

8th SUPPLEMENTAL AGREEMENT

Between

NETWORK RAIL INFRASTRUCTURE LIMITED

-and-

First MTR South Western Trains Limited

**Relating to amendments to the
Track Access Contract (Passenger Services)
dated 9th April 2019**

THIS 8th SUPPLEMENTAL AGREEMENT is dated the 5th May 2020 and made;

BETWEEN

- (1) **Network Rail Infrastructure Limited**, a company registered in England under number 2904587, having its registered office at 1 Eversholt Street, London NW1 2DN ("**Network Rail**"); and
- (2) **First MTR South Western Trains Limited** a company registered in England and Wales under number 07900320, having its registered office at 4th Floor, Capital House, 25 Chapel Street, London NW1 5DH (the "**Train Operator**").

WHEREAS

- (A) The parties entered into a Track Access Contract dated the 9th April 2019 in a form approved by the Office Of Rail and Road (ORR) pursuant to directions under section 18 (7) of the Railways Act 1993 (the Act) as amended by various supplemental agreements each in a form approved by ORR pursuant to section 22 of the Act (which track access contract as subsequently amended is hereafter referred to as the "Contract").
- (B) The parties wish to amend the Contract in the terms described below.

IT IS AGREED AS FOLLOWS:

INTERPRETATION

In this Supplemental Agreement, unless the context otherwise requires:

- 1) words and phrases defined in, and rules of interpretation set out in, the Contract shall have the same meaning and effect when used in this Supplemental Agreement.
- 2) "**Effective Date**" means the later of 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, and 02:00 on the Subsidiary Change Date in 2020.

EFFECTIVE DATE AND TERM

The amendments to the Contract as set out in this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect on the expiry or earlier termination of the Contract

1. **AMENDMENTS TO SCHEDULE 5**

Schedule 5 of the Contract shall be amended as follows:

- 1.1 Table 2.1 (Service Group HY02) shall be amended by deleting the rows relating to the services shown in Table 1.

1						2					
Service Group HY02											
Service description: South Hampshire Locals						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Southampton Central	Portsmouth and Southsea	Direct	Local	24631104	450	0	0	14	14	15	17
Southampton Central	Portsmouth Harbour	Direct	Local	24631104	450	0	0	4	4	3	0

Table 1 (Rows to be deleted from Table 2.1 Service Group HY02)

- 1.2 Table 2.1 (Service Group HY02) shall be amended by adding the rows relating to the services shown in Table 2.

1						2					
Service Group HY02											
Service description: South Hampshire Locals						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Southampton Central	Portsmouth and Southsea	Direct	Local	24631104	450	0	0	13	13	15	17
Southampton Central	Portsmouth Harbour	Direct	Local	24631104	450	0	0	5	5	3	0

Table 2 (Rows to be added to Table 2.1 Service Group HY02)

1.3 Table 2.1 (Service Group HY03) shall be amended by deleting the rows relating to the services shown in Table 3.

1						2					
Service Group HY03											
Service description: Waterloo – West of England						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Salisbury	Waterloo	Woking	Semi-Fast	24623104	159	1	0	9	10	14	3
Yeovil Junction	Weymouth	Yeovil Pen Mill	Stopping	24623104	159	0	0	0	0	1	0
Weymouth	Yeovil Junction	Yeovil Pen Mill	Stopping	24623104	159	0	0	0	0	1	0

Table 3 (Rows to be deleted from Table 2.1 Service Group HY03)

1.4 Table 2.1 (Service Group HY03) shall be amended by adding the rows relating to the services shown in Table 4.

1						2					
Service Group HY03											
Service description: Waterloo – West of England						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Salisbury	Waterloo	Woking	Semi-Fast	24623104	159	1	0	9	10	15	3

Table 4 (Rows to be added to Table 2.1 Service Group HY03)

1.5 In Table 2.2, a new entry for Service Group HY03 shall be inserted as set out below in Table 5.

1					2		
Service Group HY03							
Service description: Waterloo – West of England					Additional Passenger Train Slots		
From	To	Via	Description	TSC	Weekday	Saturday	Sunday
Yeovil Junction	Salisbury	Direct	Semi-Fast	24623104	1a	0	0

Notes to Table:

a Rights expire at 02.00 on 12 December 2020

Table 5 (In Table 2.2, a new entry for Service Group HY03 shall be inserted)

1.6 Table 2.1 (Service Group HY04) shall be amended by deleting the rows relating to the services shown in Table 6.

1						2					
Service Group HY04											
Service description: Waterloo – Farnham/Alton						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Waterloo	Farnham	Woking	Semi-Fast	24632204	450	0	1	1	2	0	1

Table 6 (Rows to be deleted from Table 2.1 Service Group HY04)

1.7 Table 2.1 (Service Group HY04) shall be amended by adding the rows relating to the services shown in Table 7.

1						2					
Service Group HY04											
Service description: Waterloo – Farnham/Alton						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Waterloo	Farnham	Woking	Semi-Fast	24632204	450	0	0	0	0	0	1
Waterloo	Aldershot	Woking	Semi-Fast	24632204	450	0	1	1	2	0	0

Table 7 (Rows to be added to Table 2.1 Service Group HY04)

1.8 Table 2.1 (Service Group HY07) shall be amended by deleting the rows relating to the services shown in Table 8.

1						2					
Service Group HY07											
Service description: Waterloo - Portsmouth						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Waterloo	Portsmouth Harbour	Woking/Guildford	Fast	24621104	450	0	6	27	33	32	17
Waterloo	Portsmouth Harbour	Woking/Guildford	Semi-Fast	24621204	450	0	2	8	10	5	16
Waterloo	Portsmouth and Southsea	Woking/Guildford	Semi-Fast	24621204	450	0	1	12	13	14	0

Table 8 (Rows to be deleted from Table 2.1 Service Group HY07)

1.9 Table 2.1 (Service Group HY07) shall be amended by adding the rows relating to the services shown in Table 9.

1						2					
Service Group HY07											
Service description: Waterloo - Portsmouth						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Waterloo	Portsmouth Harbour	Woking/Guildford	Fast	24621104	450	0	6	27	33	33	17
Waterloo	Portsmouth Harbour	Woking/Guildford	Semi-Fast	24621204	450	0	2	9	11	5	16
Waterloo	Portsmouth and Southsea	Woking/Guildford	Semi-Fast	24621204	450	0	1	11	12	14	0

Table 9 (Rows to be added to Table 2.1 Service Group HY07)

1.10 Table 2.1 (Service Group HY08) shall be amended by deleting the rows relating to the services shown in Table 10.

1						2					
Service Group HY08											
Service description: Waterloo – Weymouth						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Eastleigh	Waterloo	Woking	Semi-Fast	24629204	450	5	0	13	18	16	7
Salisbury	Romsey	St Denys/ Eastleigh	Local	24629404	159	0	0	17	17	17	14
Totton	Romsey	St Denys/ Eastleigh	Local	24629404	159	0	0	1	1	0	0

Table 10 (Rows to be deleted from Table 2.1 Service Group HY08)

1.11 Table 2.1 (Service Group HY08) shall be amended by adding the rows relating to the services shown in Table 11.

1						2					
Service Group HY08											
Service description: Waterloo – Weymouth						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Eastleigh	Waterloo	Woking	Semi-Fast	24629204	450	5	0	14	19	16	7
Salisbury	Romsey	St Denys/ Eastleigh	Local	24629404	159	0	0	18	18	17	14
Poole	Waterloo	Eastleigh	Fast	24620104	450	0	0	0	0	0	1

Table 11 (Rows to be added to Table 2.1 Service Group HY08)

GENERAL

The Contract, as amended by this Supplemental Agreement, shall remain in full force and effect in accordance with its terms, 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.

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.

LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with English Law.

COUNTERPARTS

This Supplemental Agreement may be executed in two counterparts which, taken together, shall constitute one and the same document. Either party may enter into this Supplemental Agreement by signing either of such counterparts.

IN WITNESS of which the duly authorised representatives of Network Rail and the Train Operator have executed this Supplemental Agreement on the date first above written.

Signed by



Print name Mark Killick

Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED

Signed by



Print name Steve Montgomery

Duly authorised for and on behalf of
FIRST MTR SOUTH WESTERN TRAINS LIMITED