
FIFTH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED
as Network Rail

and

TRENITALIA c2c LIMITED (trading as c2c)
as Train Operator

Relating to the Track Access Contract dated 3 March 2017

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BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under company number 2904587 having its registered office 1 Eversholt Street, London NW1 2DN ("Network Rail"); and
- (2) **TRENITALIA c2c LIMITED (trading as c2c)** a company registered in England under number 07897267 having its registered office at 2nd Floor, Cutlers Court, 115 Houndsditch, London EC3A 7BR (the "Train Operator").

WHEREAS:

- (A) The parties entered into a Track Access Contract (Passenger Services) (which is hereafter referred to as the "Contract") dated 3 March 2017 in a form approved by the Office of Rail and Road (ORR) under Section 18(7) of the Railways Act 1993 as amended by various Supplemental Agreements.
- (B) The parties now propose to enter into this Supplemental Agreement in order to amend the Contract as described herein.

IT IS HEREBY AGREED as follows:

1. INTERPRETATION

In this Supplemental Agreement:

- (A) 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;
- (B) Effective Date means 0200 on the Principal Change Date 2018

2. EFFECTIVE DATE AND TERM

- 2.1 The amendments made to the Contract as set out in paragraph 3 of this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect at the Expiry Date or earlier termination of the contract.

3. AMENDMENTS TO SCHEDULE 5

- 3.1 In Schedule 5 of the contract, Table 2.1 shall be deleted in its entirety and replaced with the Table 2.1 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 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. 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.

6. LAW

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

7. 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.

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

SIGNED by) *M Duzmaz*
duly authorised for and on behalf of) MELIHA DUZMAZ
NETWORK RAIL)
INFRASTRUCTURE LIMITED) MD, ANGLIA

SIGNED by) *RWTaylor*
duly authorised for and on behalf of) ROB TAYLOR
TRENITALIA c2c LIMITED (trading as c2c)) FD, c2c

1							2					
Service Group HT01p and HT01op												
Service description							Passenger Train Slots					
From	To	Via	Description	TSC	Timing	Load	Peak times		Off-Peak times	Weekday	Saturday	Sunday
							Morning Peak	Evening Peak				
London Street	Fenchurch	Pitsea	Rainham	2.5	27936004 28936004	357	0 ✓	9 ✓	2 ✓	11 ✓	0 ✓	0 ✓
Pitsea	London Street	Fenchurch	Rainham	2.6	27936004 28936004	357	6 ✓	0 ✓	6 7 ✓	12 13 ✓	0 ✓	0 ✓
London Street	Fenchurch	Grays	Rainham	2.7	27936004 28936004	357	0	2	35 36	37 38	36	29
Grays	London Street	Fenchurch	Rainham	2.8	27936004 28936004	357	1	0	32 31	33 32	36	31
Barking	Grays	Rainham	Ockendon	2.9	27936004	357	0 ✓	0 ✓	2 ✓	2 ✓	0 ✓	1 ✓
London Street	Fenchurch	Shoeburyness	Ockendon	3.1	24936004	357	0	0	7	7	5	4
Shoeburyness	London Street	Fenchurch	Ockendon	3.2	24936004	357	0	0	0	0	0	4
London Street	Fenchurch	Southend Central	Ockendon	3.3	24936004	357	0	2 1	20 21	22	33	26
Southend Central	London Street	Fenchurch	Ockendon	3.4	24936004	357	1	0	24 23	25 24	38	27
Thorpe Bay	London Street	Fenchurch	Ockendon	3.5	24936004	357	0	0	3	3	0	0
London Street	Fenchurch	Pitsea	Ockendon	3.6	24936004	357	0 ✓	4 2 ✓	6 4 ✓	6 ✓	0 ✓	0 ✓
Pitsea	London Street	Fenchurch	Ockendon	3.7	24936004	357	0	0	4 2	4 2	0	0
London Street	Fenchurch	Grays	Ockendon	3.8	24936004	357	0	8	1	9	0	0
Grays	London Street	Fenchurch	Ockendon	3.9	24936004	357	11	0	5	16	0	0
Barking	Southend Central	Ockendon	Ockendon	3.10	24936004	357	0 ✓	0 ✓	1 ✓	1 ✓	1 ✓	2 ✓
Southend Central	Barking	Ockendon	Ockendon	3.11	24936004	357	0	0	0	0	1	0
Shoeburyness	London Street	Liverpool	Laindon	4.1	21936004	357	0 ✓	0 ✓	0 ✓	0 ✓	31 ² ✓	28 ¹ ✓
London Liverpool Street	Shoeburyness	Laindon	Laindon	4.2	21936004	357	0 ✓	0 ✓	0 ✓	0 ✓	31 ² ✓	28 ¹ ✓

APPENDIX 1 – TABLE 2.1 PASSENGER TRAIN SLOTS

1							2					
Service Group HT01p and HT01op												
Service description							Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday	Saturday	Sunday	
						Morning Peak	Evening Peak					
London Fenchurch Street	Shoeburyness	Laindon	1.1	21936004 26936004	357	0	19	65 66	84 85	36	9	
Shoeburyness	London Fenchurch Street	Laindon	1.2	21936004 26936004	357	13	0	62	75	35	7	
Shoeburyness	London Fenchurch Street	Laindon	1.2.1	21936004 26936004	357	1	0	0	1	0	0	
Shoeburyness	London Fenchurch Street	Laindon	1.2.2	21936004 26936004	357	4 0	0	0	4 0	0	0	
Shoeburyness	London Fenchurch Street	Laindon	1.2.3	21936004 26936004	357	1	0	0	1	0	0	
✓ Thorpe Bay	✓ London Fenchurch Street	✓ Laindon	1.3	21936004 26936004	357	4 2	0	1	2 3	0	0	
✓ Thorpe Bay	✓ London Fenchurch Street	✓ Laindon	1.3.1	21936004 26936004	357	1	0	0	1	0	0	
London Fenchurch Street	Southend Central	Laindon	1.4	21936004 26936004	357	0	6 5	4	40 9	0	0	
✓ Southend Central	✓ London Fenchurch Street	✓ Laindon	1.5	21936004	357	3 2	0	4	7 6	0	0	
✓ Laindon	✓ London Fenchurch Street	✓ West Horndon	1.6	21936004 26936004	357	5 4	0	4 0	6 5 4	0	0	
London Fenchurch Street	Laindon	West Horndon	1.7	21936004 26936004	357	0	0	4 3	5 3	0	0	
London Fenchurch Street	Leigh on Sea	Laindon	1.8	21936004 26936004	357	0	5 6	2	7 8	0	0	
✓ Leigh on Sea	✓ Fenchurch Street	✓ Laindon	1.9	21936004 26936004	357	6	0	3	9	0	0	
✓ London Fenchurch Street	✓ Shoeburyness	✓ Rainham	2.1	27936004 28936004	357	0	1	0	1	2	0	
✓ Shoeburyness	✓ London Fenchurch Street	✓ Rainham	2.2	27936004 28936004	357	1	0 1	0 1	4 2	0	0	
✓ Thorpe Bay	✓ London Fenchurch Street	✓ Rainham	2.3	28936004 27936004	357	1	0	0	1	0	0	
✓ Southend Central	✓ London Fenchurch Street	✓ Rainham	2.4	27936004 28936004	357	3	0	4 0	4 3	0	0	