

9th SUPPLEMENTAL AGREEMENT

Between

NETWORK RAIL INFRASTRUCTURE LIMITED

-and-

First MTR South Western Trains Limited

**Relating to amendments to the
Track Access Contract (Passenger Services)
dated 9th April 2019**

THIS 9th SUPPLEMENTAL AGREEMENT is dated **08th December 2020** and made;

BETWEEN

- (1) **Network Rail Infrastructure Limited**, a company registered in England under number 2904587, having its registered office at 1 Eversholt Street, London NW1 2DN ("**Network Rail**"); and
- (2) **First MTR South Western Trains Limited** a company registered in England and Wales under number 07900320, having its registered office at 4th Floor, Capital House, 25 Chapel Street, London NW1 5DH (the "**Train Operator**").

WHEREAS

- (A) The parties entered into a Track Access Contract dated the 9th April 2019 in a form approved by the Office Of Rail and Road (ORR) pursuant to directions under section 18 (7) of the Railways Act 1993 (the Act) as amended by various supplemental agreements each in a form approved by ORR pursuant to section 22 of the Act (which track access contract as subsequently amended is hereafter referred to as the "Contract").
- (B) The parties wish to amend the Contract in the terms described below.

IT IS AGREED AS FOLLOWS:

INTERPRETATION

In this Supplemental Agreement, unless the context otherwise requires:

- 1) words and phrases defined in, and rules of interpretation set out in, the Contract shall have the same meaning and effect when used in this Supplemental Agreement.
- 2) "**Effective Date**" means the later of 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 02:00 on the Principal Change Date in 2020.

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 on the expiry or earlier termination of the Contract

1. AMENDMENTS TO SCHEDULE 5

Schedule 5 of the Contract shall be amended as follows:

- 1.1 Table 2.1 (Service Group HY01) shall be amended by deleting the rows relating to the services shown in Table 1.

1						2					
Service Group HY01											
Service description: Main Suburban						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				
Waterloo	Shepperton	New Malden	Stopping	24673105	455	0	6	31	37	37	16
Shepperton	Waterloo	New Malden	Stopping	24673105	455	6	0	29	35	35	17
Wimbledon	Waterloo	Direct	Stopping	24673205	455	0	0	0	0	0	4
Raynes Park	Waterloo	Direct	Stopping	24673205	455	1	0	0	1	0	0
Waterloo	Dorking	Epsom	Stopping	24673305	455	0	6	27	33	31	15
Dorking	Waterloo	Epsom	Stopping	24673305	455	6	0	28	34	30	15
Waterloo	Chessington South	Direct	Stopping	24673405	455	0	6	28	34	34	27
Chessington South	Waterloo	Direct	Stopping	24673405	455	6	0	26	32	32	28
Chessington South	Wimbledon	Direct	Stopping	24673405	455	0	0	3	3	3	1
Waterloo	Guildford	Cobham	Stopping	24673505	455	0	7	30	37	35	12
Guildford	Waterloo	Cobham	Stopping	24673505	455	7	0	30	37	34	12
Guildford	Wimbledon	Cobham	Stopping	24673505	455	0	0	0	0	0	3
Waterloo	Woking	Direct	Stopping	24673605	455	0	6	28	34	37	0
Woking	Waterloo	Direct	Stopping	24673605	455	9	0	30	39	35	1
Waterloo	Guildford	Woking	Stopping	24673605	455	0	2	4	6	1	33
Waterloo	Epsom	Direct	Stopping	24673705	455	0	3	3	6	2	2
Epsom	Waterloo	Direct	Stopping	24673705	455	3	0	1	4	3	3
Guildford	Waterloo	Leatherhead	Stopping	24673705	455	4	0	28	32	33	15

Table 1 (Rows to be deleted from Table 2.1 Service Group HY01)

1.2 Table 2.1 (Service Group HY01) shall be amended by adding the rows relating to the services shown in Table 2.

OFFICIAL

1						2					
Service Group HY01											
Service description: Main Suburban						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				
Waterloo	Shepperton	New Malden	Stopping	24673105	455	0	6	31 +1FO ⁴	37 +1FO ⁴	37 +1 ⁴	16
Shepperton	Waterloo	New Malden	Stopping	24673105	455	6	0	29 +1 FO ⁴	35 +1 FO ⁴	35 +1 ⁴	17
Wimbledon	Waterloo	Direct	Stopping	24673205	455	0	0	0	0	0	4 ⁵ 3 ⁴
Raynes Park	Waterloo	Direct	Stopping	24673205	455	1 ⁵	0	0	1 ⁵	0	0
Waterloo	Dorking	Epsom	Stopping	24673305	455	0	6	27 +1 FO ⁴	33 +1 FO ⁴	31 +1 ⁴	15
Dorking	Waterloo	Epsom	Stopping	24673305	455	6	0	28 ⁵ 27 FSX ⁴ 28 FO ⁴	34 ⁵ 33 FSX ⁴ 34 FO ⁴	30	15
Waterloo	Chessington South	Direct	Stopping	24673405	455	0	6	28 +1 FO ⁴	34 +1FO ⁴	34 +1 ⁴	27
Chessington South	Waterloo	Direct	Stopping	24673405	455	6	0	26 +1 FO ⁴	32 +1 FO ⁴	32 +1 ⁴	28
Chessington South	Wimbledon	Direct	Stopping	24673405	455	0	0	3	3	3 ⁵ 4 ⁴	1
Waterloo	Guildford	Cobham	Stopping	24673505	455	0	7	30 +1 FO ⁴	37 +1 FO ⁴	35 +1 ⁴	12
Guildford	Waterloo	Cobham	Stopping	24673505	455	7	0	30 +1 FO ⁴	37 +1 FO ⁴	34 +1 ⁴	12
Guildford	Wimbledon	Cobham	Stopping	24673505	455	0	0	0 1 FO ⁴	0 1 FO ⁴	0 1 ⁴	3
Waterloo	Woking	Direct	Stopping	24673605	455	0	6	28 ⁵ 27 ⁴ +1 FO ⁴	34 ⁵ 33 ⁴ +1 FO ⁴	37 +1 ⁴	0
Woking	Waterloo	Direct	Stopping	24673605	455	9	0	30 +1 FO ⁴	39 +1 FO ⁴	35 1 ⁴	1

1						2					
Service Group HY01											
Service description: Main Suburban						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				
Waterloo	Guildford	Woking	Stopping	24673605	455	0	2	4 +1 FO ⁴	6 +1 FO ⁴	1 +1 ⁴	33
Waterloo	Epsom	Direct	Stopping	24673705	455	0	3	3 ⁵ 2 ⁴	6 ⁵ 5 ⁴	2	2
Epsom	Waterloo	Direct	Stopping	24673705	455	3 ⁵ 2 ⁴	0	1	4 ⁵ 3 ⁴	3	3
Guildford	Waterloo	Leatherhead	Stopping	24673705	455	4	0	28 +1 ⁴	32 +1 ⁴	33	15

Table 2 (Rows to be added to Table 2.1 Service Group HY01)

1.3 Table 2.1 (Service Group HY04) shall be amended by deleting the rows relating to the services shown in Table 3.

1						2					
Service Group HY04^{8th}											
Service description: Waterloo – Farnham/Alton						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				
Waterloo	Alton	Woking	Fast	24632104	450	0	6	27	33	34	0

Table 3 (Rows to be deleted from Table 2.1 Service Group HY04)

1.4 Table 2.1 (Service Group HY04) shall be amended by adding the rows relating to the services shown in Table 4.

1						2					
Service Group HY04 ^{9th}											
Service description: Waterloo – Farnham/Alton						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				
Waterloo	Alton	Woking	Fast	24632104	450	0	6	27 +1 FO ⁴	33 +1 FO ⁴	34 +1 ⁴	0

Table 4 (Rows to be added to Table 2.1 Service Group HY04)

- 1.5 Table 2.1 (Service Group HY05) shall be amended by deleting the rows relating to the services shown in Table 5.

1						2					
Service Group HY05											
Service description: Windsor Lines (Inner)						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				
Waterloo	Windsor & Eton Riverside	Twickenham	Stopping	24671105	455	0	6	30	36	36	30
Windsor & Eton Riverside	Waterloo	Twickenham	Stopping	24671105	455	6	0	29	35	35	29
Windsor & Eton Riverside	Waterloo	Brentford	Stopping	24671105	455	1	0	0	1	0	0
Windsor & Eton Riverside	Staines	Direct	Stopping	24671105	455	0	0	1	1	1	1
Weybridge	Waterloo	Chertsey/ Brentford	Stopping	24671205	455	5	0	29	34	33	1
Clapham Junction	Weybridge	Brentford/Chertsey		24671205		0	0	1	1	1	0
Staines	Weybridge	Chertsey	Stopping	24671205	455	0	0	1	1	1	1
Weybridge	Staines	Chertsey	Stopping	24671205	455	0	0	1	1	2	0
Waterloo	Hounslow	Brentford	Stopping	24671305	450	0	0	1	1	0	0
Waterloo	Twickenham	New Malden	Stopping	24671405	455	0	0	1	1	2	0
Waterloo	Waterloo	New Malden/ Twickenham	Stopping	24671405	455	5	6	23	34	34	17
Waterloo	Strawberry Hill	New Malden	Stopping	24671405	455	0	0	1	1	1	2
Waterloo	Waterloo	Twickenham/ New Malden	Stopping	24671505	455	6	7	24	37	36	17

Table 5 (Rows to be deleted from Table 2.1 Service Group HY05)

- 1.6 Table 2.1 (Service Group HY05) shall be amended by adding the rows relating to the services shown in Table 6.

OFFICIAL

1						2					
Service Group HY05											
Service description: Windsor Lines (Inner)						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				
Waterloo	Windsor & Eton Riverside	Twickenham	Stopping	24671105	455	0	6	30 +1 FO ⁴	36 +1 FO ⁴	36 +1 ⁴	30
Windsor & Eton Riverside	Waterloo	Twickenham	Stopping	24671105	455	6	0	29 +1 FO ⁴	35 +1 FO ⁴	35 1 ⁴	29
Windsor & Eton Riverside	Waterloo	Brentford	Stopping	24671105	455	1	0	1	2	0	0
Windsor & Eton Riverside	Staines	Direct	Stopping	24671105	455	0	0	1 ⁵ 1 FSX ⁴	1 ⁵ 1 FSX ⁴	1 ⁵ 0 ⁴	1
Weybridge	Waterloo	Chertsey/ Brentford	Stopping	24671205	455	5	0	29 +1 FO ⁴	34 +1 FO ⁴	33 +2 ⁴	1
Clapham Junction	Weybridge	Brentford/Chertsey		24671205		0	0	1 1 ⁴	1 1 ⁴	1	0
Staines	Weybridge	Chertsey	Stopping	24671205	455	0	0	1 ⁵ 0 ⁴	1 ⁵ 0 ⁴	1	1
Weybridge	Staines	Chertsey	Stopping	24671205	455	0	0	1 ⁵ 1 FSX ⁴	1 ⁵ 1 FSX ⁴	2 ⁵ 0 ⁴	0
Waterloo	Hounslow	Brentford	Stopping	24671305	450	0	0	1 +1 FO ⁴	1 +1 FO ⁴	0 ⁵ 1 ⁴	0
Waterloo	Twickenham	New Malden	Stopping	24671405	455	0	0	1 ⁵ 1 FSX ⁴	1 ⁵ 1 FSX ⁴	2 ⁵ 1 ⁴	0
Waterloo	Waterloo	New Malden/ Twickenham	Stopping	24671405	455	5	6	23 +1 FO ⁴	34 1 FO ⁴	34 +1 ⁴	17
Waterloo	Strawberry Hill	New Malden	Stopping	24671405	455	0	0	1 +1FO ⁴	1 +1 FO ⁴	1 +1 ⁴	2
Waterloo	Waterloo	Twickenham/ New Malden	Stopping	24671505	455	6	7	24 +1 FO ⁴	37 +1 FO ⁴	36 +1 ⁴	17
Waterloo	Strawberry Hill	Twickenham	Stopping	24671505	455	0	0	1	1	0	1

Table 6 (Rows to be added to Table 2.1 Service Group HY05)

1.7 Table 2.1 (Service Group HY06) shall be amended by deleting the rows relating to the

services shown in Table 7.

1						2					
Service Group HY06											
Service description: Windsor Lines (Outer)						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				
Waterloo	Reading	Twickenham	Semi-Fast	24672104	450	0	12	39	51	38	34
Reading	Staines	Direct	Stopping	24672104	450	0	0	1	1	0	0
Reading	Ascot	Direct	Stopping	24672104	450	0	0	3	3	0	0

Table 7 (Rows to be deleted from Table 2.1 Service Group HY06)

1.8 Table 2.1 (Service Group HY06) shall be amended by adding the rows relating to the services shown in Table 8.

1						2					
Service Group HY06											
Service description: Windsor Lines (Outer)						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				
Waterloo	Reading	Twickenham	Semi-Fast	24672104	450	0	12	40 +1 FO ⁴	52 +1 FO ⁴	38 +1 ⁴	34
Reading	Staines	Direct	Stopping	24672104	450	0	0	1 +1 FO ⁴	1 +1 FO ⁴	0 +1 ⁴	0
Reading	Ascot	Direct	Stopping	24672104	450	0	0	3 ⁵ 2 ⁴ +1 FSX ⁴	3 ⁵ 2 ⁴ +1 FSX ⁴	0	0

Table 8 (Rows to be added to Table 2.1 Service Group HY06)

1.9 Table 2.1 (Service Group HY08) shall be amended by deleting the rows relating to the services shown in Table 9.

1						2					
Service Group HY08^{8th}											
Service description: Waterloo – Weymouth						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				
Poole	Waterloo	Eastleigh	Semi-Fast	24620204	450	3	0	14	17	15	16
Bournemouth	Waterloo	Eastleigh	Semi Fast	24620204	450	3	0	0	3	1	0
Waterloo	Brockenhurst	Eastleigh	Semi-Fast	24620204	450	0	0	2	2	0	0
Waterloo	Southampton Central	Eastleigh	Semi-Fast	24620204	450	0	1	5	6	6	1
Southampton Central	Waterloo	Eastleigh	Semi Fast	24620204	450	0	0	4	4	4	1
Southampton Central	Poole	Direct	Semi-Fast	24620204	450	0	0	4	4	0	0
Brockenhurst	Southampton Central	Direct	Local	24620204	450	0	0	1	1	0	0
Branksome	Southampton Central	Direct	Local	24620204	450	0	0	1	1	0	0
Southampton Central	Poole	Direct	Local	24629104	450	0	0	3	3	0	0
Southampton Central	Bournemouth	Direct	Local	24629104	450	0	0	1	1	0	0
Waterloo	Basingstoke	Woking	Stopping	24629204	450	0	10	27	37	33	24

Table 9 (Rows to be deleted from Table 2.1 Service Group HY08)

1.10 Table 2.1 (Service Group HY08) shall be amended by adding the rows relating to the services shown in Table 10.

1						2					
Service Group HY08^{8th}											
Service description: Waterloo – Weymouth						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				
Poole	Waterloo	Eastleigh	Semi-Fast	24620204	450	3	0	14	17	15	15
Bournemouth	Waterloo	Eastleigh	Semi Fast	24620204	450	3	0	0 +1 FO	3 +1 FO	2	0
Bournemouth	Woking	Eastleigh	Semi-Fast	24620204	450	0	0	1 FSX	1 FSX	0	0
Waterloo	Southampton Central	Eastleigh	Semi-Fast	24620204	450	0	1	7 ⁵ 6 FSX ⁴ 7 FO ⁴	8 ⁵ 7 FSX ⁴ 8 FO ⁴	6	1 ⁵
Southampton Central	Waterloo	Eastleigh	Semi Fast	24620204	450	0	0	3	3	3	1
Southampton Central	Poole	Direct	Semi-Fast	24620204	450	0	0	3	3	0	0
Bournemouth	Southampton Central	Direct	Local	24620204	450	0	0	1	1	0	0
Southampton Central	Poole	Direct	Local	24629104	450	0	0	4	4	0	0
Southampton Central	Bournemouth	Direct	Local	24629104	450	0	0	4	2	0	0
Bournemouth	Poole	Direct	Semi-Fast	24629204	450	0	0	1	1	0	0
Waterloo	Basingstoke	Woking	Stopping	24629204	450	0	10	27	37 +1 FO ⁴	33 +1 ⁴	24

Table 10 (Rows to be added to Table 2.1 Service Group HY08)

1.11 The Table 2.1 Notes to Table shall be amended by the addition of the following notes 4 and 5:

Notes to Table:

4 until 0159 on the Principal Change Date 2021

5 from 0200 on the Principal Change Date 2021

1.12 In Table 2.2, the entry for Service Group HY06 shall be deleted.

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.

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.

LAW

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

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

Signed by

Mark Killick – Route Director, Wessex



Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED

Signed by 

Print name Steve Montgomery

Duly authorised for and on behalf of
FIRST MTR SOUTH WESTERN TRAINS LIMITED