

SIXTY NINETH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

TRANSPENNINE TRAINS LIMITED

as Train Operator

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

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THIS SIXTY NINTH SUPPLEMENTAL AGREEMENT is dated 2nd December 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) **TRANSPENNINE TRAINS LIMITED**, a company registered in England under number 12544930 having its registered office at Great Minister House, 2nd Floor Franchise Resilience and Mobilisation Team, 33 Horseferry Road, London, SW1P 4DR (the "**Train Operator**").

BACKGROUND:

- (A) Network Rail and First TransPennine Express Limited entered into a Track Access Contract (Passenger Services) dated 03 March 2016 and amended by various supplemental agreements 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) On 28 May 2023, the rights and obligations of First TransPennine Express Limited under the Contract were transferred to the Train Operator pursuant to a transfer scheme made by the Secretary of State for Transport on 28 May 2023 under schedule 2 of the Railways Act 2005.
- (C) Network Rail and the Train Operator (the parties) now propose to enter into this Supplemental Agreement 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; and
- 1.2 "Effective Date" means: 02:00 on 15 December 2024.

2 EFFECTIVE DATE AND TERM

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 at 01:59 on the Subsidiary Change Date 2025.

3 AMENDMENTS TO THE CONTRACT

- 3.1 Service Group EA01 in Schedule 8 Appendix 5 will be updated in its entirety to reflect

changes to the Leeds-Huddersfield's services for the Dec 2024 timetable.

4 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.

5 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.

6 LAW

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

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.

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)



duly authorised for and on behalf of)
NETWORK RAIL)
INFRASTRUCTURE LIMITED)

SIGNED by Chris Jackson)
Managing Director)



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

APPENDIX A

Annex 1

APPENDIX 1 OF SCHEDULE 8^{60TH} 69TH

A	B	C	D	E	F	G	H		I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
EA01 North Trans Pennine All Trains	██████	██████	██████	██████	46	120	731	Newcastle - Manchester Airport	Forward	LEEDS	██████
	731						Newcastle - Manchester Airport	Forward	LIVERPOOL LIME STREET	██████	
	731						Newcastle - Manchester Airport	Forward	MANCHESTER AIRPORT	██████	
	731						Newcastle - Manchester Airport	Forward	MANCHESTER PICCADILLY	██████	
	731						Newcastle - Manchester Airport	Forward	MANCHESTER VICTORIA	██████	
	731						Newcastle - Manchester Airport	Forward	NEWCASTLE	██████	
	731						Newcastle - Manchester Airport	Forward	YORK	██████	
	731						Newcastle - Manchester Airport	Reverse	EDINBURGH	██████	
	731						Newcastle - Manchester Airport	Reverse	LEEDS	██████	
	731						Newcastle - Manchester Airport	Reverse	MANCHESTER PICCADILLY	██████	
	731						Newcastle - Manchester Airport	Reverse	MANCHESTER VICTORIA	██████	
	731						Newcastle - Manchester Airport	Reverse	NEWCASTLE	██████	
	731						Newcastle - Manchester Airport	Reverse	YORK	██████	
	732						Scarborough / York - Liverpool	Forward	LEEDS	██████	
	732						Scarborough / York - Liverpool	Forward	LIVERPOOL LIME STREET	██████	
732	Scarborough / York - Liverpool	Forward	MANCHESTER PICCADILLY	██████							

OFFICIAL

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							732	Scarborough / York - Liverpool	Forward	MANCHESTER VICTORIA	████
							732	Scarborough / York - Liverpool	Forward	YORK	████
							732	Scarborough / York - Liverpool	Reverse	LEEDS	████
							732	Scarborough / York - Liverpool	Reverse	MANCHESTER PICCADILLY	████
							732	Scarborough / York - Liverpool	Reverse	MANCHESTER VICTORIA	████
							732	Scarborough / York - Liverpool	Reverse	SCARBOROUGH	████
							732	Scarborough / York - Liverpool	Reverse	YORK	████
							733	Hull - Manchester	Forward	HUDDERSFIELD	████
							733	Hull - Manchester	Forward	LEEDS	████
							733	Hull - Manchester	Forward	LIVERPOOL LIME STREET	████
							733	Hull - Manchester	Forward	MANCHESTER PICCADILLY	████
							733	Hull - Manchester	Forward	MANCHESTER VICTORIA	████
							733	Hull - Manchester	Reverse	HUDDERSFIELD	████
							733	Hull - Manchester	Reverse	HULL	████
							733	Hull - Manchester	Reverse	LEEDS	████
							733	Hull - Manchester	Reverse	MANCHESTER VICTORIA	████
							733	Hull - Manchester	Reverse	WAKEFIELD KIRKGATE	████
							734	Middlesborough - Manchester Airport	Forward	LEEDS	████
							734	Middlesborough - Manchester Airport	Forward	MANCHESTER AIRPORT	████
							734	Middlesborough - Manchester Airport	Forward	MANCHESTER PICCADILLY	████
							734	Middlesborough - Manchester Airport	Forward	YORK	████
							734	Middlesborough - Manchester Airport	Reverse	LEEDS	████

OFFICIAL

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Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							734	Middlesbrough - Manchester Airport	Reverse	MANCHESTER PICCADILLY	■
							734	Middlesbrough - Manchester Airport	Reverse	MIDDLESBROUGH	■
							734	Middlesbrough - Manchester Airport	Reverse	REDCAR	■
							734	Middlesbrough - Manchester Airport	Reverse	SALTBURN	■
							734	Middlesbrough - Manchester Airport	Reverse	YORK	■
EA02	■ ■	■	■	■	87	240	817	Manchester - Sheffield - Doncaster - Cleethorpes	Forward	CLEETHORPES	■
South Trans Pennine	■ ■						817	Manchester - Sheffield - Doncaster - Cleethorpes	Forward	DONCASTER	■
All Trains	■ ■						817	Manchester - Sheffield - Doncaster - Cleethorpes	Forward	MANCHESTER PICCADILLY	■
	■ ■						817	Manchester - Sheffield - Doncaster - Cleethorpes	Forward	MANCHESTER VICTORIA	■
	■ ■						817	Manchester - Sheffield - Doncaster - Cleethorpes	Forward	SHEFFIELD	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	DONCASTER	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	LIVERPOOL LIME STREET	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	MANCHESTER AIRPORT	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	MANCHESTER PICCADILLY	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	MANCHESTER VICTORIA	■
							817	Manchester - Sheffield - Doncaster - Cleethorpes	Reverse	SHEFFIELD	■
EA07	■ ■	■	■	■	■	■	730	Preston - Glasgow/Edinburgh	Forward	CARLISLE	■
Preston Scotland	■ ■						730	Preston - Glasgow/Edinburgh	Forward	EDINBURGH	■
All Trains	■ ■						730	Preston - Glasgow/Edinburgh	Forward	GLASGOW CENTRAL	■
	■ ■						730	Preston - Glasgow/Edinburgh	Forward	MANCHESTER OXFORD RD	■

OFFICIAL

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Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
	██████	██████					730	Preston - Glasgow/Edinburgh	Forward	PRESTON	██████
							730	Preston - Glasgow/Edinburgh	Reverse	CARLISLE	██████
							730	Preston - Glasgow/Edinburgh	Reverse	LIVERPOOL LIME STREET	██████
							730	Preston - Glasgow/Edinburgh	Reverse	MANCHESTER AIRPORT	██████
							730	Preston - Glasgow/Edinburgh	Reverse	MANCHESTER OXFORD RD	██████