

Twenty-First Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

TRANSPORT UK EAST MIDLANDS LIMITED

as Train Operator

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

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THIS TWENTY-FIRST SUPPLEMENTAL AGREEMENT is dated
made

2025 and

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, ("Network Rail"), a company registered in England under number 2904587 having its registered office at Waterloo General Offices, London, SE1 8SW ("Network Rail"); and
- (2) **TRANSPORT UK 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 Transport UK 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 Schedule 5 of the Contract.

IT IS HEREBY AGREED as follows:

1. **INTERPRETATION**

In this Supplemental Agreement, 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.

2. **EFFECTIVE DATE AND TERM**

- 2.1 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.
- 2.2 For the purposes of this Supplemental Agreement, "Effective Date" means the later of:
 - (a) 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
 - (b) 02:01 on the Principal Change Date 2025.

3 **AMENDMENTS TO THE CONTRACT**

- 3.1 In Schedule 5 Table 2.1 of the Contract, the entry for Service Groups EM01, EM02 and EM03 shall be deleted and replaced with the entry set out in Annex A to this Supplemental Agreement.
- 3.2 Schedule 5 Table 2.2 Additional Passenger Train Slots shall be deleted and revert to "Not Used."

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.....

Print name.....

Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED

SIGNED by.....

Print name.....

Duly authorised for and on behalf of
TRANSPORT UK EAST MIDLANDS LIMITED

21st Supplemental

Annex A

Schedule 5 - Table 2.1

EM01, EM02, EM03

1						2		
Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Derby	Matlock	Direct	EM01	22323000	156	3	1	1
Derby	Nottingham	Long Eaton	EM01	22275000	156	2	1	3
Doncaster	Lincoln	Direct	EM01	22812000	156	0	1	0
Doncaster	Peterborough	Lincoln, Sleaford	EM01	22812000	156	5	3	0
Doncaster	Sleaford	Lincoln	EM01	22812000	156	0	1	0
Leicester	Cleethorpes	Nottingham and Lincoln	EM01 changes to EM02	22321000 changes to 22277000 at Nottingham and changes to 22836000 at Lincoln	156	2	1	0

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Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Leicester	Grimsby Town	Nottingham and Lincoln	EM01 changes to EM02	22321000 changes to 22277000 at Nottingham and changes to 22836000 at Lincoln	156	5	4	0
Leicester	Lincoln	Nottingham and Newark Castle	EM01	22321000 changes to 22277000 at Nottingham	156	8	10	0
Leicester	Loughborough	Direct	EM01	22321000	156	1	1	0
Leicester	Nottingham	Loughborough	EM01	22321000	156	1	2	0
Lincoln	Leicester	Newark Castle and Nottingham	EM01	22277000 changes to 22321000 at Nottingham	156	5	8	0

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Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Lincoln	London St Pancras International	Newark Castle, Nottingham and Leicester	EM01 changes to EM05	22277000 changes to 22154000 at Nottingham	222	2	0	0
Lincoln	Newark North Gate	Direct	EM01	22277000	156	12	12 10	10
Lincoln	Nottingham	Newark Castle	EM01	22277000	156	3	1	12
Lincoln	Nottingham	Newark North Gate and Newark Castle	EM01	22277000	156	1	1	0
Lincoln	Peterborough	Sleaford	EM01	22812000	156	9	7	0
Loughborough	Leicester	Barrow on Soar	EM01	22321000	156	1	1	0
Mansfield Woodhouse	Nottingham	Hucknall	EM01	12325021	170	12	9	8
Matlock	Derby	Direct	EM01	22323000	156	0	1	0
Matlock	Nottingham	Derby	EM01	22323000 changes to 22275000 at Derby	156	18	17	12

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Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Newark Castle	Crewe	Nottingham and Derby	EM01 changes to EM02	22277000 changes to 22275000 at Nottingham changes to 223230000 at Derby	156	13	12	0
Newark Castle	Nottingham	Direct	EM01	22277000	156	1	1	0
Newark Gate North	Cleethorpes	Lincoln and Market Rasen	EM01 changes to EM02	22277000 changes to 22836000 at Lincoln	156	0	1	0
Newark Gate North	Lincoln	Direct	EM01	22277000	156	14	10	10
Newark Gate North	Peterborough	Lincoln	EM01	22277000 changes to 22812000 at Lincoln	156	1	1	0

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Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Nottingham	Cleethorpes	Newark Castle, Lincoln and Market Rasen	EM01 changes to EM02	22277000 changes to 22836000 at Lincoln	156	0	0	3
Nottingham	Crewe	Derby	EM01 changes to EM02	22275000 changes to 22320000 at Derby	156	3	3	0
Nottingham	Derby	Long Eaton	EM01	22275000	156	4	2	1
Nottingham	Grimsby Town	Lincoln	EM01 changes to EM02	22277000 changes to 22836000 at Lincoln	156	2	0	0
Nottingham	Leicester	Loughborough	EM01	22321000	156	5	3	0
Nottingham	Lincoln	Newark Castle	EM01	22277000	156	1	2	10
Nottingham	Mansfield Woodhouse	Hucknall	EM01	12325021	170	11	10	9
Nottingham	Matlock	Derby	EM01	22275000 changes to 22323000 at Derby	156	15	17	11
Nottingham	Newark Castle	Direct	EM01	22277000	156	2	1	0

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Service Group : EM01 East Midlands Local								
Service description 22323000 : Derby - Matlock 22275000 : Derby - Nottingham 22277000 : Nottingham - Newark - Lincoln 22321000 : Nottingham - Leicester 12325021 : Nottingham - Mansfield Woodhouse - Worksop 22812000 : Doncaster - Lincoln - Spalding / Peterborough						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Nottingham	Sleaford	Lincoln	EM01	22277000 changes to 22812000 at Lincoln	156	1	0	0
Nottingham	Worksop	Hucknall and Mansfield Woodhouse	EM01	12325021	170	18	18	0
Peterborough	Doncaster	Lincoln and Gainsborough Lea Road	EM01	22812000	156	5	5	0
Peterborough	Lincoln	Sleaford	EM01	22812000	156	8	7	0
Peterborough	Newark North Gate	Lincoln	EM01	22812000 changes to 22277000 at Lincoln	156	2	0	0
Sleaford	Lincoln	Direct	EM01	22812000	156	1	1	0
Sleaford	Newark North Gate	Lincoln	EM01	22812000 changes to 22277000 at Lincoln	156	0	0	0
Worksop	Nottingham	Mansfield Woodhouse and Hucknall	EM01	12325021	170	19	18	0

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Service Group : EM02 East Midlands Regional								
Service description 22320000 : Crewe - Stoke - Derby 22832000 : Nottingham - Grantham - Skegness 22836000 : Lincoln - Grimsby / Cleethorpes 22833000 : Barton-on-Humber - Cleethorpes						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Barton-on-Humber	Cleethorpes	Direct	EM02	22833000	156	9	9	4
Boston	Nottingham	Sleaford and Grantham	EM02	22832000	156	1	1	1
Boston	Skegness	Direct	EM02	22832000	156	1	1	1
Cleethorpes	Barton-on-Humber	Direct	EM02	22833000	156	9	9	4
Cleethorpes	Leicester	Lincoln and Nottingham	EM02 changes to EM01	22836000 changes to 22277000 at Lincoln and changes to 22321000 at Nottingham	156	0	2	0
Cleethorpes	Lincoln	Market Rasen	EM02	22836000	156	1	1	1
Cleethorpes	Newark North Gate	Market Rasen	EM02	22836000	170	1	0	0
Cleethorpes	Nottingham	Market Rasen, Lincoln, Newark North Gate and Newark Castle	EM02 changes to EM01	22836000 changes to 22277000 at Lincoln	156	1	0	2
Crewe	Derby	Stoke on Trent	EM02	22320000	156	0	1	8

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Service Group : EM02 East Midlands Regional								
Service description 22320000 : Crewe - Stoke - Derby 22832000 : Nottingham - Grantham - Skegness 22836000 : Lincoln - Grimsby / Cleethorpes 22833000 : Barton-on-Humber - Cleethorpes						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Crewe	Newark Castle	Derby and Nottingham	EM02 changes to EM01	22320000 changes to 22275000 at Derby and to 22277000 at Nottingham	156	12	12	0
Crewe	Nottingham	Derby	EM02 changes to EM01	22320000 changes to 22275000 at Derby	156	4	3	0
Derby	Crewe	Stoke on Trent	EM02	22320000	156	0	1	7
Grantham	Nottingham	Direct	EM02	22832000	156	2	2	4
Grimsby Town	Leicester	Lincoln and Nottingham	EM02 changes to EM01	22836000 changes to 22277000 at Lincoln and to 22321000 at Nottingham	156	7	5	0
Grimsby Town	Lincoln	Direct	EM02	22836000	156	0	0	0
Lincoln	Cleethorpes	Grimsby Town	EM02	22836000	156	1	1	0
Lincoln	Grimsby Town	Market Rasen	EM02	22836000	156	0	1	0

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Service Group : EM02 East Midlands Regional								
Service description 22320000 : Crewe - Stoke - Derby 22832000 : Nottingham - Grantham - Skegness 22836000 : Lincoln - Grimsby / Cleethorpes 22833000 : Barton-on-Humber - Cleethorpes						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Nottingham	Boston	Grantham and Sleaford	EM02	22832000	156	2	2	1
Nottingham	Grantham	Direct	EM02	22832000	156	1	1	3
Nottingham	Peterborough	Grantham	EM02 changes to EM03	22832000 changes to 22269000 at Grantham	156	0	1	0
Nottingham	Skegness	Allington Chord and Sleaford	EM02	22832000	156	1	1	0
Nottingham	Skegness	Grantham and Sleaford	EM02	22832000	156	13	13	10
Nottingham	Sleaford	Grantham	EM02	22832000	156	0	1	0
Sleaford	Nottingham	Grantham	EM02	22832000	156	0	1	0
Skegness	Boston	Direct	EM02	22832000	156	0	0	1
Skegness	Nottingham	Sleaford and Allington Chord	EM02	22832000	156	1	0	0
Skegness	Nottingham	Sleaford and Grantham	EM02	22832000	156	14	15	10

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Service Group : EM03 Liverpool – Norwich								
Service description 22269000 : Liverpool - Manchester - Sheffield - Nottingham - Peterborough – Norwich						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Liverpool Lime Street	Norwich	Warrington Central, Manchester Piccadilly, Sheffield, Dronfield, Erewash Valley, Nottingham, Grantham, Peterborough and Ely	EM03	22269000	158	11	11	5
Manchester Piccadilly	Nottingham	Warrington Central, Manchester Piccadilly, Sheffield, Beighton Junction, Erewash Valley and Toton	EM03	22269000	158	1	1	1
Liverpool Lime Street	Nottingham	Warrington Central, Manchester Piccadilly, Sheffield, Dronfield and Erewash Valley	EM03	22269000	158	4	5	5
Manchester Piccadilly	Norwich	Sheffield, Dronfield, Erewash Valley, Nottingham, Grantham, Peterborough and Ely	EM03	22269000	158	0	0	2
Norwich	Liverpool Lime Street	Ely, Peterborough, Grantham, Nottingham, Erewash Valley, Dronfield, Sheffield, Manchester Piccadilly and Warrington Central	EM03	22269000	158	11	11	4
Norwich	Manchester Piccadilly	Ely, Peterborough, Grantham, Nottingham, Erewash Valley Dronfield and Sheffield	EM03	22269000	158	1	1	2
Norwich	Nottingham	Ely, Peterborough and Grantham	EM03	22269000	158	1	1	3
Norwich	Sheffield	Ely, Peterborough, Grantham, Nottingham, Erewash Valley and Dronfield	EM03	22269000	158	2 0	2 4	0
Nottingham	Liverpool Lime Street	Erewash Valley, Beighton Junction, Sheffield, Manchester Piccadilly and Warrington Central	EM03	22269000	158	1	1	0

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Service Group : EM03 Liverpool – Norwich								
Service description 22269000 : Liverpool - Manchester - Sheffield - Nottingham - Peterborough – Norwich						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Nottingham	Liverpool Lime Street	Erewash Valley, Dronfield, Sheffield, Manchester Piccadilly and Warrington Central	EM03	22269000	158	2	2	4
Nottingham	Manchester Piccadilly	Derby, Dronfield, Sheffield, Manchester Piccadilly	EM03	22269000	158	0	0	1
Nottingham	Norwich	Grantham, Peterborough and Ely	EM03	22269000	158	1	0	1
Nottingham	Norwich	Loughborough, Oakham, Peterborough and Ely	EM03	22269000	158	2	3	0
Nottingham	Peterborough	Grantham	EM03	22269000	158	1	0	0
Peterborough	Liverpool Lime Street	Grantham, Nottingham, Erewash Valley, Dronfield, Sheffield, Manchester Piccadilly and Warrington Central	EM03	22269000	158	0	0	1
Peterborough	Nottingham	Oakham & Leicester	EM03 changes to EM01	22269000 changes to 22321000 at Leicester	158	1	0	0
Sheffield	Norwich	Dronfield, Erewash Valley, Nottingham, Grantham, Peterborough and Ely	EM03	22269000	158	1 0	1	2 4
Sheffield	Nottingham	Dronfield, Erewash Valley	EM03	22269000	158	1	1	0