

**ELEVENTH SUPPLEMENTAL AGREEMENT**

**between**

**NETWORK RAIL INFRASTRUCTURE LIMITED**

**and**

**NORTHERN RAIL LIMITED**

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**Relating to Schedule 5 of the  
Track Access Contract (Passenger Services)**

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## CONTENTS

<b>Clause</b>	<b>Page No.</b>
1. INTERPRETATION	3
2. ORR GENERAL APPROVAL	3
3. EFFECTIVE TERM AND DATE	3
4. AMENDMENTS TO SCHEDULE 5	3
5. EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT	3
6. LAW	4
7. THIRD PARTY RIGHTS	4
8. COUNTERPARTS	4

**THIS ELEVENTH SUPPLEMENTAL AGREEMENT** is dated 14 February 2012 and made

Between:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED** ("**Network Rail**"), a public company limited by shares registered in England under company number 02904587, having its registered office at Kings Place, 90 York Way, London, N1 9AG ("**Network Rail**"); and
- (2) **NORTHERN RAIL LIMITED**, a company registered in England and Wales under company number 04619954, having its registered office at Serco House, 16 Bartley Wood Business Park, Bartley Way, Hook, Hampshire, RG27 9UY (the "**Train Operator**").

**Background:**

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 6 January 2010 as amended by various supplemental agreements (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 amend the Contract.

**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.

**2 ORR GENERAL APPROVAL**

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

**3 EFFECTIVE DATE AND TERM**

The amendments to the Contract made pursuant to this Supplemental Agreement shall have effect from 0200 hours on 18 February 2012 shall cease to have effect at 0159 hours on 18 May 2012 or earlier termination of the Contract.

**4 AMENDMENT TO SCHEDULE 5**

Schedule 5 shall be amended by the inclusion of Table 2.2 Additional Passenger Train Slots in Service Group ED08 North Manchester, as set out in Appendix A.

**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 English law.

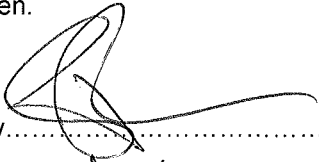
**7. THIRD PARTY RIGHT**

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.

**8. COUNTERPARTS**

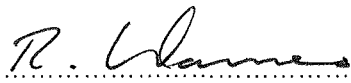
This Supplemental Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original, but all the counterparts shall together constitute but one and the same instrument.

**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  .....

Print name J. VERSTER .....

Duly authorised for and on behalf of  
**NETWORK RAIL INFRASTRUCTURE LIMITED**

SIGNED by  .....

Print name ROB WARNES .....

duly authorised for and on behalf of  
**NORTHERN RAIL LIMITED**

## APPENDIX A

Table 2.2: Additional Passenger Train Slots

1					2					
Service Group ED08										
Service description North Manchester					Additional Passenger Train Slots					
From	To	Via	Description	TSC	Total Weekday	Peak times <sup>1</sup>		Off-Peak times <sup>2</sup>	Saturday	Sunday
						morning Peak	evening Peak			
Manchester Victoria	Rochdale		Direct		0	0	0	0	2	0
Rochdale	Manchester Victoria		Direct		0	0	0	0	2	0