

# EIGHTEENTH SUPPLEMENTAL AGREEMENT

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

MTR Corporation (Crossrail) Limited

as Train Operator

Relating to the Track Access Contract dated 21<sup>st</sup> November 2018

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**THIS EIGHTEENTH SUPPLEMENTAL AGREEMENT** is dated 12 July 2021 and made

**BETWEEN:**

- (1) **Network Rail Infrastructure Limited**, a company registered in England under company number 2904587 having its registered office 1 Eversholt Street, London NW1 2DN ("Network Rail"); and
- (2) **MTR Corporation (Crossrail) Limited**, a company registered in England under number 08754715 having its registered office at Providence House, Providence Place, London N1 0NT (the "Train Operator").

**WHEREAS:**

- (A) The parties entered into a First Crossrail Track Access Contract dated 21<sup>st</sup> November 2018 in a form approved by the Office of Rail and Road ("ORR") pursuant to Section 18(7) of the Act; (which 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 date upon which the ORR issues its approval pursuant to section 22 of the Act of the terms of this Supplemental Agreement.

**2. - EFFECTIVE TERM AND DATE**

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 at an earlier date where specified, or earlier termination of the Contract.

**3. - AMENDMENT TO THE DEFINITIONS**

In Paragraph 1.1 Definitions, the following definition shall be inserted:

"**WBP Start Date** means the date on which the Train Operator commences the operation of regular daily passenger services crossing the connection point at Westbourne Park Junction and using all or a part of the Central Operating Section."

**4. - AMENDMENTS TO SCHEDULE 5**

In Schedule 5, Table 2. 1 Passenger Train Slots shall be deleted in its entirety and

replaced with the version shown in Annex 1 to this Supplemental Agreement.

In Schedule 5, Table 2.2 Additional Passenger Train Slots, shall be deleted in its entirety and replaced with "Not Used".

In Schedule 5, Paragraph 2.4, "The Train Operator has Contingent Rights to additional Passenger Train Slots in the Working Timetable in respect of a Service Group up to the number listed against each Service specified in Table 2.2 and on the Days so listed" shall be deleted and replaced with "Not used".

In Schedule 5, Paragraph 2.5

"A Contingent Right for an additional Passenger Train Slot under paragraph 2.4 includes:

- (a) Contingent right to call at any station listed in Table 4.1;
- (b) Contingent Right to have Scheduled part only of the Passenger Train Slot in question; and
- (c) Contingent Right to combine Passenger Train Slots to provide a through service"

Shall be deleted and replaced with "not used".

## **5. EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT**

The parties agree that 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 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 Chris Pearce )

duly authorised for and on behalf of )

**NETWORK RAIL** )

**INFRASTRUCTURE LIMITED** )

A handwritten signature in black ink, appearing to read 'Chris Pearce', with a horizontal line underneath.

**SIGNED** by Nigel Holness )

duly authorised for and on behalf of )

**MTR Corporation (Crossrail) Limited** )

A handwritten signature in black ink, appearing to read 'Nigel Holness', with a horizontal line underneath.

**ANNEX 1 – Schedule 5 Amendments**

These rights to apply from 18 July 2021 until the earlier of the PML Start Date and the Principal Change Date in 2022<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Stratford / Liverpool Street											
<b>Service description Shenfield – Pudding Mill Lane Junction Connection Point / Liverpool Street</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Shenfield	Pudding Mill Lane Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Shenfield	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	315	31	0	126	157	144	70
Gidea Park	Pudding Mill Lane Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Gidea Park	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	315	2	0	2	4	3	44

These rights to apply from 18 July 2021 until the earlier of the PML Start Date and the Principal Change Date in 2022<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Stratford / Liverpool Street											
<b>Service description Shenfield – Pudding Mill Lane Junction Connection Point / Liverpool Street</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Pudding Mill Lane Junction Connection Point	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Liverpool Street	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	315	0	33	128	161	147	74
Pudding Mill Lane Junction Connection Point	Gidea Park	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Liverpool Street	Gidea Park	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	315	0	0	0	0	0	40

These rights to apply from 18 July 2021 until the earlier of the PML Start Date and the Principal Change Date in 2022<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Stratford / Liverpool Street											
<b>Service description Shenfield – Pudding Mill Lane Junction Connection Point / Liverpool Street</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Seven Kings	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Ilford	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	315	0	0	0	0	0	0

Notes to Table:

1 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”.



These rights apply from the PML Start Date <sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Maidenhead/Reading											
<b>Service description Shenfield – Pudding Mill Lane Junction Connection Point / Liverpool Street</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Shenfield	Pudding Mill Lane Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	34	35	117	186	177	143
Shenfield	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	2	2	2	5
Gidea Park	Pudding Mill Lane Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	5	5	5	2
Gidea Park	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	11	0	1	12	1	5
Pudding Mill Lane Junction Connection Point	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	35	34	117	186	177	141
Liverpool Street	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	4	4	4	10

These rights apply from the PML Start Date <sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Maidenhead/Reading											
<b>Service description Shenfield – Pudding Mill Lane Junction Connection Point / Liverpool Street</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday <sup>1</sup>	Saturday	Sunday
						Morning Peak	Evening Peak				
Pudding Mill Lane Junction Connection Point	Gidea Park	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	5	5	5	4
Liverpool Street	Gidea Park	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	10	2	12	0	0
Seven Kings	Shenfield	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	2	2	2	0
Ilford	Liverpool Street	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	1	1	1	0

Notes to Table:

<sup>1</sup> 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”.

These rights apply until the Principal Change Date in December 2021<sup>16th</sup>

1						2					
Service Group: EX02 Paddington – Hayes & Harlington (Heathrow)											
<b>Service description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Heathrow Tunnel Junction Connection Point (Heathrow)</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
London Paddington (High Level)	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	12	64	76	76	63
Heathrow Tunnel Junction Connection Point	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Heathrow Tunnel Junction Connection Point	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	12	0	64	76	76	63

Notes to Table:

1 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”.

These rights apply until the Principal Change Date in December 2021<sup>16th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Maidenhead	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	Slough	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	West Drayton	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
London Paddington (High Level)	Maidenhead	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	1	2	3	1	1

These rights apply until the Principal Change Date in December 2021<sup>16th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
London Paddington (High Level)	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	11	38	49	37	32
Maidenhead	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Maidenhead	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Reading	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Reading	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	11	0	36	47	35	32

These rights apply until the Principal Change Date in December 2021<sup>16th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Maidenhead	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	1	0	4	5	2	1

Notes to Table:

1 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”.

**These rights apply from the Principal Change Date in December 2021 until the WBP Start Date or the Subsidiary Change Date in May 2022 if later** <sup>18th</sup>

1						2					
Service Group: EX02 Paddington – Hayes & Harlington (Heathrow)											
<b>Service description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Heathrow Tunnel Junction Connection Point (Heathrow)</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
London Paddington (High Level)	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	12	64	76	76	63
Heathrow Tunnel Junction Connection Point	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Heathrow Tunnel Junction Connection Point	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	12	0	64	76	76	63

Notes to Table:

1 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”.

**These rights apply from the Principal Change Date in December 2021 until the WBP Start Date or the Subsidiary Change Date in May 2022 if later** <sup>18th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Maidenhead	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	Slough	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Westbourne Park Junction Connection Point	West Drayton	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0



London Paddington (High Level)	Maidenhead	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	1	2	3	1	1
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**These rights apply from the Principal Change Date in December 2021 until the WBP Start Date or the Subsidiary Change Date in May 2022 if later** <sup>18th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
London Paddington (High Level)	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	11	38	49	37	32
Maidenhead	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Maidenhead	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0
Reading	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	0

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Reading	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	11	0	36	47	35	32
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**These rights apply from the Principal Change Date in December 2021 until the WBP Start Date or the Subsidiary Change Date in May 2022 if later** <sup>18th</sup>

1						2					
Service Group: EX02 Paddington – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Maidenhead	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	1	0	4	5	2	1

Notes to Table:

1 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”.

These rights apply from the WBP Start Date<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Maidenhead/Reading											
<b>Service description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Heathrow Tunnel Junction Connection Point (Heathrow)</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	18	18	71	107	107	94
London Paddington (High Level)	Heathrow Tunnel Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	5	5	5	13
Heathrow Tunnel Junction Connection Point	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	18	18	77	113	113	96
Heathrow Tunnel Junction Connection Point	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	1	1	1	12

Notes to Table:

1 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”.

These rights apply from the WBP Start Date<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Westbourne Park Junction Connection Point	Maidenhead	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	4	6	23	33	37	26
Westbourne Park Junction Connection Point	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	8	10	25	43	34	30
Westbourne Park Junction Connection Point	Slough	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	4	4	3	1
Westbourne Park Junction Connection Point	West Drayton	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	1	1
London Paddington (High Level)	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	1	1	1	3
Maidenhead	Reading	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	1	1	0	0
Maidenhead	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	6	5	20	31	36	24

These rights apply from the WBP Start Date<sup>18th</sup>

1						2					
Service Group: EX01 Shenfield – Maidenhead/Reading											
<b>Service Description: Paddington (High Level)/ Westbourne Park Junction Connection Point – Maidenhead / Reading</b>						<b>Passenger Train Slots</b>					
From	To	Via	Description	TSC	Timing Load	Peak times		Off-Peak times	Weekday1	Saturday	Sunday
						Morning Peak	Evening Peak				
Reading	Westbourne Park Junction Connection Point	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	11	7	28	46	36	32
Reading	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	2
Maidenhead	London Paddington (High Level)	n/a	Stopping	25381001 (peak) 21381001 (off-peak)	345	0	0	0	0	0	1

Notes to Table:

1 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”.