

17th Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED
as Network Rail

and

ABELLIO SCOTRAIL LIMITED
as Train Operator

relating to amendments to the Track Access Contract
dated 03 March 2016
General Approval for Schedule 5 - May 2019 Timetable changes

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THIS 17TH SUPPLEMENTAL AGREEMENT is dated 16th May 2019 and made

Between:

- (1) Network Rail Infrastructure Limited, ("Network Rail"), a company registered in England under number 2904587 having its registered office at 1 Eversholt Street, London NW1 2DN; and
- (2) Abellio ScotRail Limited, (the "Train Operator"), a company registered in Scotland under number SC450732 having its registered office at 5th Floor, Culzean Building 36 Renfield Street, Glasgow, G2 1LU, United Kingdom.

Background:

- (A) The Train Operator and Network Rail entered into a Track Access Contract (Passenger Services)(which is hereafter referred to as the "Contract") dated 03 March 2016 in a form approved by the Office of Rail and Road pursuant to section 18(7) of the Act.
- (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 the later of the date of signature of this Supplemental Agreement and 0200 on the Subsidiary Change Date 2019.
- 1.3 "Appendix" shall mean the appendices and their relevant parts and attached hereto.

2. EFFECTIVE DATE AND DURATION

The amendments made to the Contract pursuant to this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect at 0200 on 17 August 2019 or earlier termination of the Contract.

3. ORR GENERAL APPROVAL

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

4. AMENDMENTS TO THE CONTRACT

4.1 In table 2.1 of Schedule 5 of the Contract the following entries shall be deleted and replaced with the entries as shown in Appendix A to this Supplemental Agreement:

- (a) Service 576 (Edinburgh – Dunblane – Perth in Service Group HA02; and
- (b) Service 575 (Glasgow – Croy – Dunblane – Dundee (Southbound)) and Service 575 (Glasgow – Croy – Dunblane – Dundee (Northbound)) in Service Group HA07.

4.2 In table 2.2 of Schedule 5 of the Contract, the following entries shall be inserted as shown in Appendix B to this Supplemental Agreement:

- (a) Service 548 (Edinburgh – Glasgow) in Service Group HA01; and
- (b) Service 575 (Glasgow – Croy – Dunblane – Dundee) in Service Group HA07.

4.3 In table 2.2 of Schedule 5 of the Contract, the following entries shall be deleted and replaced with the entries as shown in Appendix C to this Supplemental Agreement:

- (b) Service 536 (Glasgow / Edinburgh – Dundee / Arbroath) and Service 576 (Edinburgh – Dunblane – Perth) in Service Group HA02.

4.4 In table 4.1 of Schedule 5 of the Contract, the following tables shall be deleted and replaced with the version shown in Appendix D to this Supplemental Agreement;

- (a) Service 5870 (Fife Outer Circle (Clockwise)) in Service Group HA02; and
- (b) Service 575 (Glasgow – Croy – Dunblane – Dundee) in Service Group HA07.

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. LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with the laws of Scotland.

7. THIRD PARTY RIGHTS

No rights shall be conferred under or arising out of this Supplemental Agreement on any person other than the Parties to this Supplemental Agreement and there shall not be created in any circumstances a *jus quaesitum tertio* in favour of any person.

8. COUNTERPARTS

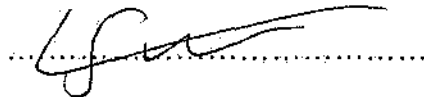
This Supplemental Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original, but all the counterparts shall together constitute one and the same instrument.

IN WITNESS WHEREOF this Supplemental Agreement comprising this and the foregoing 3 pages and Appendices A - D are executed as follows:-

SIGNED on behalf of **NETWORK RAIL INFRASTRUCTURE LIMITED** by
Liam Sompter at **GLASGOW** on
16th MAY 2019 in the presence of:-

Witness: Nick Park

Full Name: NICHOLAS PARK

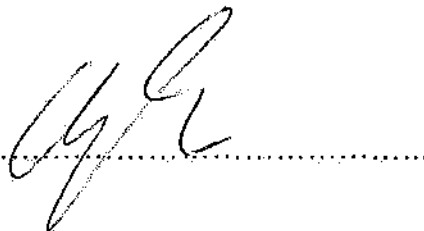


Address: ST VINCENT STREET
GLASGOW G2 5NW

SIGNED on behalf of **ABELLIO SCOTRAIL LIMITED** by **ANGUS THOM** at
GLASGOW on **16 MAY 2019** in the presence
of:- Angus Thom

Witness: C Jenkins

Full Name: Carol Jenkins



Address: 50 Waterloo Street
Glasgow G2 6HQ

Appendix A

2 Passenger Train Slots

Table 2.1: Passenger Train Slots

1						2		
Service Group HA02: East Coast Suburban								
Service 576: Edinburgh – Dunblane – Perth						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Edinburgh Waverley	Dunblane	Falkirk Grahamston	2.2	23576003	158	31	30	13
Edinburgh Waverley	Perth	Falkirk Grahamston	2.3	23576003	158	0	0	2
Edinburgh Waverley	Stirling	Falkirk Grahamston	2.4	23576003	158	1	1	7
Alloa	Edinburgh Waverley	Falkirk Grahamston	2.6	23576003	158	1	0	0
Dunblane	Edinburgh Waverley	Falkirk Grahamston	2.7	23576003	158	31	30	12
Perth	Edinburgh Waverley	Falkirk Grahamston	2.9	23576003	158	0	1	2
Stirling	Edinburgh Waverley	Falkirk Grahamston	2.11	23576003	158	0	0	7

1						2		
Service Group HA07 – Glasgow Suburban North								
Service 575: Glasgow – Croy – Dunblane – Dundee (Southbound)						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Alloa	Glasgow Queen Street	Croy	7.70	13575825	158	18	18	13
Alloa	Stirling	Direct	7.71	13575825	158	2	1	0
Dunblane	Glasgow Queen Street	Croy	7.72	13575825	158	3	4	0
Dundee	Glasgow Queen Street	Croy	7.73	23540003 ¹	158	1	1	0
Perth	Glasgow Queen Street	Stirling	7.75	23549003 ¹	158	2	1	0
Stirling	Glasgow Queen Street	Croy	7.76	13575825	158	7	7	0

¹ Trains change TSC at Dunblane to 13575825

1						2		
Service Group HA07: Glasgow Suburban North								
Service 575: Glasgow – Croy – Dunblane – Dundee (Northbound)						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Glasgow Queen Street	Alloa	Croy	7.80	13575825	158	18	18	13
Glasgow Queen Street	Dunblane	Croy	7.81	13575825	158	4	4	0
Glasgow Queen Street	Dundee	Croy	7.82	13575825 ¹	158	1	0	0
Glasgow Queen Street	Perth	Croy	7.85	13575825 ³	158	0	1	1
Glasgow Queen Street	Stirling	Croy	7.86	13575825	158	8	8	0
Stirling	Alloa	Direct	7.87	13575825	158	1	0	0

1 Trains change TSC at Dunblane to 23540003

2 Trains change TSC at Croy to 23578903

3 Trains change TSC at Dunblane to 23549003

Appendix B

Table 2.2: Additional Passenger Train Slots

1						2		
Service Group HA01: Express								
Service 548: Edinburgh – Glasgow						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Edinburgh Waverley	Glasgow Queen Street	Falkirk High		23548003	385-4	1	1	0
Glasgow Queen Street	Edinburgh Waverley	Falkirk High		23548003	385-4	1	1	0

1						2		
Service Group HA07: Glasgow Suburban North								
Service 575: Glasgow – Croy – Dunblane – Dundee						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Glasgow Queen Street	Stirling	Croy		13575825	158	7	5	0
Stirling	Glasgow Queen Street	Croy		13575825	158	8	7	0

Appendix C

Table 2.2: Additional Passenger Train Slots

1					2		
Service Group HA01: Express							
Service 536 – Glasgow / Edinburgh – Dundee / Arbroath					Passenger Train Slots		
From	To	Via	Description	TSC	Total weekday	Saturday	Sunday
Dundee	Arbroath	Carnoustie		23536003	15	15	0
Perth	Arbroath	Dundee		23536003	1	1	0
Arbroath	Dundee	Carnoustie		23536003	16	16	0

1					2		
Service Group HA02: East Coast Suburban							
Service 576 – Edinburgh – Dunblane - Perth					Passenger Train Slots		
From	To	Via	Description	TSC	Total weekday	Saturday	Sunday
Edinburgh	Dunblane	Falkirk Grahamston		23576003	6	7	0
Dunblane	Edinburgh Waverley	Falkirk Grahamston		23576003	5	4	0
Stirling	Edinburgh Waverley	Falkirk Grahamston		23576003	0	1	0

Appendix D

4 Calling Patterns

Table 4.1: Calling Patterns

1					2	3
Service Group HA02: East Coast Suburban						
Service 5870: Fife Outer Circle (Clockwise)						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional Stations
Edinburgh Waverley	Cardenden	Dunfermline	2.50	23587003	Haymarket, South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline Town, Dunfermline Queen Margaret, Cowdenbeath Lochgelly	
Edinburgh Waverley	Cowdenbeath	Dunfermline	2.51	23587003	Haymarket, South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline Town, Dunfermline Queen Margaret	Edinburgh Gateway
Edinburgh Waverley	Glenrothes with Thornton	Dunfermline	2.52	23587003	South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline Town, Dunfermline Queen Margaret, Cowdenbeath, Lochgelly, Cardenden	Edinburgh Gateway
Edinburgh Waverley	Perth	Dunfermline	2.53	23587003 23549003	Haymarket, South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline Town, Dunfermline Queen Margaret, Cowdenbeath, Lochgelly, Cardenden, Glenrothes with Thornton, Markinch, Ladybank	Edinburgh Gateway
Glenrothes with Thornton	Edinburgh Waverley	Burntisland	2.54	23587003	Kirkcaldy, Kinghorn, Burntisland, Aberdour, Dalgety Bay, Inverkeithing, North Queensferry, Dalmeny, South Gyle, Haymarket	Edinburgh Gateway

Kirkcaldy	Edinburgh Waverley	Burntisland	2.55	23587003	Kinghorn, Burntisland, Aberdour, Dalgety Bay, Inverkeithing, North Queensferry, Dalmeny, South Gyle, Haymarket	Edinburgh Gateway
Kirkcaldy	Glasgow Queen Street	Burntisland, Falkirk Grahamston	2.56	23587003 23578903	Kinghorn, Burntisland, Aberdour, Dalgety Bay, Inverkeithing, Dalmeny, Linlithgow, Falkirk Grahamston, Camelon, Bishopbriggs	

Table 4.1: Calling Patterns

1					2	3
Service Group HA07: Glasgow Suburban North						
Service 575: Glasgow – Croy – Dunblane – Dundee						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional Stations
Glasgow Queen Street	Alloa	Croy	7.70, 7.80, 7.87	13575825 23575903	Bishopbriggs, Lenzie, Croy, Larbert, Stirling	
Alloa	Stirling	Direct	7.71	23575903	Direct	
Glasgow Queen Street	Dunblane	Croy	7.72, 7.81	13575825 23575903	Bishopbriggs, Lenzie, Croy, Larbert, Stirling, Bridge of Allan	
Glasgow Queen Street	Dundee	Croy	7.73, 7.82	13575825 23575903 23540003	Bishopbriggs, Lenzie, Croy, Larbert, Stirling, Bridge of Allan, Dunblane, Gleneagles, Perth, Invergowrie	
Glasgow Queen Street	Perth	Croy	7.75, 7.85	13575825 23575903 23549003	Bishopbriggs, Lenzie, Croy, Larbert, Stirling, Bridge of Allan, Dunblane, Gleneagles	
Glasgow Queen Street	Stirling	Croy	7.76, 7.86	13575825 23575903	Bishopbriggs, Lenzie, Croy, Larbert	