

Sixty Fourth Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

ABELLIO EAST ANGLIA LIMITED

as Train Operator

Relating to the Track Access Contract dated December
10th 2004

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THIS SIXTY-FOURTH SUPPLEMENTAL AGREEMENT is dated 24/11/2017 and made

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, ("Network Rail"), a company registered in England under number 2904587 having its registered office at 1 Eversholt Street, London, NW1 2DN, and
- (2) **ABELLIO EAST ANGLIA LIMITED**, (the "Train Operator"), a company registered in England under number 07861414 having its registered office at 2nd Floor 1 Ely Place, London, EC1N 6RY.

WHEREAS:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 10th December 2004 in a form approved by the Office of Rail and Road (ORR) pursuant to section 18(7) of the Act, as amended by various supplemental agreements each in a form approved by ORR pursuant to section 22 of the Act and subsequently assigned pursuant to Section 12(2) of the Railways Act (2005) (which track access contract is 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:

- (A) 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;
- (B) "Effective Date" means the later of:
 - (1) 0200 hours on 10 December 2017; and
 - (2) the date upon which the ORR issues its approval pursuant to section 22 of the Act of the terms of this Supplemental Agreement.

2. **EFFECTIVE DATE AND TERM**

The amendments to the Contract pursuant to this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect on the expiry or earlier termination of the Contract.

3. **AMENDMENTS TO SCHEDULE 5**

3.1 In Schedule 5 Table 2.1 of the Contract, Service Group EB03 shall be deleted in its entirety and replaced with the version set out in Appendix 1 to this Supplemental Agreement.

3.2 In Schedule 5 Table 4.1 of the Contract, Service Group EB03 shall be deleted in its entirety and replaced with the version set out in Appendix 2 to this Supplemental Agreement.

4. **EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT**

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 two counterparts which, taken together, shall constitute one and the same document. Either party may enter into this Supplemental Agreement by signing either of such counterparts.

IN WITNESS whereof the duly authorised representatives of Network Rail and the Train Operator have executed this Supplemental Agreement on the date first above written

SIGNED by.....*M. Duymaz*.....

Print name.....*MELIHA DUymAZ*.....

Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED



SIGNED by.....

Print name.....*JAMIE BURLES*.....

Duly authorised for and on behalf of
ABELLIO EAST ANGLIA LIMITED

Appendix 1:

2. Passenger Train Slots

Table 2.1: Passenger Train Slots

1						2					
Service Group EB03 Great Eastern Outer											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday ¹	Saturday	Sunday
						Morning Peak	Evening Peak				
Liverpool Street	Ipswich	Direct	Semi fast (EB03.14)	Off-Peak: 21939001 Peak: 25939001	360	n/a	7	13	20	17	16
Liverpool Street	Harwich Town	Direct	Semi fast (EB03.9)	21939001	360	n/a	0	1	1	0	0
Liverpool Street	Walton-on-the-Naze	Direct	Semi fast (EB03.7)	25939001	321	n/a	1	0	1	0	0
Liverpool Street	Clacton-on-Sea	Direct	Semi fast (EB03.17)	Off-Peak: 21939001 Peak: 25939001	360	n/a	7	16	23	18	15
Liverpool Street	Colchester	Direct	Semi fast (EB03.3)	21939001	321	n/a	0	5	5	5	3
Liverpool Street	Colchester Town	Direct	Stopping (EB03.16)	Off-Peak: 21939001 Peak: 25939001	321	n/a	1	13	14	15	0
Liverpool Street	Witham	Direct	Semi fast (EB03.15)	25939001	321	n/a	3	0	3	0	0

1						2					
Service Group EB03 Great Eastern Outer											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday ¹	Saturday	Sunday
						Morning Peak	Evening Peak				
Liverpool Street	Braintree	Direct	Stopping (EB03.1)	Off-Peak: 21939001 Peak: 25939001	321	n/a	3	15	18	16	0
Ingatestone	Colchester	Direct	Stopping (EB03.20)	21939001	321	n/a	n/a	1	1	0	0
Witham	Walton-on-the-Naze	Direct	Stopping (EB03.22)	21939001	321	n/a	n/a	1	1	0	0
Witham	Braintree	Direct	Stopping (EB03.2)	21939001	321	n/a	n/a	4	4	4	17
Marks Tey	Sudbury	Direct	Stopping (EB03.13)	21926001	156	n/a	n/a	19	19	17	14
Colchester	Stowmarket	Direct	Stopping (EB03.21)	21939001	360	n/a	n/a	0	0	1 ^a	0
Colchester	Ipswich	Direct	Semi fast (EB03.18)	21939001	170	n/a	n/a	3	3 ^a	1	3 ^a
Colchester	Harwich Town	Direct	Stopping (EB03.10)	21939001	360	n/a	n/a	3	3	1	1
Colchester	Walton-on-the-Naze	Direct	Stopping (EB03.5)	21939001	321	n/a	n/a	15	15	17	0
Colchester	Clacton-on-Sea	Direct	Stopping (EB03.6)	21939001	321	n/a	n/a	3	3	2	1
Colchester	Colchester Town	Direct	Shuttle (EB03.8)	21939001	321	n/a	n/a	15	15	16	0
Manningtree	Harwich Town	Direct	Stopping (EB03.11)	21939001	360	n/a	n/a	21	21	18	15
Sudbury	Colchester	Direct	Stopping (EB03.26)	21926001 & 21939001	156	n/a	n/a	1	1	1	1
Thorpe-le-Soken	Walton-on-the-Naze	Direct	Stopping (EB03.4)	21939001	321	n/a	n/a	6	6	0	15

1						2					
Service Group EB03 Great Eastern Outer											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday ¹	Saturday	Sunday
						Morning Peak	Evening Peak				
Ipswich	Liverpool Street	Direct	Semi fast (EB03.14)	Off-Peak: 21939001 Peak: 25939001	360	5	n/a	15	20	18	15
Harwich Town	Liverpool Street	Direct	Semi fast (EB03.9)	25939001	360	2	n/a	0	2	0	0
Clacton-on-Sea	Liverpool Street	Direct	Semi fast (EB03.17)	Off-Peak: 21939001 Peak: 25939001	360	6	n/a	15	21	17	15
Colchester	Liverpool Street	Direct	Semi fast (EB03.3)	21939001	321	0	n/a	5	5	7	2
Colchester Town	Liverpool Street	Direct	Stopping (EB03.16)	Off-Peak: 21939001 Peak: 25939001	321	3	n/a	14	17	15	0
Witham	Liverpool Street	Direct	Semi fast (EB03.15)	Off-Peak: 21939001 Peak: 25939001	321	4	n/a	1	5	0	0
Braintree	Liverpool Street	Direct	Stopping (EB03.1)	Off-Peak: 21939001 Peak: 25939001	321	3	n/a	15	18	16	0
Chelmsford	Liverpool Street	Direct	Semi fast (EB03.12)	Off-Peak: 21939001 Peak: 25939001	321	3	n/a	0	3	0	1
Braintree	Witham	Direct	Stopping (EB03.2)	21939001	321	n/a	n/a	4	4	4	16
Sudbury	Marks Tey	Direct	Stopping (EB03.13)	21926001	156	n/a	n/a	18	18	17	14

1						2					
Service Group EB03 Great Eastern Outer											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday ¹	Saturday	Sunday
						Morning Peak	Evening Peak				
Norwich	Ipswich	Direct	Stopping (EB03.24)	21939001	360	n/a	n/a	0	0	1	0
Ipswich	Colchester	Direct	Semi fast (EB03.18)	21939001	170	n/a	n/a	5 ^b	5	3 ^b	2 ^b
Harwich Town	Colchester	Direct	Stopping (EB03.10)	21939001	360	n/a	n/a	3	3	0	1
Walton-on-the-Naze	Colchester	Direct	Stopping (EB03.5)	21939001	321	n/a	n/a	16	16	17	0
Clacton-on-Sea	Colchester	Direct	Stopping (EB03.6)	21939001	321	n/a	n/a	5	5	2	1
Colchester Town	Colchester	Direct	Shuttle (EB03.8)	21939001	321	n/a	n/a	13	13	16	0
Harwich Town	Manningtree	Direct	Stopping (EB03.11)	21939001	360	n/a	n/a	22	22	18	14
Colchester	Sudbury	Direct	Stopping (EB03.26)	21926001	156	n/a	n/a	0	0	1	1
Walton-on-the-Naze	Thorpe-le-Soken	Direct	Stopping (EB03.4)	21939001	321	n/a	n/a	6	6	0	15
Clacton-on-Sea	Walton-on-the-Naze	Direct	Stopping (EB03.25)	21939001	321	n/a	n/a	0	0	1	0

Appendix 2: Table 4.1 Calling Patterns

1					2	3
Service Group: EB03 Great Eastern Outer						
Service description						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Liverpool Street	Ipswich	Direct	Semi fast (EB03.14)	Off-Peak: 21939001 Peak: 25939001	Stratford, Shenfield, Chelmsford, Hatfield Peverel, Witham, Kelvedon, Marks Tey, Colchester, Manningtree	Romford, Ingatestone
Liverpool Street	Harwich Town	Direct	Semi fast (EB03.9)	Off-Peak: 21939001 Peak: 25939001	Stratford, Shenfield, Chelmsford, Witham, Kelvedon, Marks Tey, Colchester, Manningtree, Mistley, Wrabness, Harwich International, Dovercourt	Ingatestone
Liverpool Street	Walton-on-the-Naze	Direct	Semi fast (EB03.7)	25939001	Stratford, Chelmsford, Hatfield Peverel, Witham, Kelvedon, Colchester, Wivenhoe, Alresford, Great Bentley, Weeley, Thorpe-le-Soken, Kirby Cross, Frinton-on-Sea	Shenfield, Hythe
Liverpool Street	Clacton-on-Sea	Direct	Semi fast (EB03.17)	Off-Peak: 21939001 Peak: 25939001	Stratford, Chelmsford, Witham, Marks Tey, Colchester, Wivenhoe, Thorpe-le-Soken	Romford, Shenfield, Hatfield Peverel, Kelvedon, Hythe, Alresford, Great Bentley, Weeley
Liverpool Street	Colchester	Direct	Semi fast (EB03.3)	Off-Peak: 21939001 Peak: 25939001	Stratford, Shenfield, Chelmsford, Witham, Kelvedon, Marks Tey	Ingatestone, Hatfield Peverel
Liverpool Street	Colchester Town	Direct	Stopping (EB03.16)	Off-Peak: 21939001 Peak: 25939001	Stratford, Shenfield, Chelmsford, Witham, Kelvedon, Marks Tey, Colchester	Romford, Ingatestone

1					2	3
Service Group: EB03 Great Eastern Outer						
Service description						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Liverpool Street	Braintree	Direct	Stopping (EB03.1)	Off-Peak: 21939001 Peak: 25939001	Stratford, Shenfield, Ingatestone, Chelmsford, Hatfield Peverel, Witham, White Notley, Cressing, Braintree Freeport	N/A
Ingatestone	Colchester	Direct	Stopping (EB03.20)	21939001	Chelmsford, Hatfield Peverel, Witham, Kelvedon, Marks Tey	N/A
Witham	Walton-on-the-Naze	Direct	Stopping (EB03.22)	21939001	Colchester, Colchester Town, Hythe, Wivenhoe, Arlesford, Great Bentley, Weeley, Thorpe-le-Soken, Kirby Cross, Frinton-on-Sea	N/A
Witham	Braintree	Direct	Stopping (EB03.2)	21939001	White Notley, Cressing, Braintree Freeport	N/A
Marks Tey	Sudbury	Direct	Stopping (EB03.13)	21926001	Chappel & Wakes Colne, Bures	N/A
Colchester	Stowmarket	Direct	Stopping (EB03.21)	21939001	Manningtree, Ipswich, Stowmarket	N/A
Colchester	Ipswich	Direct	Stopping (EB03.18)	21939001	Manningtree	N/A
Colchester	Harwich Town	Direct	Stopping (EB03.10)	21939001	Manningtree, Mistley, Wrabness, Harwich International, Dovercourt	N/A
Colchester	Walton-on-the-Naze	Colchester Town	Stopping (EB03.5)	21939001	Colchester Town, Hythe, Wivenhoe, Alresford, Great Bentley, Weeley, Thorpe-le-Soken, Kirby Cross, Frinton-on-Sea	N/A
Colchester	Clacton-on-Sea	Colchester Town	Stopping (EB03.6)	21939001	Colchester Town, Hythe, Wivenhoe, Alresford, Great Bentley, Weeley, Thorpe-le-Soken	N/A
Colchester	Liverpool Street	Direct	Semi Fast (EB03.3)	21939001	Chelmsford, Stratford	N/A

1					2	3
Service Group: EB03 Great Eastern Outer						
Service description						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional stations
Colchester	Colchester Town	Direct	Stopping (EB03.8)	21939001	No intermediate stations	N/A
Manningtree	Harwich Town	Direct	Stopping (EB03.11)	21939001	Mistley, Wrabness, Harwich International, Dovercourt	N/A
Sudbury	Colchester	Direct	Stopping (EB03.26)	21926001	Bures, Chappel & Wakes Colne, Marks Tey	N/A
Thorpe-le-Soken	Walton-on-the-Naze	Colchester Town	Stopping (EB03.4)	21939001	Kirby Cross, Frinton-on-Sea	N/A
Chelmsford	Liverpool Street	Direct	Semi fast (EB03.12)	Off-Peak: 21939001 Peak: 25939001	Ingatestone, Shenfield, Stratford	N/A
Norwich	Ipswich	Direct	Stopping (EB03.24)	21939001	Diss, Stowmarket	N/A

