Seventh Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED as Network Rail

and

EAST COAST MAIN LINE COMPANY LIMITED as Train Operator

relating to the Track Access Contract (Passenger Services) dated 3rd March 2017

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THIS SEVENTH SUPPLEMENTAL AGREEMENT is dated 16^{TH} MAY 2018 and made

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under company number 02904587, having its registered office at 1 Eversholt Street, London, NW1 2DN ("**Network Rail**"); and
- (2)**EAST COAST MAIN LINE COMPANY LIMITED**, a company registered in England under number 4659708 having its registered office at Friars Bridge Court, 41-45 Blackfriars Road, London, SE1 8NZ (the "**Train Operator**").

WHEREAS:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 03 March 2017 in a form approved by the Office of Rail and Road pursuant to section 17 of 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 is hereafter referred to as the "Contract").
- (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:

- 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.
- 1.2 "Effective Date" means 00.01 hours 27th May 2018.

2. OFFICE OF RAIL AND ROAD – GENERAL APPROVAL

This Supplemental Agreement is entered into pursuant to the Passenger Access (Short Term Timetable and Miscellaneous Changes) General Approval 2009.

3. EFFECTIVE DATE AND TERM

The amendments to the Contract pursuant to 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.

4. AMENDMENTS TO SCHEDULE 8

4.1 Appendix 1 of Schedule 8 will be deleted and replaced in its entirety with the version set out in Appendix 1 to this Supplemental Agreement.

The parties are seeking to make this amendment in order to adjust the values in columns B and F of Appendix 1 to neutralise the impact of changes made to berthing offsets.

5. EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT

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.

6. 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.

7. <u>LAW</u>

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

8. <u>COUNTERPARTS</u>

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.

<u>IN WITNESS</u> whereof 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 A MANTOSA Duly authorised for and on behalf of NETWORK RAIL INFRASTRUCTURE LIMITED

SIGNED by

Print name WALLICK PENT Duly authorised for and on behalf of EAST COAST MAIN LINE COMPANY LIMITED

APPENDIX 1

| В | С | D | E | F | G | Н | I | J | K | | L | м | N | 0 |
|--------------|--|---|--|--|---|---|---|---|---|--|---|---|---|--|
| Network Rail | | | | | | | | | | | | | | |
| Performance | Pa | Payment Rate | | | | | | | | | | | | |
| Point | (<u>Not</u> <u>Used)</u> | (<u>Not</u> <u>Used</u>) | Total | Point | <u>(Not Used)</u> | (Not Used) | Total | Cancellation Minutes | Сар | Service Code | | Direction | Monitoring Point | Weighting |
| | | | \times | × | | | \times | 90 | 270 | 700 | London Kings X – | Forward | London Kings Cross | × |
| | | | | | | | | | | | York – Newcastle – Edinburgh - | Forward | Peterborough | \times |
| | | | | | | | | | | | Glasgow | Forward | Edinburgh | × |
| 2014-15 🔀 | | | | | | | | | | | | Forward | Doncaster | * |
| 2015 16 😪 | | | | | | | | | | | | Forward | Newcastle | × |
| 2013-10 🔊 | | | | | | | | | | | | Forward | York | × |
| 2016-17 🔀 | | | | | | | | | | | | Reverse | Glasgow Central | * |
| | | | | | | | | | | | | Reverse | Peterborough | × |
| 2017-18 🔀 | | | | | | | | | | | | Reverse | Newcastle | \times |
| | | | | | | | | | | | | Reverse | Edinburgh | \times |
| 2018-19 🔀 | | | | | | | | | | | | Reverse | York | \times |
| | | | | | | | | | | | | Reverse | Sunderland | |
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |
| | Performance Point N 2014-15 × 2015-16 × 2016-17 × | Performance Point Pa 2014-15 × 2015-16 × 2016-17 × 2017-18 × | Network Rail Performance Point Payment Rail 2014-15 × 2015-16 × 2016-17 × 2017-18 × | Network Rail Performance Point Payment Rate ①Not ①sed) ①Not ①sed) Total 2014-15 % > > 2015-16 % > 2016-17 % 2017-18 % | Network Rail Performance Performance Payment Rate Performance $1 \\ 1 \\ 1 \\ 1 \\ 1 \\ 1 \\ 1 \\ 1 \\ 1 \\ 1 \\$ | Network RailTOPerformance PointPerformance PointPPoint $(Not Used)$ $(Not Used)$ $(Not Used)$ $(Not 1)$ $(Not Used)$ $(Not 1)$ $(Not Used)$ $(2014-15) \times$ (A) (A) (A) (A) $(2015-16) \times$ (A) (A) (A) (A) $(2016-17) \times$ (A) (A) (A) (A) $(2017-18) \times$ (A) (A) (A) (A) | Network RailTOCPerformance PointPayment Rat PointPerformance PointPayment RatPoint $(Not Used)$ $(Not Used)$ $(Not Used)$ $(Not Used)$ $(Not Used)$ $(Not Used)$ 2014-15 × (A) (A) (A) (A) (A) (A) (A) (A) (A) 2015-16 × (A) (A) (A) (A) (A) (A) (A) (A) (A) 2016-17 × (A) (A) (A) (A) (A) (A) (A) (A) (A) 2017-18 × (A) (A) (A) (A) (A) (A) (A) (A) | Network RailTOCPerformance PointPayment Rate PointPerformance Used)Payment Rate Used)Performance Not Used)Not Used)Total $(Not Used)$ 2014-15 × $(A + A + A + A + A + A + A + A + A + A +$ | Network RailPerformance PointPayment Rate PointPerformance PointPayment Rate Not Used)Cancellation Minutes11 | Network RailTotalPerformance PointPayment Rate (Not Used)Performance (Not Used)Payment Rate (Not Used)Cancellation MinutesCap2014-15 \times \times \times \times \times \times \times \times 902702014-15 \times $ -$ | Network RailTOCIntermediatePerformance PointPayment Rate (Not Used)Cancellation MinutesCapS2014-15 \times Intermediate IntermediateIntermediate PointIntermediate PointPayment Rate PointCancellation MinutesCapS2014-15 \times Intermediate IntermediateIntermediate PointIntermediate IntermediateIntermediate Intermediate2014-15 \times Intermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate Intermediate2014-15 \times Intermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate Intermediate2016-17 \times Intermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate Intermediate2017-18 \times Intermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate IntermediateIntermediate Intermediate2017-18IntermediateIntermediate IntermediateIntermediate IntermediateInterme | Vetwork RailPerformance Point <t< td=""><td>Network Rail TOC cancellation Mainteendot Mainteendot</td><td>Network Rail TOC Interview of the colspan="4" interv</td></t<> | Network Rail TOC cancellation Mainteendot Mainteendot | Network Rail TOC Interview of the colspan="4" interv |

| A | В | С | D | E | F | G | н | I | J | K | | L | М | Ν | 0 |
|-------------------|-------------|------------------------------|------------------------------|-------|-------------|-------------------|------------|-------|-------------------------|-----|--------------|------------------------------------|--------------------|------------------------------------|-----------|
| | 1 | Network F | Rail | | | | | | | | | | | | |
| Service Group | Performance | Pa | ayment Ra | ate | Performance | Р | ayment Rat | e | 0 | | Service Code | | | Monitoring Point | |
| | Point | (<u>Not</u> <u>Used)</u> | (<u>Not</u> <u>Used)</u> | Total | Point | <u>(Not Used)</u> | (Not Used) | Total | Cancellation Minutes | Сар | | | Direction | | Weighting |
| HB02 | 2014-15 🔀 | | | × | ≫ | | | × | 90 | 270 | 702 | London Kings X – Peterborough - | Forward | Wakefield Westgate | ××× |
| WEST YORKSHIRE | 2015-16 🔀 | | | | | | | | | | | Leeds | Forward Forward | London Kings Cross Peterborough | ≫ |
| All Trains | 2016-17 🔀 | | | | | | | | | | | | Reverse Reverse | Newark Northgate Peterborough | × × |
| | 2017-18 🔀 | | | | | | | | | | | | Reverse | Leeds | × |
| | 2018-19 🔀 | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |

| Α | В | С | D | E | F | G | н | I | J | К | | L | м | N | 0 |
|---------------------------|----------------------|--------------|-----------------|----------|----------------------|---|------------|-------------|-------------------------|-----|--------------|--------------------------------|-----------|-------------------------|-----------|
| _ | 1 | Rail | | тос | | | | | | | | | | | |
| Service Group | Performance Point | e Pa | (Not (Not Total | | Performance Point | | ayment Rat | te Total | Cancellation Minutes | Сар | Service Code | | Direction | Monitoring Point | Weighting |
| | | <u>Used)</u> | Used) | | | | | | Minutes | | | | | | |
| HB04 | | | | × | × | | | × | 270 | 270 | 703 | London Kings X – | Forward | London Kings Cross | × |
| WEST | 2014-15 🔀 | | | | | | | | | | | Bradford – Harrogate - Hull | Forward | Doncaster | \times |
| YORKHIRE (Kings X - | | | | | | | | | | | | | Reverse | Bradford Forster Square | \times |
| Bradford / Hull) | 2015-16 🔀 | | | | | | | | | | | | Reverse | Wakefield Westgate | \times |
| All Trains | 2016-17 🔀 | | | | | | | | | | | | Reverse | Peterborough | ⊁ |
| | 2010-17 × | | | | | | | | | | | | Reverse | Doncaster | \times |
| | 2017-18 🔀 | | | | | | | | | | | | Reverse | Skipton | \times |
| | | | | | | | | | | | | | Reverse | Leeds | × |
| | 2018-19 🔀 | | | | | | | | | | | | Reverse | Hull | × |
| | | | | | | | | | | | | | Reverse | Harrogate | × |
| | | | | | | | | | | | | | Reverse | Lincoln | |
| HB05 | 2014-15 🔀 | | | \times | × | | | × | 270 | 270 | 701 | London Kings X – Aberdeen / | Forward | London Kings Cross | × |
| ANGLO - SCOT | 2014-15 🗶 | | | | | | | | | | | Inverness | Forward | Newcastle | \times |
| (Aberdeen / Inverness) | 2015-16 🔀 | | | | | | | | | | | | Forward | Edinburgh | \times |
| All Trains | | | | | | | | | | | | | Forward | York | \times |
| | 2016-17 🔀 | | | | | | | | | | | | Reverse | Inverness | \times |
| | | | | | | | | | | | | | Reverse | Edinburgh | \times |
| | 2017-18 🔀 | | | | | | | | | | | | Reverse | Newcastle | \times |
| | 2018-19 🔀 | | | | | | | | | | | | Reverse | Aberdeen | \times |
| | 2010-19 × | | | | | | | | | | | | Reverse | York | \times |
| | | | | | | | | | | | | | Reverse | Stirling | \times |