

Sixth Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

ABELLIO EAST MIDLANDS LIMITED

as Train Operator

relating to the Track Access Contract (Passenger Services) dated 1st September 2020

CONTENTS

1.	INTERPRETATION	1
2.	ORR GENERAL APPROVAL	1
3.	EFFECTIVE DATE AND TERM	2
4.	AMENDMENTS TO THE CONTRACT	2
5.	EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT	2
6.	THIRD PARTY RIGHTS	2
7.	LAW	2
8.	COUNTERPARTS	2
	 Annex A	 4

THIS SIXTH SUPPLEMENTAL AGREEMENT is dated 26 March 2021 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 ("Network Rail"); and
- (2) **ABELLIO EAST MIDLANDS LIMITED**, (the "Train Operator"), a company registered in England under number 09860485 having its registered office at 2nd floor St Andrew's House, 18-20 St Andrew Street, London, EC4A 3AG.

WHEREAS:

- (A) Network Rail and Abellio East Midlands Limited entered into a Track Access Contract (Passenger Services) dated 1st September 2020 in a form approved by the Office of Rail and Road pursuant to section 18(7) of the Act (this track access contract is hereafter referred to as the "**Contract**").
- (B) The parties propose to enter into this Supplemental Agreement in order to amend Appendix 1 of Schedule 8 within the Contract.

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; and
- (B) "Effective Date" means 1st April 2021.

2. **ORR GENERAL APPROVAL**

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

3. **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 on the Expiry Date or earlier

termination of the Contract.

4. **AMENDEMENTS TO THE CONTRACT**

The Performance Points listed in column B that relate to Service Group EM03 Liverpool – Norwich within Appendix 1 of Schedule 8 are to be amended to reflect corrections to berthing offsets.

Appendix 1 of Schedule 8 shall be deleted in its entirety and replaced by a new Appendix 1 of Schedule 8 as set out in Annex A to this Supplemental Agreement.

5. **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.

6. **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.

7. **LAW**

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

8. **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.....

Print name: Gary Walsh

Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED



SIGNED by.....

Print name: Paul Barnfield

Duly authorised for and on behalf of
ABELLIO EAST MIDLANDS LIMITED

EMR Sixth Supplemental

Annex A

APPENDIX 1 TO SCHEDULE 8

A	B	C	D	E	F	G	H	I	J	K
Service Group	Network Rail Performance Point	Payment Rate	TOC Performance Point	Payment Rate	Cancellation Minutes	Cap	Service code	Direction	Monitoring Point	Weighting
EM01	2019-20 [Redacted]	[Redacted]	[Redacted]	[Redacted]	79	270	275 Derby - Nottingham (stopping)	Forward	DERBY	[Redacted]
East Midlands Local	2020-21 [Redacted]						275 Derby - Nottingham (stopping)	Reverse	NOTTINGHAM	[Redacted]
All Trains	2021-22 [Redacted]						277 Nottingham - Newark - Lincoln	Forward	NEWARK NORTH GATE	[Redacted]
	2022-23 [Redacted]						277 Nottingham - Newark - Lincoln	Forward	NOTTINGHAM	[Redacted]
	2023-24 [Redacted]						277 Nottingham - Newark - Lincoln	Forward	NEWARK CASTLE	[Redacted]
							277 Nottingham - Newark - Lincoln	Reverse	LINCOLN CENTRAL	[Redacted]
							277 Nottingham - Newark - Lincoln	Reverse	NEWARK CASTLE	[Redacted]
							321 Nottingham - Leicester	Forward	LEICESTER	[Redacted]
							321 Nottingham - Leicester	Reverse	NOTTINGHAM	[Redacted]
							323 Derby - Matlock	Forward	MATLOCK	[Redacted]
							323 Derby - Matlock	Reverse	DERBY	[Redacted]
							325 Nottingham - Mansfield - Worksop	Forward	NOTTINGHAM	[Redacted]
							325 Nottingham - Mansfield - Worksop	Reverse	MANSFIELD WOODHOUSE	[Redacted]
							325 Nottingham - Mansfield - Worksop	Reverse	WORKSOP	[Redacted]
							812 Doncaster - Lincoln - Spalding/Peterborough	Forward	DONCASTER	[Redacted]
							812 Doncaster - Lincoln - Spalding/Peterborough	Forward	LINCOLN CENTRAL	[Redacted]
							812 Doncaster - Lincoln - Spalding/Peterborough	Forward	SPALDING	[Redacted]
							812 Doncaster - Lincoln - Spalding/Peterborough	Reverse	LINCOLN CENTRAL	[Redacted]

EM02 East Midlands Regional All Trains	2019-20 [Redacted]	[Redacted]	[Redacted]	[Redacted]	90	270	812	Doncaster - Lincoln - Spalding/Peterborough	Reverse	PETERBOROUGH	[Redacted]
	2020-21 [Redacted]						812	Doncaster - Lincoln - Spalding/Peterborough	Reverse	SLEAFORD	[Redacted]
	2021-22 [Redacted]						320	Crewe - Stoke - Derby	Forward	CREWE	[Redacted]
	2022-23 [Redacted]						320	Crewe - Stoke - Derby	Forward	STOKE-ON-TRENT	[Redacted]
	2023-24 [Redacted]						320	Crewe - Stoke - Derby	Reverse	DERBY	[Redacted]
							320	Crewe - Stoke - Derby	Reverse	STOKE-ON-TRENT	[Redacted]
							832	Nottingham - Grantham - Skegness	Forward	GRANTHAM	[Redacted]
							832	Nottingham - Grantham - Skegness	Forward	NOTTINGHAM	[Redacted]
							832	Nottingham - Grantham - Skegness	Forward	BOSTON	[Redacted]
							832	Nottingham - Grantham - Skegness	Reverse	BOSTON	[Redacted]
							832	Nottingham - Grantham - Skegness	Reverse	SKEGNESS	[Redacted]
							832	Nottingham - Grantham - Skegness	Reverse	GRANTHAM	[Redacted]
							836	Newark Northgate - Lincoln - Grimsby/Cleethorpes	Forward	LINCOLN CENTRAL	[Redacted]
							836	Newark Northgate - Lincoln - Grimsby/Cleethorpes	Reverse	CLEETHORPES	[Redacted]
							836	Newark Northgate - Lincoln - Grimsby/Cleethorpes	Reverse	GRIMSBY TOWN	[Redacted]
EM03 Liverpool - Norwich All Trains	2019-20 [Redacted]	[Redacted]	[Redacted]	[Redacted]	94	270	269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Forward	LIVERPOOL LIME STREET	[Redacted]
	2020-21 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Forward	MANCHESTER PICCADILLY	[Redacted]
	2021-22 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Forward	NOTTINGHAM	[Redacted]
	2022-23 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Forward	PETERBOROUGH	[Redacted]
	2023-24 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Forward	SHEFFIELD	[Redacted]
							269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Reverse	MANCHESTER PICCADILLY	[Redacted]

EM04 East Midlands Inter City All Trains	2019-20 [Redacted]	[Redacted]	[Redacted]	[Redacted]	45	180	269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Reverse	NORWICH	[Redacted]
	2020-21 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Reverse	NOTTINGHAM	[Redacted]
	2021-22 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Reverse	PETERBOROUGH	[Redacted]
	2022-23 [Redacted]						269	L'pool-Manchester-Sheffield-Nottgham-P'borough-Nor	Reverse	SHEFFIELD	[Redacted]
	2023-24 [Redacted]						150	London St Pancras - Derby - Sheffield (Fast)	Forward	LONDON ST PANCRAS INT	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Forward	DERBY	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Forward	SHEFFIELD	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Forward	LEICESTER	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Reverse	LEICESTER	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Reverse	DERBY	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Reverse	SHEFFIELD	[Redacted]
							150	London St Pancras - Derby - Sheffield (Fast)	Reverse	LEEDS	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Forward	SHEFFIELD	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Forward	NOTTINGHAM	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Forward	LEICESTER	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Forward	LONDON ST PANCRAS INT	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Reverse	LEICESTER	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Reverse	NOTTINGHAM	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Reverse	SHEFFIELD	[Redacted]
							153	London St Pancras - Nottingham (Fast)	Reverse	LEEDS	[Redacted]

EM05 East Midlands Inter Urban All Trains	2019-20 [Redacted]	[Redacted]	[Redacted]	[Redacted]	47	180	152	London St Pancras - Derby - Sheffield (Semi-fast)	Forward	LONDON ST PANCRAS INT	[Redacted]
	2020-21 [Redacted]						152	London St Pancras - Derby - Sheffield (Semi-fast)	Forward	LEICESTER	[Redacted]
	2021-22 [Redacted]						152	London St Pancras - Derby - Sheffield (Semi-fast)	Forward	DERBY	[Redacted]
	2022-23 [Redacted]						152	London St Pancras - Derby - Sheffield (Semi-fast)	Reverse	LEICESTER	[Redacted]
	2023-24 [Redacted]						152	London St Pancras - Derby - Sheffield (Semi-fast)	Reverse	DERBY	[Redacted]
							152	London St Pancras - Derby - Sheffield (Semi-fast)	Reverse	SHEFFIELD	[Redacted]
							152	London St Pancras - Derby - Sheffield (Semi-fast)	Reverse	YORK	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Forward	LEICESTER	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Forward	BEDFORD	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Forward	LONDON ST PANCRAS INT	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Reverse	BEDFORD	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Reverse	LEICESTER	[Redacted]
							154	London St Pancras - Nottingham (Semi-fast)	Reverse	NOTTINGHAM	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Forward	KETTERING	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Forward	LUTON	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Forward	LONDON ST PANCRAS INT	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Reverse	LUTON	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Reverse	KETTERING	[Redacted]
							156	London St Pancras - Kettering/Corby (Semi-fast)	Reverse	CORBY	[Redacted]