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FIFTY NINTH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

NORTHERN TRAINS LIMITED

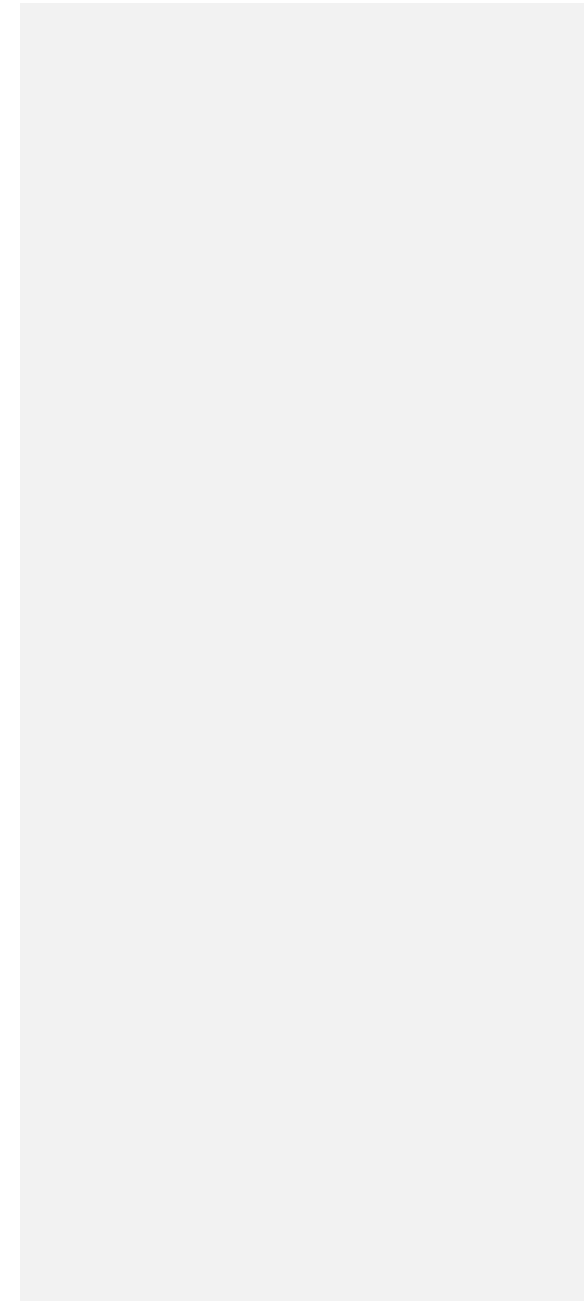
as Train Operator

relating to the Track Access Contract (Passenger
Services) dated 03 MARCH 2016

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THIS 59TH SUPPLEMENTAL AGREEMENT is dated 2024
and made

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under number 2904587 having its registered office at Waterloo General Office, London, SE1 8SW (“**Network Rail**”); and
- (2) **NORTHERN TRAINS LIMITED**, a company registered in England under number 03076444, having its registered office at George Stephenson House, Toft Green, York, England, YO1 6JT (the “**Train Operator**”).

BACKGROUND:

- (A) Network Rail and Arriva Rail North Limited entered into a Track Access Contract (Passenger Services) dated 3 March 2016 as amended by various supplemental agreements (which track access contract as subsequently amended is hereafter referred to as the “**Contract**”).
- (B) On 1st March 2020, the rights and obligations of Arriva Rail North Limited under the contract were transferred to the Train Operator pursuant to a transfer scheme made by the Secretary of State for Transport on 1st March under schedule 2 of the Railways Act 2005.
- (C) The parties propose to amend the Contract in the manner and on the terms described below.

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
- 1.2 “Effective Date” means: The later of:
 - 1.2.1 the date upon which the Office of Rail and Road issues its approval pursuant to section 22 of the Act of the terms of this Supplemental Agreement; and
 - 1.2.2 02:00 on the Subsidiary Change Date 2025

EFFECTIVE DATE AND TERM

The amendments made to the Contract as set out in this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect at the Expiry Date or earlier termination of the Contract.

2. **AMENDMENTS TO THE CONTRACT**

2.1 In Schedule 5, Table 2.1 for service group ED05 West and North Yorkshire Local shall be deleted in its entirety and replaced with the table in Annex 1

2.2 In Schedule 5, Table 4.1 for service group ED05 West and North Yorkshire Local shall be deleted in its entirety and replaced with the table in Annex 2

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3. **GENERAL**

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.

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4. 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.

5. LAW

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

6. 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.

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

SIGNED by)

PHIL JAMES
ROUTE DIRECTOR – NORTH WEST

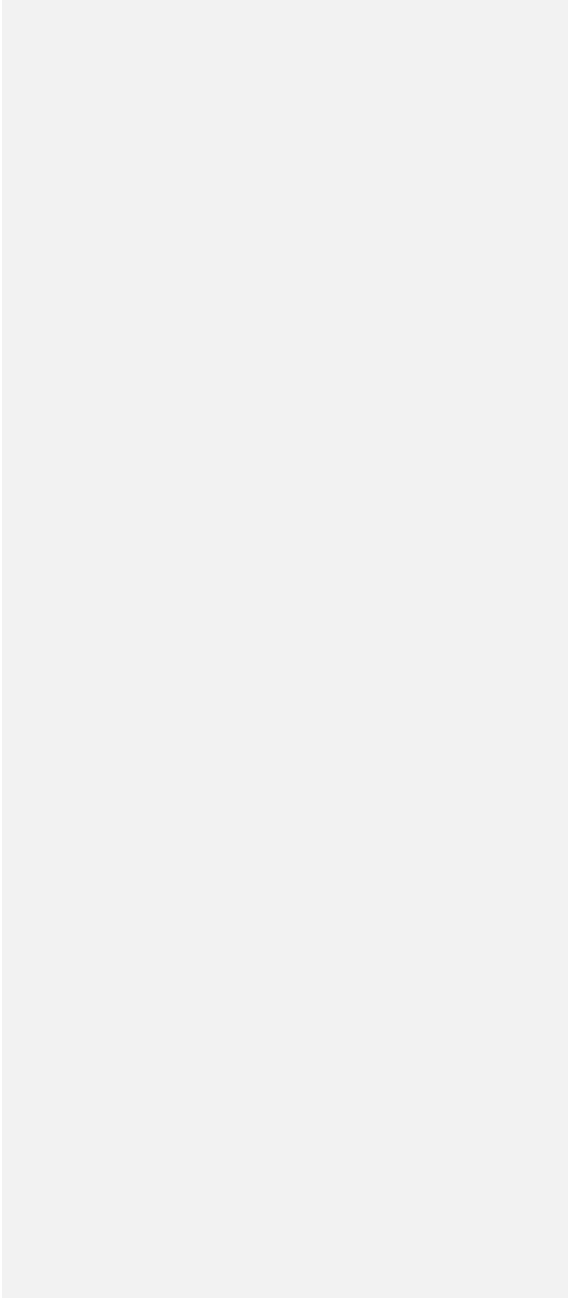
duly authorised for and on behalf of)

NETWORK RAIL)
INFRASTRUCTURE LIMITED)

SIGNED by

)
ROB WARNES
STRATEGIC DEVELOPMENT DIRECTOR

)
duly authorised for and on behalf of)
NORTHERN TRAINS LIMITED)



ANNEX 1

Service Group ED05 – West and North Yorkshire Local

Table 2.1: Passenger Train Slots *16th 18th 30th 33rd*

1						2					
Service Group ED05											
Service description: West and North Yorkshire Local						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Ilkley	Bradford Forster Square	Direct	ED05.1	11821020	333	7	0	1824	2534	2534	14
Bradford Forster Square	Ilkley					0	8	1824	2632	2632	14
Bradford Forster Square	Shipley		ED05.3	11818620		0	0	3	3	3	0
Shipley	Bradford Forster Square					0	0	3	3	3	0
Skipton	Bradford Forster Square		ED05.5	11820820		7	0	2025	2732	2732	14
Bradford Forster Square	Skipton					0	8	1925	2733	2733	14

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Commented [K03]: Rights relinquished as part of the 55th SA but shown here for clarity

Commented [K04]: Rights relinquished as part of the 55th SA but shown here for clarity

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Notes to Table:

1 Peak times – arriving Bradford Forster Square between 06:00 and 09:59, departing Bradford Forster Square between 1500 and 1859

2 Off-Peak times - arriving at and departing from Bradford Forster Square outside Peak times

3 Passenger Train Slots listed under the sub-headings “Peak times” and “Off-Peak times” are the constituent parts of, and are not in addition to, those listed under the sub-heading “Weekday”.

1						2					
Service Group ED05											
Service description: West and North Yorkshire Local						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Leeds	Bradford Forster Square	Direct	ED05.3	11818620	333	0	8	18	26	26	15
Bradford Forster Square	Leeds					7	0	20	27	27	15
Ilkley	Leeds		ED05.2	11819020		9	0	28	37	37	16
Leeds	Ilkley					0	10	27	37	37	16
Leeds	Skipton		ED05.4			0	9	27	36	36	15
Skipton	Leeds					9	0	27	36	36	18
Leeds	Manchester Victoria	Dewsbury	ED05.6	11874020	150	0	0	1	1	1	0
Leeds	Hebden Bridge					0	0	1	1	1	0
Manchester Victoria	Leeds		ED05.14	11874020		1	0	0	1	1	0
Leeds	Wigan Wallgate					0	2	9	11	11	0

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Wigan Wallgate	Leeds					0	0	10	10	10	0
Wigan North Western	Leeds					2	0	0	5	5	0
Leeds	Wigan North Western		ED05.14		150	0	1	4	5	5	0
Huddersfield	Leeds	Dewsbury	ED05.16	12225110		2	0	6	8	8	7
Leeds	Huddersfield					0	2	6	8	8	7

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1						2					
Service Group ED05											
Service description: West and North Yorkshire Local						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Leeds	Doncaster	Direct	ED05.8	11824820	333324	0	5	1413	1918	1917	157
Doncaster	Leeds					65	0	1514	2119	2117	157
Leeds	Knottingley		ED05.9		150	0	3	14	17	16	7
Knottingley	Leeds					4	0	13	17	17	8
Castleford	Leeds					1	0	0	1	1	0
Leeds	Goole		ED05.10		11822820	0	1	0	1	1	0
Goole	Leeds					1	0	1	2	2	0
Sheffield	Leeds	Moorthorpe and Rotherham C	ED05.11	11810920	150	4	0	15	19	1817	157
Leeds	Sheffield				0	4	1514	1918	2018	157	
Sheffield	Leeds	Moorthorpe (Fast)	ED05.14	11810920	158	3	0	13	16	16	14
Leeds	Sheffield					0	4	12	16	16	14
Brighouse	Leeds	Dewsbury	ED05.6	11874020	150	1	0	0	1	1	0

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Notes to Table:

1 Peak times – arriving Leeds between 0600 and 0959, departing Leeds between 1500 and 1859

2 Off-Peak times - arriving at and departing from Leeds station outside Peak times

3 Passenger Train Slots listed under the sub-headings “Peak times” and “Off-Peak times” are the constituent parts of, and are not in addition to, those listed under the sub-heading “Weekday”.

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1						2					
Service Group ED05											
Service description: West and North Yorkshire Local						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times ¹		Off-Peak times ²	Weekday ³	Saturday	Sunday
						Morning Peak	Evening Peak				
Knottingley	Wakefield Westgate	Direct	ED05.12	11822820	150	0	0	2	2	2	0
Wakefield Westgate	Knottingley		ED05.13	11822820	150	0	4	14	18	18	0
Knottingley	Wakefield Westgate					3	0	12	15	15	0
Leeds	Knottingley	Wakefield Westgate	ED05.13	11824820 11822820	150	0	40	140	180	180	8
Knottingley	Leeds	Wakefield Westgate	ED05.13	11824820 11822820	150	30	0	120	150	150	8

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Notes to Table:

1 Peak times – arriving Wakefield Kirkgate between 0600 and 0959, departing Wakefield Kirkgate between 1500 and 1859

2 Off-Peak times - arriving at and departing from Wakefield Kirkgate outside Peak times

3 Passenger Train Slots listed under the sub-headings "Peak times" and "Off-Peak times" are the constituent parts of, and are not in addition to, those listed under the sub-heading "Weekday".

ANNEX 2

Service Group ED05 – West and North Yorkshire Local

Table 4.1: Calling Patterns ^{16th 49th 54th}

1					2	3
Service Group: ED05						
Service description: West and North Yorkshire Local						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Ilkley	Bradford Forster Square	Direct	ED05.1	11821020	Ben Rhydding, Burley-in-Wharfedale, Menston, Guiseley, Baildon, Shipley, Frizinghall	Not applicable
	Leeds		ED05.2	11819020	Ben Rhydding, Burley-in-Wharfedale, Menston, Guiseley, Kirkstall Forge	
Leeds	Bradford Forster Square		ED05.3	11818620	Kirkstall Forge, Apperley Bridge, Shipley, Frizinghall	
	Skipton		ED05.4	11870820	Kirkstall Forge, Apperley Bridge, Shipley, Saltaire, Bingley, Crossflatts, Keighley, Steeton & Silsden, Cononley	
Skipton	Bradford Forster Square		ED05.5		Cononley, Steeton & Silsden, Keighley, Crossflatts, Bingley, Saltaire, Shipley, Frizinghall	

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1					2	3
Service Group: ED05						
Service description: West and North Yorkshire Local						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Leeds	Manchester Victoria	Dewsbury	ED05.6	11874020	Cottingley ¹ /White Rose ² , Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Brighouse, Sowerby Bridge, Mytholmroyd, Hebden Bridge, Todmorden, Littleborough, Smithy Bridge, Rochdale, Castleton, Mills Hill, Moston	Walsden
			ED05.7			
Leeds	Doncaster	Direct	ED05.8	11824820	Outwood, Wakefield Westgate, Sandal & Agbrigg, Fitzwilliam, South Elmsall, Adwick, Bentley (S.York)	Not applicable
Leeds	Knottingley	Direct	ED05.9	11841820	Woodlesford, Castleford, Pontefract Monkhill, Knottingley	Not applicable
	Goole		ED05.10		Woodlesford, Castleford, Pontefract Monkhill, Knottingley, Whitley Bridge, Hensall, Snaith, Rawcliffe, Goole	
	Sheffield	Moorthorpe	ED05.11	11810920	Outwood, Wakefield Westgate, Sandal & Agbrigg, Fitzwilliam, Moorthorpe, Thurnscoe, Goldthorpe, Bolton-On-Dearne, Swinton, Rotherham Central, Meadowhall	
Wakefield Westgate	Knottingley	Direct	ED05.12	11822820	Wakefield Kirkgate, Streethouse, Featherstone, Pontefract Tanshelf, Pontefract Monkhill	
Leeds	Knottingley	Wakefield Westgate	ED05.13	11822820 11810920	Outwood, Wakefield Westgate, Wakefield Kirkgate, Streethouse, Featherstone, Pontefract Tanshelf, Pontefract Monkhill	Not applicable

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1					2	3
Service Group: ED05						
Service description: West and North Yorkshire Local						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Leeds	Wigan Wallgate	Dewsbury	ED05.14	11874020 12225820	Cottingley ¹ /White Rose ² , Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Brighouse, Sowerby Bridge, Mytholmroyd, Hebden Bridge, Todmorden, Littleborough, Smithy Bridge, Rochdale, Castleton, Mills Hill, Moston, Manchester Victoria, Salford Central, Swinton, Moorside, Walkden, Atherton, Hag Fold, Daisy Hill, Hindley, Ince,	Not applicable
Leeds	Wigan North Western	Dewsbury	ED05.15	11874020 12225820	Cottingley ¹ /White Rose ² , Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Brighouse, Sowerby Bridge, Mytholmroyd, Hebden Bridge, Todmorden, Littleborough, Smithy Bridge, Rochdale, Castleton, Mills Hill, Moston, Manchester Victoria, Salford Central, Swinton, Moorside, Walkden, Atherton, Hag Fold, Daisy Hill, Hindley, Ince,	Not applicable
Leeds	Huddersfield	Dewsbury	ED05.16	12225110	Cottingley ¹ /White Rose ² , Morley, Batley, Dewsbury, Ravensthorpe, Mirfield, Deighton	Not applicable
Leeds	Sheffield	Moorthorpe (fast)	ED05.17	11810920	Wakefield Westgate	

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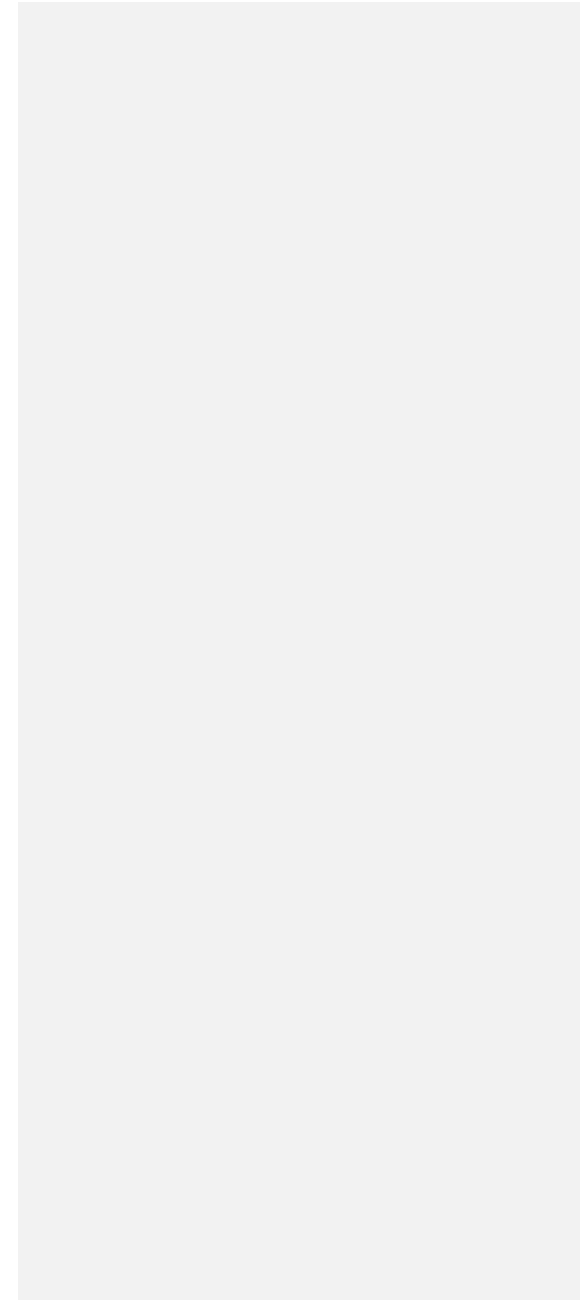
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Notes to table:

1 Cottingley rights expire when White Rose is commissioned and available for passenger service, as set out in 54th Supplemental Agreement (due during June '24 timetable period)

2 White Rose rights valid from the date the station is commissioned and available for passenger service, as set out in 54th Supplemental Agreement (due during June '24 timetable period)



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