

19TH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

and

FIRST TRANSPENNINE EXPRESS LIMITED

relating to changes to Schedule 5 of the Track Access Contract for Service
enhancements and improvements within the North TransPennine Service Group for
PCD 2018

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This 19th SUPPLEMENTAL AGREEMENT is dated 7-12 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) **FIRST TRANSPENNINE EXPRESS LIMITED**, a company registered in England under number 09000801 having its registered office at 50 Eastbourne Terrace, Paddington, London W2 6LG.

Background:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 03 March 2016 in a form approved and directed by the Office of Rail and Road pursuant to section 17 of the Railways Act 1993 ("the Act") 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 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.

2. EFFECTIVE DATE AND TERM

- 2.1 The amendments to the Contract as set out in this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect on the Expiry Date or earlier termination of the Contract.
- 2.2 Effective Date means the later of:
 - a) 02:00 on 09 December 2018; and
 - b) the date on which the Office of Rail and Road issues its approval of the terms of this Supplemental Agreement under Section 22 of the Act.

3. AMENDMENTS TO THE CONTRACT

- 3.1 Schedule 5 of The Contract shall be amended as follows:
- 3.2 In Table 2.1 of Schedule 5 to the Contract the entries for Service Groups: North Transpennine (Eastbound); North Transpennine (Westbound) shall be deleted and replaced with the versions as set out in Annex A.

- 3.3 In Table 4.1 of Schedule 5 to the Contract, the entries for Service Groups: North Transpennine (Eastbound); North Transpennine (Westbound) shall be deleted and replaced with the versions as set out in Annex B.

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 with effect from and including the date hereof 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. LAW

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

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. 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 of which 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 

PRINT NAME Leo Goodwin

Duly authorised for and on behalf of

NETWORK RAIL INFRASTRUCTURE LIMITED

SIGNED BY M.J. Frobisher

PRINT NAME M.J. FROBISHER

Duly authorised for and on behalf of

FIRST TRANSPENNINE EXPRESS LIMITED

ANNEX A

Service Group: North Transpennine

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Manchester Piccadilly	Leeds		Eastbound	21733000	185 or 170	2 ¹	1 ²	1 ³

¹ From the Principal Change Date 2019 the quantum will revert to 18

² From the Principal Change Date 2019 the quantum will revert to 17

³ From the Principal Change Date 2019 the quantum will revert to 15

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Manchester Piccadilly	Huddersfield		Eastbound	21733000	185 or 170	18 ⁴	18 ⁵	17 ⁶
Huddersfield	Leeds		Eastbound	21733000	185 or 170	18 ⁷	18 ⁸	17 ⁹

⁴ From the Principal Change Date 2019 the quantum will revert to 0

⁵ From the Principal Change Date 2019 the quantum will revert to 0

⁶ From the Principal Change Date 2019 the quantum will revert to 0

⁷ From the Principal Change Date 2019 the quantum will revert to 0

⁸ From the Principal Change Date 2019 the quantum will revert to 0

⁹ From the Principal Change Date 2019 the quantum will revert to 0

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Leeds	Hull		Eastbound	21733000	185 or 170	2	0	1
Manchester Piccadilly	Hull		Eastbound	21733000	185 or 170	16 ¹⁰	17 ¹¹	14 ¹²
Manchester Airport	Hull		Eastbound	21733000	185 or 170	0	0	0

¹⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 14

¹¹ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

¹² From the Subsidiary Change Date 2019 the quantum will be reduced to 7

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Manchester Victoria	Hull		Eastbound	21733000	185 or 170	0	0	1 ¹³
Manchester Airport	Middlesbrough	Manchester Victoria /Yarm	Eastbound	21734000	185	16 ¹⁴	15 ¹⁵	11 ¹⁶
York	Middlesbrough	Darlington	Eastbound	21734000	185	1	1	1

¹³ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

¹⁴ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

¹⁵ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

¹⁶ From the Subsidiary Change Date 2019 the quantum will be reduced to 6

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
York	Middlesbrough	Yarm	Eastbound	21734000	185	1	1	0
Liverpool Lime Street	Newcastle	Manchester Victoria	Eastbound	21731000	185	15 ¹⁷	14	12 ¹⁸
Manchester Airport	Newcastle		Eastbound	21734000 21731000	185	4 ¹⁹	3 ²⁰	6 ²¹

¹⁷ From the Subsidiary Change Date 2019 the quantum will be reduced to 14

¹⁸ From the Subsidiary Change Date 2019 the quantum will be reduced to 11

¹⁹ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

²⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

²¹ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Liverpool Lime Street	Newcastle	Manchester Piccadilly	Eastbound	21732000 21731000	185	1	0	1
Liverpool Lime Street	Scarborough	Manchester Victoria	Eastbound	21732000 21734000	185	14 ²²	14 ²³	11
Leeds	Scarborough		Eastbound	21732000	185	0	0	1

²² From the Subsidiary Change Date 2019 the quantum will be reduced to 13

²³ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Manchester Airport	Scarborough	Manchester Victoria	Eastbound	21734000 21732000	185	1	1 ²⁴	3 ²⁵
Manchester Piccadilly	Scarborough		Eastbound	21732000	185	0	0	0
York	Scarborough		Eastbound	21732000	185	2	3 ²⁶	1 ²⁷
Liverpool Lime Street	York	Manchester Piccadilly	Eastbound	21732000	185	3	3	2

²⁴ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

²⁵ From the Subsidiary Change Date 2019 the quantum will be reduced to 1

²⁶ From the Principal Change Date 2019 the quantum will be reduced to 2

²⁷ From the Principal Change Date 2019 the quantum will be reduced to 0

1						2		
Service Group: North Transpennine (Eastbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Manchester Airport	York	Manchester Victoria	Eastbound	21734000	185	14 ²⁸	16 ²⁹	10 ³⁰
Manchester Piccadilly	York		Eastbound	21734000	185	2 ³¹	2 ³²	1 ³³
York	Newcastle		Eastbound	21731000	185	11 ³⁴	14 ³⁵	7 ³⁶

²⁸ From the Principal Change Date 2019 the quantum will revert to 15

²⁹ From the Principal Change Date 2019 the quantum will revert to 17

³⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 9

³¹ From the Principal Change Date 2019 the quantum will reduce to 1

³² From the Principal Change Date 2019 the quantum will revert to 1

³³ From the Principal Change Date 2019 the quantum will revert to 0

³⁴ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

³⁵ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

³⁶ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Huddersfield	Manchester Piccadilly		Westbound	21733000	185 or 170	18 ³⁷	18 ³⁸	16 ³⁹
Hull	Huddersfield		Westbound	21733000	185 or 170	0	0	1 ⁴⁰
Hull	Leeds		Westbound	21733000	185 or 170	0	0	0

³⁷ From the Principal Change Date 2019 the quantum will be reduced to 1

³⁸ From the Principal Change Date 2019 the quantum will be reduced to 1

³⁹ From the Principal Change Date 2019 the quantum will revert to 0

⁴⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Hull	Manchester Victoria		Westbound	21733000	185	0	0	0
Hull	Manchester Piccadilly		Westbound	21730000	185 or 170	17 ⁴¹	17 ⁴²	14 ⁴³
Hull	Manchester Airport		Westbound	21730000	185 or 170	1	1	0

⁴¹ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

⁴² From the Subsidiary Change Date 2019 the quantum will be reduced to 13

⁴³ From the Subsidiary Change Date 2019 the quantum will be reduced to 8

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Leeds	Manchester Piccadilly		Westbound	21733000	185 or 170	0 ⁴⁴	0 ⁴⁵	1 ⁴⁶
Leeds	Huddersfield		Westbound	21733000	185 or 170	18 ⁴⁷	18 ⁴⁸	16 ⁴⁹
Leeds	Manchester Airport		Westbound	21733000	185 or 170	0	0	1

⁴⁴ From the Principal Change Date 2019 the quantum will revert to 16

⁴⁵ From the Principal Change Date 2019 the quantum will revert to 16

⁴⁶ From the Principal Change Date 2019 the quantum will revert to 12

⁴⁷ From the Principal Change Date 2019 the quantum will revert to 0

⁴⁸ From the Principal Change Date 2019 the quantum will revert to 0

⁴⁹ From the Principal Change Date 2019 the quantum will be reduced to 1

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Middlesbrough	York	Yarm	Westbound	21734000	185	2 ⁵⁰	2	2 ⁵¹
Middlesbrough	York	Darlington	Westbound	21734000	185	1	1	2
Middlesbrough	Leeds	Darlington	Westbound	21734000	185	1	0	0
Middlesbrough	Manchester Airport	Manchester Victoria / Yarm	Westbound	21734000	185	14 ⁵²	14 ⁵³	11 ⁵⁴

⁵⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 1

⁵¹ From the Principal Change Date 2019 the quantum will be reduced to 1

⁵² From the Subsidiary Change Date 2019 the quantum will be reduced to 13

⁵³ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

⁵⁴ From the Subsidiary Change Date 2019 the quantum will be reduced to 5

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Middlesbrough	Liverpool Lime Street	Yarm	Westbound	21734000	185	1	1	0
Middlesbrough	Manchester Piccadilly	Yarm	Westbound	21734000	185	0	0	0 ⁵⁵
Newcastle	Liverpool Lime Street	Manchester Victoria	Westbound	21731000	185	14 ⁵⁶	13	13 ⁵⁷

⁵⁵ From the Principal Change Date 2019 the quantum will revert to 1

⁵⁶ From the Subsidiary Change Date 2019 the quantum will be reduced to 13

⁵⁷ From the Subsidiary Change Date 2019 the quantum will be reduced to 12

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Newcastle	Manchester Airport		Westbound	21731000 21734000	185	2	4 ⁵⁸	6 ⁵⁹
Newcastle	Manchester Piccadilly		Westbound	21731000 21732000	185	0	0	0
Newcastle	Durham	Darlington	Westbound	21731000 21732000	185	0	1 ⁶⁰	0
Scarborough	Liverpool Lime Street	Manchester Victoria	Westbound	21732000	185	12	12	12

⁵⁸ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

⁵⁹ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

⁶⁰ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Scarborough	Manchester Airport	Manchester Victoria	Westbound	21732000 21734000	185	4 ⁶¹	5 ⁶²	2 ⁶³
Scarborough	Manchester Piccadilly		Westbound	21734000	185	0	1	1 ⁶⁴
Scarborough	York		Westbound	21732000	185	2	3	0
York	Manchester Airport	Manchester Victoria	Westbound	21734000	185	13 ⁶⁵	13	12

⁶¹ From the Subsidiary Change Date 2019 the quantum will be reduced to 2

⁶² From the Subsidiary Change Date 2019 the quantum will be reduced to 2

⁶³ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

⁶⁴ From the Principal Change Date 2019 the quantum will be reduced to 0

⁶⁵ From the Subsidiary Change Date 2019 the quantum will be reduced to 12

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
York	Liverpool Lime Street	Manchester Piccadilly	Westbound	21732000	185	1	1	2
York	Liverpool Lime Street	Manchester Victoria	Westbound	21731000	185	1	2 ⁶⁶	0
York	Manchester Piccadilly		Westbound	21732000	185	3	2	0
Manchester Piccadilly	Manchester Airport		Westbound	21732000	185	3	2	0
Leeds	Manchester Piccadilly		Westbound	21733000	185 or 170	1	0	0
Manchester Piccadilly	Liverpool Lime Street		Westbound	21732000	185	2	1	1

⁶⁶ From the Subsidiary Change Date 2019 the quantum will be reduced to 1

1						2		
Service Group: North Transpennine (Westbound)								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Newcastle	York		Westbound	21731000	185	13 ⁶⁷	14 ⁶⁸	6 ⁶⁹

⁶⁷ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

⁶⁸ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

⁶⁹ From the Subsidiary Change Date 2019 the quantum will be reduced to 0

ANNEX B

1					2	3
Service Group: North Transpennine						
Service description						
From	To	Via	Description	TSC	Regular Calling Pattern	Additional stations
Manchester Piccadilly	Huddersfield		Eastbound	21733000	Stalybridge, Greenfield, Marsden,	Slaitwhaite, Mossley
Huddersfield	Leeds		Eastbound	21733000	Deighton, Mirfield, Ravensthorpe, Dewsbury, Batley, Morley	Cottingley
Manchester Airport	Middlesbrough		Eastbound	21734000	Manchester Piccadilly, Manchester Oxford Road, Manchester Victoria, Huddersfield, Dewsbury, Leeds, York, Thirsk, Northallerton, Yarm, Thornaby	Cross Gates, Garforth, Darlington
Manchester Piccadilly	Hull		Eastbound	21733000	Stalybridge, Mossley, Slaitwhaite, Huddersfield, Dewsbury, Batley, Leeds, Garforth, Selby, Brough	Howden, South Milford, Greenfield and Marsden

1					2	3
Service Group: North Transpennine						
Service description						
From	To	Via	Description	TSC	Regular Calling Pattern	Additional stations
Liverpool Lime Street	Newcastle	Manchester Victoria	Eastbound	21731000	Newton Le Willows, Manchester Victoria, Huddersfield, Leeds, York, Northallerton, Darlington, Durham, Chester-le-Street	Stalybridge, Thirsk, Lea Green
Liverpool Lime Street	Scarborough	Manchester Piccadilly	Eastbound	21732000 21734000	Lea Green, Newton Le Willows, Stalybridge, Huddersfield, Dewsbury, Leeds, Garforth, York, Malton, Seamer	Widnes, Irlam
Manchester Airport	York		Eastbound	21734000	Manchester Piccadilly, Manchester Oxford Road, Manchester Victoria, Huddersfield, Leeds	Dewsbury, Garforth, Cross Gates
York ^(1st)	Newcastle		Eastbound	21731000		Darlington, Durham

1					2	3
Service Group: North Transpennine						
Service description						
From	To	Via	Description	TSC	Regular Calling Pattern	Additional stations
Newcastle	Liverpool Lime Street	Manchester Victoria	Westbound	21731000	Chester-le-Street, Durham, Darlington, Northallerton, York, Leeds, Huddersfield, Manchester Victoria, Newton Le Willows	Thirsk, Lea Green
Leeds	Manchester Piccadilly		Westbound	21733000	Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Deighton, Huddersfield, Marsden, Greenfield, Stalybridge	Cottingley, Mossley, Slaithwaite
Leeds	Huddersfield		Westbound	21733000	Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Deighton,	Cottingley
Huddersfield	Manchester Piccadilly		Westbound	21733000	Marsden, Greenfield, Stalybridge	Mossley, Slaithwaite
Scarborough	Liverpool Lime Street	Manchester Piccadilly	Westbound	21732000	Seamer, Malton, York, Leeds, Dewsbury, Huddersfield, Stalybridge, Manchester Victoria, Newton Le Willows, Lea Green	

1					2	3
Service Group: North Transpennine						
Service description						
From	To	Via	Description	TSC	Regular Calling Pattern	Additional stations
Middlesbrough	Manchester Airport		Westbound	21734000	Thornaby, Yarm, Northallerton, Thirsk, York, Leeds, Dewsbury, Huddersfield, Manchester Victoria, Manchester Oxford Road, Manchester Piccadilly	Garforth, Darlington
York	Manchester Airport		Westbound	21734000	Garforth, Leeds, Huddersfield, Manchester Victoria, Manchester Oxford Road, Manchester Piccadilly	Dewsbury
Hull	Manchester Piccadilly		Westbound	21733000	Brough, Selby, Garforth Leeds, Batley, Dewsbury, Huddersfield, Slaithwaite, Mossley, Stalybridge	Howden, South Milford, Greenfield and Marsden
Newcastle ^(1st)	York		Westbound	21731000		Durham, Darlington
Hull ^(9th)	Manchester Victoria		Westbound	21733000	Brough, Selby, Leeds, Dewsbury	