

NOVATION OF TRACK ACCESS AGREEMENT

This deed relates to a Novation of Track Access Agreement with provision for Re-novation dated 29th March 2010 (as amended and supplemented from time to time, the "**Novation Deed**") between Network Rail Infrastructure ("**Network Rail**"), Nexus the trading name of the Tyne & Wear Passenger Transport Executive ("**Nexus**") and DB Regio Tyne & Wear ("**DBTW**").

Terms defined in the Novation Deed have the same meaning in this deed, unless otherwise stated.

1. Nexus hereby:

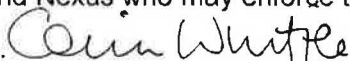
- 1.1 accepts the transfer of all of the Operator's rights and obligations under the Track Access Agreement in accordance with clause 4 of the Novation Deed from DBTW;
- 1.2 accepts and confirms the application of, and undertakes to be bound by and comply with, the provisions of clause 4 of the Novation Deed; and
- 1.3 undertakes for the benefit of Network Rail, to be bound by the Track Access Agreement as if it was an original party to it, subject to and in accordance with the provisions of clause 4 of the Novation Deed.

2. The New Operator's contact details are:

ATTENTION: Colin Whittle – Transition Director
ADDRESS: Nexus, Nexus House, St James' Boulevard, Newcastle upon Tyne, NE1 4AX
EMAIL: colin.whittle@nexus.org.uk
TELEPHONE: 0191 203 3239

3. This deed shall be governed by and construed in accordance with the laws of England and Wales.
4. This deed may be entered into in any number of counterparts and by the parties to it in separate counterparts, all of which when taken together shall constitute one and the same document.
5. No term of this deed is enforceable by a person who is not a party to it, other than Network Rail, and Nexus who may enforce the provisions of this deed.

Executed as a deed by:



METRO TRANSITION DIRECTOR

Tyne & Wear Passenger Transport Executive t/a Nexus.

28.3.17