

EIGHTIETH SG SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

and

ARRIVA TRAINS WALES/ TRENAU ARRIVA CYMRU LIMITED

relating to Schedule 5

THIS EIGHTIETH SG SUPPLEMENTAL AGREEMENT

is dated 9th March 2017 and made between:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED** (“**Network Rail**”), a private company limited by shares registered in England under company number 02904587, having its registered office at 1 Eversholt Street, London, NW1 2DN; and
- (2) **ARRIVA TRAINS WALES/TRENAU ARRIVA CYMRU LIMITED** (the “**Train Operator**”), a private company limited by shares registered in England and Wales under company number 04337645, having its registered office at St. Mary’s House, 47 Penarth Road, Cardiff CF10 5DJ.

Whereas:

- A. The parties entered into a Track Access Contract (Passenger Services) dated 5 February 2004 pursuant to Section 18 (7) of the Act as amended by various supplemental agreements in a form approved pursuant to Section 22 of the Act (which track access contract as subsequently amended is hereafter referred to as the “**Contract**”);
- B. The parties now propose to enter into this Supplemental Agreement in order to vary the Contract to enable the Train Operator to operate additional Services, being an amendment to the Contract of the kind specified in paragraph 14 of the Passenger Access (Short Term Timetable and Miscellaneous Changes) General Approval 2009;

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; and

“**Effective Date**” shall mean the date of this agreement.

2. OFFICE OF RAIL REGULATION – 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 DURATION

- 3.1 The amendments made to the Contract shall have effect from the Effective Date.
- 3.2 Those amendments made pursuant to Clause 4.1 of this Supplemental Agreement shall cease to have effect after 90 days.

4. AMENDMENTS TO SCHEDULE 5 of THE CONTRACT

- 4.1 In Table 4.1: Calling Patterns, that part of the table relating to Service Group HL06 Marches Mainline and HL08 North Wales Interurban (Winter & Summer) shall be replaced in its entirety by the rows shown in Appendix 1 to this Supplemental Agreement.

5. 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 with effect from and including the Effective Date 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 law in England and Wales.

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.

8. 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.

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

SIGNED BY)
)
for and on behalf of)
)
NETWORK RAIL)
INFRASTRUCTURE LIMITED)



SIGNED BY)
)
for and on behalf of)
)
ARRIVA TRAINS WALES/)
TRENAU ARRIVA CYMRU LIMITED)


M. TAPSCOTT

Appendix 1

Service Group: HL06					Calling patterns	
Service Description: Marches Mainline						
From	To	Via	Description	TSC	Regular calling patterns	Additional stations
Cardiff Central	Manchester Piccadilly	Wilmslow	6.2.3	25434000	Newport, Cwmbrân, Abergavenny, Hereford, Leominster, Ludlow, Craven Arms, Church Stretton, Shrewsbury, Crewe, Wilmslow, Stockport	Pontypool & New Inn, Yorton, Wem, Prees, Whitchurch (Shropshire), Wrenbury, Nantwich. Alderley Edge Sandbach Holmes Chapel
Crewe	Manchester Piccadilly	Wilmslow	6.2.6	25434000	All stations	Alderley Edge Sandbach Holmes Chapel
Manchester Piccadilly	Cardiff Central	Wilmslow	6.2.8	25434000	All stations	Alderley Edge Sandbach Holmes Chapel
Manchester Piccadilly	Crewe	Wilmslow	6.2.9	25434000	All stations	Alderley Edge Sandbach Holmes Chapel
Manchester Piccadilly	Shrewsbury	Wilmslow	6.2.10	25434000	All stations	Alderley Edge Sandbach Holmes Chapel
Shrewsbury	Manchester Piccadilly	Wilmslow	6.2.13	25434000	All stations	Alderley Edge Sandbach Holmes Chapel

Service Group: HL08					Calling patterns	
Service Description: North Wales Interurban (Winter)						
From	To	Via	Description	TSC	Regular calling patterns	Additional stations
Holyhead	Manchester Piccadilly	Chester	8.1.13	22340000	All stations	Patricroft
Bangor	Manchester Piccadilly	Earlestown	8.2.1	22345000	All stations	Patricroft
Chester	Manchester Airport	Manchester Piccadilly	8.2.2	22345000	All stations	Patricroft
Chester	Manchester Piccadilly	Earlestown	8.2.3	22345000	All stations	Patricroft
Holyhead	Manchester Piccadilly	Earlestown	8.2.5	22345000	Valley, Rhosneigr, Ty Croes, Bodorgan, Llanfairpwll, Bangor, Llaifairfechan, Penmaenmawr, Conwy, Llandudno Junction, Colwyn Bay, Abergele, Rhyl, Prestatyn, Fflint, Shotton (Low Level), Chester, Helsby, Frodsham, Runcorn East, Warrington Bank Quay, Earlestown	Patricroft
Llandudno	Manchester Airport	Manchester Piccadilly	8.2.7	22345000	All stations	Patricroft
Llandudno	Manchester Piccadilly	Earlestown	8.2.8	22345000	Llandudno Junction, Colwyn Bay, Abergele, Rhyl, Prestatyn, Fflint, Shotton (Low Level), Chester, Helsby, Frodsham, Runcorn East, Warrington Bank Quay, Earlestown, Newton-le-Willows, Manchester Oxford Road, Manchester Piccadilly	Patricroft
Manchester Airport	Chester	Manchester Piccadilly	8.2.9	22345000	All stations	Patricroft
Manchester Airport	Llandudno	Manchester Piccadilly	8.2.10	22345000	All stations	Patricroft
Manchester Piccadilly	Bangor	Earlestown	8.2.11	22345000	All stations	Patricroft
Manchester Piccadilly	Chester	Earlestown	8.2.12	22345000	All stations	Patricroft
Manchester Piccadilly	Llandudno	Earlestown	8.2.14	22345000	All stations	Patricroft

Service Group: HL08					Calling patterns	
Service Description: North Wales Interurban (Summer)						
From	To	Via	Description	TSC	Regular calling patterns	Additional stations
Holyhead	Manchester Piccadilly	Chester	8.1.13	22340000	All stations	Patricroft
Bangor	Manchester Piccadilly	Earlestown	8.2.1	22345000	All stations	Patricroft
Chester	Manchester Airport	Manchester Piccadilly	8.2.2	22345000	All stations	Patricroft
Chester	Manchester Piccadilly	Earlestown	8.2.3	22345000	All stations	Patricroft
Holyhead	Manchester Piccadilly	Earlestown	8.2.5	22345000	Valley, Rhosneigr, Tŷ Croes, Bodorgan, Llanfairpwll, Bangor, Llafairfechan, Penmaenmawr, Conwy, Llandudno Junction, Colwyn Bay, Abergele, Rhyl, Prestatyn, Flint, Shotton (Low Level), Chester, Helsby, Frodsham, Runcorn East, Warrington Bank Quay, Earlestown	Patricroft
Llandudno	Manchester Airport	Manchester Piccadilly	8.2.7	22345000	All stations	Patricroft
Llandudno	Manchester Piccadilly	Earlestown	8.2.8	22345000	Llandudno Junction, Colwyn Bay, Abergele, Rhyl, Prestatyn, Flint, Shotton (Low Level), Chester, Helsby, Frodsham, Runcorn East, Warrington Bank Quay, Earlestown, Newton-le-Willows, Manchester Oxford Road, Manchester Piccadilly	Patricroft
Manchester Airport	Chester	Manchester Piccadilly	8.2.9	22345000	All stations	Patricroft
Manchester Airport	Llandudno	Manchester Piccadilly	8.2.10	22345000	All stations	Patricroft
Manchester Piccadilly	Bangor	Earlestown	8.2.11	22345000	All stations	Patricroft
Manchester Piccadilly	Chester	Earlestown	8.2.12	22345000	All stations	Patricroft
Manchester Piccadilly	Llandudno	Earlestown	8.2.14	22345000	All stations	Patricroft