardiff Central		5.9.1	25448000	142	33	2	7	24	33	23	10	0
East Boundary	Cardiff Central		5.9.2	25448000	142	4	0	0	4	4	0	4	12
Cardiff Central	East Boundary		5.9.3	25448000	142	33	6	5	22	33	24	9	0

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Cardiff Central	East Boundary		5.9.4	25448000	142	5	0	0	5	5	0	5	12
Cardiff Central	East Boundary		5.9.5	25448000	142	18	5	1	12	18	8	10	12
Cardiff Central	East Boundary		5.9.6	25448000	142	2	0	1	1	2	0	2	0
East Boundary	Cardiff Central		5.9.7	25448000	142	18	5	2	11	18	8	10	11
East Boundary	Cardiff Central		5.9.8	25448000	142	1	0	0	1	0	0	0	0