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54th Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED
as Network Rail

and

SCOTRAIL TRAINS LIMITED
as Train Operator

relating to amendments to the Track Access Contract
dated 03 March 2016

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THIS 54TH SUPPLEMENTAL AGREEMENT is dated 15th April 2025 and made

Between:

- (1) Network Rail Infrastructure Limited, ("Network Rail"), a company registered in England under number 2904587 having its registered office at Waterloo General Office, London, SE1 8SW; and
- (2) ScotRail Trains Limited, (the "Train Operator"), a company registered in Scotland under number SC450732 having its registered office at Atrium Court, 50 Waterloo Street, Glasgow, G2 6HQ.

Background:

- (A) The Train Operator and Network Rail entered into a Track Access Contract (Passenger Services) (which is hereafter referred to as the "Contract") dated 03 March 2016 in a form approved by the Office of Rail and Road pursuant to section 18(7) of the Act.
- (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:

- 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;
- 1.2 "**Effective Date**" means the later of 0200 hours on the Subsidiary Change Date (SCD) May 2025 and 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
- 1.3 "**Appendix**" shall mean the appendices and their relevant parts and attached hereto.

2. EFFECTIVE DATE AND DURATION

The amendments made to the Contract pursuant to 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.

3. AMENDMENTS TO THE CONTRACT

- 3.1 In Schedule 5 of the Contract, the parts of the table 2.1 relating to services 537: Aberdeen to Montrose, 5870: Fife & Leven, 542: Inverness to Wick, 547: Aberdeen to Inverness, 569: Gourock & Wemyss Bay, 568: Barrhead & Kilmarnock, 566: North Electrics (Eastbound), shall be deleted in their entirety alongside associated footnotes, and replaced with the parts of table 2.1 and associated footnotes set out in Appendix A to this 54th supplemental agreement.
- 3.2 In Schedule 5 of the Contract, the parts of the table 2.2 relating to services 536: Glasgow/Edinburgh - Dundee/Arbroath, 5870: Fife & Leven, 563: Argyle Line (Westbound), 563: Argyle Line (Eastbound), shall be deleted in their entirety alongside associated footnotes, and replaced with the parts of table 2.2 and associated footnotes set out in Appendix B to this 54th supplemental agreement.
- 3.3. In Schedule 5 of the Contract, the parts of the table 4.1 relating to services 5870: Fife & Leven, shall be deleted in their entirety alongside associated footnotes, and replaced with the parts of table 4.1 and associated footnotes set out in Appendix C to this 54th 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. LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with the laws of Scotland.

6. THIRD PARTY RIGHTS

No rights shall be conferred under or arising out of this Supplemental Agreement on any person other than the Parties to this Supplemental Agreement and there shall not be created in any circumstances a *jus quaesitum tertio* in favour of any person.

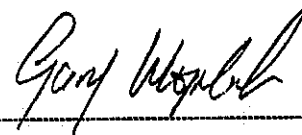
7. COUNTERPARTS

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 one and the same instrument.

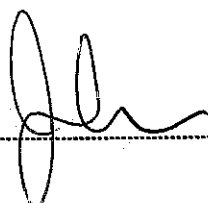
IN WITNESS WHEREOF this Supplemental Agreement comprising this and the foregoing pages and Appendices are executed as follows:-

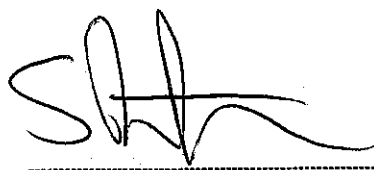
SIGNED on behalf of **NETWORK RAIL INFRASTRUCTURE LIMITED** by Gary Hopkirk at Glasgow on 15 April 2025 in the presence of:-

Witness: 
Full Name: Nicholas Prag
Address: 151 St Vincent Street
Glasgow



SIGNED on behalf of **SCOTRAIL TRAINS LIMITED** by SCOTT PRENTICE at ATRIUM COURT on 15/04/2025 in the presence of:-

Witness: 
Full Name: JOHN KERR
Address: ATRIUM COURT, WATERLOO
STREET, GLASGOW



1										2
Service Group HA02: East Coast Suburban										
Service 5870: Fife & Leven										Passenger Train Slots
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday		
Edinburgh Waverley	Cowdenbeath	Dunfermline	2.51	23587003	158	14	17	0		
Edinburgh Waverley	Glenrothes with Thornton	Dunfermline	2.52	23587003	158	7	0	11		
Edinburgh Waverley	Glenrothes with Thornton	Burntisland	2.53	23587003	158	1	0	0		
Glenrothes with Thornton	Edinburgh Waverley	Burntisland	2.54	23587003	158	1	0	1		
Cowdenbeath	Edinburgh Waverley	Dunfermline	2.75	23587003	158	15	16	0		
Glenrothes with Thornton	Edinburgh Waverley	Dunfermline	2.77	23587003	158	4	2	10		
Edinburgh Waverley	Leven	Kirkcaldy	2.78	23587003	158	18	18	14		
Leven	Edinburgh Waverley	Kirkcaldy	2.79	23587003	158	19	19	14		
Edinburgh Waverley	Leven	Dunfermline	2.80	23587003	158	15	17	0		
Leven	Edinburgh Waverley	Dunfermline	2.81	23587003	158	16	16	0		

1	2							
Service Group		HA04: Highland Rural						
Service		542: Inverness – Wick						
		Passenger Train Slots						
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Inverness	Ardgay	Dingwall	4.1	23542003	158	1	1	0
Inverness	Dingwall	Dingwall	4.2	23542003	158	1	1	0
Inverness	Invergordon	Dingwall	4.3	23542003	158	1	1	1
Inverness	Tain	Dingwall	4.4	23542003	158	1 (+1 FO)	2	3
Inverness	Wick	Thurso	4.5	23542003	158	4	4	1
Ardgay	Inverness	Dingwall	4.6	23542003	158	2	2	0
Dingwall	Inverness	Beauly	4.7	23542003	158	1	1	0
Invergordon	Inverness	Dingwall	4.8	23542003	158	1	1	1
Lairg	Inverness	Dingwall	4.9	23542003	158	1	1	0
Tain	Inverness	Dingwall	4.10	23542003	158	1	1	3
Wick	Inverness	Thurso	4.11	23542003	158	4	4	1

1		2						
Service Group HA04: Highland Rural								
Service 547: Aberdeen – Inverness								
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Aberdeen	Inverness	Keith	4.51	23547003	158	11	11	5
Aberdeen	Inverurie	Dyce	4.52	23547003	158	20	20	6
Elgin	Inverness	Nairn	4.53	23547003	158	6	6	0
Huntly	Aberdeen	Dyce	4.55	23547003	158	1	1	0
Inverness	Aberdeen ^{1 2}	Keith	4.56	23547003	158	11	11	5
Inverness	Elgin	Nairn	4.57	23547003	158	7	7	2
Inverurie	Aberdeen ^{3 4}	Dyce	4.58	23547003	158	20	20	6

¹ The Train Operator must make an Access Proposal to combine 1 Weekday and 1 Saturday Train Slot with the corresponding Train Slots in Service Group HA01, Service 541, Description 1.23, to provide a through journey to Edinburgh Waverley.

² The Train Operator must make an Access Proposal to combine 1 Weekday Train Slot with the corresponding Train Slot in Service Group HA01, Service 540, Description 1.10, to provide a through journey to Stonehaven.

³ The Train Operator must make an Access Proposal to combine 1 Sunday Train Slot with the corresponding Train Slots in Service Group HA01, Service 540, Description 1.8, to provide a through journey to Glasgow Queen Street High Level.

⁴ The Train Operator must make an Access Proposal to combine 1 Weekday Train Slot with the corresponding Train Slot in Service Group HA01, Service 540, Description 1.10, to provide a through journey to Montrose.

1		2						
Service Group HA05: Ayrshire and Inverclyde								
Service 569: Gourock and Wemyss Bay								
From	To	Via	Description	TSC	Timing Load	Total weekday	Saturday	Sunday
Glasgow Central High Level	Gourock	Paisley Gilmour Street	6.120Slow & 6.121 Fast	13569815	314	38	38	24
Glasgow Central High Level	Wemyss Bay	Paisley Gilmour Street	6.122	13569815	314	31	31	14
Gourock	Glasgow Central High Level	Paisley Gilmour Street	6.123 Slow & 6.124 Fast	13569815	314	39	37	22
Wemyss Bay	Glasgow Central High Level	Paisley Gilmour Street	6.125	13569815	314	31	31	13

1					2				
Service Group HA06: Glasgow Suburban South									
Service 568: Barrhead and Kilmarnock									
From	To	Via	Description	TSC	Timing Load	Total week-day	Saturday	Sunday	
Glasgow Central High Level	Barrhead	Crossmyloof	7.50	13568015	150	13	13	0	
Glasgow Central High Level	Kilmarnock	Crossmyloof	7.51	13568015	150	24	23	11	
Barrhead	Glasgow Central High Level	Crossmyloof	7.52	13568015	150	13	13	0	
Kilmarnock	Glasgow Central High Level	Crossmyloof	7.53	13568015	150	25	26	11	

1		2				
Service Group HA08: North Electrics & Argyll Line						
Service 560: North Electrics (Eastbound)						
From	To	Via	Description	TSC	Timing Load	Total week-Saturday Sunday day
Balloch	Airdrie	Singer	8.30	13560015	75EMUAC	27 0
Balloch	Dalmuir	Dumbarton East	8.31	13560015	75EMUAC	2 0
Balloch	Springburn	Yoker	8.32	13560015	75EMUAC	4 0
Balloch	Yoker	Dumbarton East	8.33	13560015	75EMUAC	0 2
Bathgate	Edinburgh Waverley	Uphall	8.34	13560015	75EMUAC	6 1
Dalmuir	Airdrie	Singer	8.35	13560015	75EMUAC	1 0
Dalmuir	Edinburgh Waverley	Singer	8.36	13560015	75EMUAC	0 1
Dalmuir	Edinburgh Waverley	Yoker	8.37	13560015	75EMUAC	1 0
Garscadden	Edinburgh Waverley	Partick	8.38	13560015	75EMUAC	2 0
Garscadden	Springburn	Partick	8.39	13560015	75EMUAC	1 0
Helensburgh Central	Airdrie	Singer	8.41	13560015	75EMUAC	1 5
Helensburgh Central	Bathgate	Singer	8.42	13560015	75EMUAC	3 1
Helensburgh Central	Dalmuir	Dumbarton East	8.43	13560015	75EMUAC	0 1
Helensburgh Central	Edinburgh Waverley	Singer	8.44	13560015	75EMUAC	5 24
Helensburgh Central	Edinburgh Waverley	Yoker	8.45	13560015	75EMUAC	27 0
Hyndland	Edinburgh Waverley	Partick	8.47	13560015	75EMUAC	1 0
Hyndland	Springburn	Bellgrove	8.48	13560015	75EMUAC	1 0
Milngavie	Edinburgh Waverley	Partick	8.49	13560015	75EMUAC	5 0

Milngavie	Springburn	Partick	8.50	13560015	75EMUAC	27	27	0	
Partick	Springburn	Bellgrove	8.51	13560015	75EMUAC	0	0	16	
Hyndland	Bathgate	Partick		13560015	75EMUAC	1	0	0	
Milngavie	Airdrie	Partick		13560015	75EMUAC	3	0	0	
Milngavie	Bathgate	Partick		13560015	75EMUAC	2	0	0	

APPENDIX B

Table 2.2: Additional Passenger Train Slots

1		2				
Service Group		HA01: Express				
Service 536 – Glasgow / Edinburgh – Dundee / Arbroath		Passenger Train Slots				
From	To	Via	Description	TSC	Total weekday	Saturday
Edinburgh Waverley	Dundee	Kirkcaldy		23536003	2	3
Glasgow Queen Street High Level	Dundee	Perth		23536003	8	0
Perth	Arbroath	Dundee		23536003	1	0
Dundee	Edinburgh Waverley	Kirkcaldy		23536003	3	2
Dundee	Glasgow Queen Street High Level	Perth		23536003	9	0

1		2				
Service Group		HA02: East Coast Suburban				
Service 5870: Fife & Leven		Passenger Train Slots				
From	To	Via	Description	TSC	Timing Load	Total weekday
Edinburgh Waverley ¹	Inverkeithing	South Gyle	2.71	23587003	158	1
						0

¹ From the Principal Change Date 2025 these rights will revert to “Not used”.

1			2					
Service Group HA08: North Electrics & Argyle Line								
Service 563: Argyle Line (Westbound)								
From	To	Via	Description	TSC	Timing Load	Total week-day	Saturday	Sunday
Lanark	Glasgow Central High Level	Wishaw, Shieldmuir, Bellshill	8.65	23563015	75EMUAC	7	0	0
Lanark ¹	Glasgow Central High Level	Wishaw, Shieldmuir, Bellshill	8.65	23563015	75EMUAC	1	3	0
Lanark ¹	Glasgow Central High Level	Shieldmuir, West Coast Main Line, Uddingston	8.66	23563015	75EMUAC	3	1	0

¹ From the Principal Change Date 2025 these rights will revert to "Not used".

1						2			
Service Group HA08: North Electrics & Argyle Line									
Service 563: Argyle Line (Eastbound)									
From	To	Via	Description	TSC	Timing Load	Total week-day	Saturday	Sunday	
Glasgow Central High Level	Lanark	Bellshill, Shieldmuir, Wishaw	8.101	23563015	75EMUAC	6	6	0	
Glasgow Central High Level ¹	Lanark	Bellshill, Shieldmuir, Wishaw	8.101	23563015	75EMUAC	1	1	0	
Glasgow Central High Level ²	Lanark	Bellshill, Shieldmuir, Wishaw	8.101	23563015	75EMUAC	4	4	0	
Dalmuir ²	Rutherglen	Yoker, Glasgow Central Low Level	8.112	23563015	75EMUAC	2	2	0	
Exhibition Centre ²	Rutherglen	Glasgow Central Low Level	8.113	23563015	75EMUAC	0	0	1	

1. From the Subsidiary Change Date 2025 these rights will revert to "Not used".

2. From the Principal Change Date 2025 these rights will revert to "Not used".

APPENDIX C

Table 4.1: Calling Patterns

1		2		3		
Service Group HA02: East Coast Suburban						
Service 5870: Fife & Leven						
Between	And	Via	Description	TSC	Regular Calling Pattern	Additional Stations
Edinburgh Waverley	Cowdenbeath	Dunfermline	2.51	23587003	Haymarket, South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline City, Dunfermline Queen Margaret	Edinburgh Gateway
Edinburgh Waverley	Glenrothes with Thornton	Dunfermline	2.52	23587003	South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline City, Dunfermline Queen Margaret, Cowdenbeath, Lochgelly, Cardenden	Edinburgh Gateway
Edinburgh Waverley	Glenrothes with Thornton	Burntisland	2.53	23587003	Haymarket, South Gyle, Dalmeny, North Queensferry, Inverkeithing, Dalgety Bay, Aberdeen, Burntisland, Kinghorn, Kirkcaldy	Edinburgh Gateway
Glenrothes with Thornton	Edinburgh Waverley	Burntisland	2.54	23587003	Kirkcaldy, Kinghorn, Burntisland, Aberdeen, Dalgety Bay, Inverkeithing, North Queensferry, Dalmeny, South Gyle, Haymarket	Edinburgh Gateway
Edinburgh Waverley	Inverkeithing	South Gyle	2.71	23587003	Haymarket, South Gyle, Dalmeny, North Queensferry	Edinburgh Gateway
Cowdenbeath	Edinburgh Waverley	Dunfermline	2.75	23587003	Dunfermline Queen Margaret, Dunfermline City, Rosyth, Inverkeithing, North	

							Queensferry, Dalmeny, South Gyle, Haymarket	
Glenrothes with Thornton	Edinburgh Waverley	Dunfermline	2.77		23587003		Cardenden, Lochgelly, Cowdenbeath, Dunfermline Queen Margaret, Dunfermline City, Rosyth, Inverkeithing, North Queensferry, Dalmeny, South Gyle, Haymarket	Edinburgh Gateway
Leven	Edinburgh Waverley	Kirkcaldy	2.78		23587003		Cameron Bridge, Kirkcaldy, Kinghorn, Burntisland, Aberdour, Dalgety Bay, Inverkeithing, North Queensferry, Dalmeny, Edinburgh Gateway, South Gyle, Haymarket	
Edinburgh Waverley	Leven	Kirkcaldy	2.79		23587003		Haymarket, South Gyle, Edinburgh Gateway, Dalmeny, North Queensferry, Inverkeithing, Dalgety Bay, Aberdour, Burntisland, Kinghorn, Kirkcaldy, Cameron Bridge	
Edinburgh Waverley	Leven	Dunfermline	2.80		23587003		South Gyle, Dalmeny, North Queensferry, Inverkeithing, Rosyth, Dunfermline City, Dunfermline Queen Margaret, Cowdenbeath, Lochgelly, Cardenden, Glenrothes with Thornton, Cameron Bridge.	Edinburgh Gateway
Leven	Edinburgh Waverley	Dunfermline	2.81		23587003		Cameron Bridge, Glenrothes with Thornton, Cardenden, Lochgelly, Cowdenbeath, Dunfermline Queen Margaret, Dunfermline City, Rosyth, Inverkeithing, North Queensferry, Dalmeny, South Gyle, Haymarket	Edinburgh Gateway

ENDS.