

Schedule 7.6 – Third Party Agreements

TfL RESTRICTED

Restricted to: TfL Group, Contractor Group and Consultants with NDA

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1 Third Party Agreements

1.1 Introduction

- 1.1.1 Pursuant to Clause 58 (Third Party Agreements), in performing its obligations under the Contract, the Contractor must take into account the agreements listed below, including any variations or amendments thereto (the "**Third Party Agreements**") so as not to preclude, prevent or otherwise hinder any member of the TTL Group from performing any of its obligations thereunder.

1.2 Ticketing & Revenue Agreements

- 1.2.1 The "**Travelcard Agreement**" dated 15 October 1995 between members of the ATOC/TfL Scheme and TTL;
- 1.2.2 the "**Through Ticketing (Non-Travelcard) Agreement**" dated 15 October 1995 between members of the ATOC/TfL Scheme and TTL, as amended and restated by an agreement dated 1 December 2000;
- 1.2.3 the "**Clearance Agreement**" dated 15 October 1995 between Rail Settlement Plan Limited and TTL, as amended and restated by an agreement dated 16 October 2009;
- 1.2.4 the "**DLR Travelcard Agreement**" dated 15 April 1998 between TTL and Docklands Light Railway Limited;
- 1.2.5 the "**DLR Through Ticketing Agreement**" dated 15 April 1998 between TTL and Docklands Light Railway Limited;
- 1.2.6 the "**Agreement for Concessionary Travel Permits to Elderly and Disabled People in London**" dated 24 December 1996 between the London Committee on Accessible Transport and TTL and any subsequently executed agreement replacing such agreement which does not materially differ from such agreement;
- 1.2.7 the "**Pay As You Go Agreement**" dated 16 October 2009 between each Train Operating Company ("**TOC**") accepting Pay As You Go ("**PAYG**") and TTL; and each "**Services Agreement**" dated 16 October 2009 between each TOC accepting PAYG and TTL and any subsequently executed agreement replacing such agreement which does not materially differ from the final drafts BIR_COMM-#949617-v5 and BIR_COMM-875292-v10 of such agreement;
- 1.2.8 the "**Amended and Restated (Sundry Travelcards) Agreement**" dated 31 October 2005 between members of the ATOC/TfL Scheme and TTL;
- 1.2.9 the "**Memorandum of Principles**" – DLR Pre Pay Revenue dated 13 October 2006 between TTL and Docklands Light Railway Limited;
- 1.2.10 the "**Agreement for Off Duty Travel Facilities**" the latest draft of which is dated 22 November 1999 between Rail Staff Travel Limited and TTL and any executed version of such agreement which does not materially differ from this latest draft;
- 1.2.11 the "**HEX/TTL Ticketing Agreement**" dated 16 June 2001 between Heathrow Express Operating Company Limited (HEX) and TTL but excluding the Conditions of Carriage of HEX and TTL in this regard;

- 1.2.12 the agreement dated 19 September 2011 between TTL and the TOCs relating to the "autofilling" of certain incomplete PAYG journeys and the associated financial arrangements;
- 1.2.13 the "**Sponsored Heathrow Tube Fares Agreement**" dated November 2011 between TTL and Heathrow Airport Ltd relating to free PAYG travel between the various Heathrow Stations;
- 1.2.14 the agreement dated 29 April 2008 between TTL, First Great Western ("**FGW**") and Rail Settlement Plan Limited concerning the charging of TfL fares on certain FGW services and associated compensation payments by TTL; and
- 1.2.15 the "**Agreement for the Extension of the Piccadilly Line to the Proposed Terminal 5 at Heathrow Airport**" dated 6 August 2004 between London Underground Limited and Heathrow Airport Limited.

1.3 Operations and Concession Agreements

- 1.3.1 The "**Quality Incentive Contracts**" of various dates entered into by LBSL and Bus Operating Companies for the provision of bus services, made up of an agreement and associated schedules, annexes and codes of practice not differing materially from the template of such agreements supplied to the Contractor and subject to any expansion to the scope of such contracts being supported by an appropriate variation where necessary; and
- 1.3.2 the "**London Rail Concession Agreement**" dated 2 July 2007 between the London Overground Rail Operations Limited (formerly MTR Laing Metro Limited) and Rail for London Limited but excluding the following agreements referenced therein:
 - (a) Manufacture and Supply Agreement;
 - (b) Train Services Agreement;
 - (c) ELL Main Works Contract;
 - (d) Conditions Precedent Agreement;
 - (e) Station Enhancements Works Agreement;
 - (f) Security of Service Letter;
 - (g) Revenue Account Letter; and
 - (h) Track Access Agreement.

1.4 Support Services Agreements

- 1.4.1 The "**Contract for Services**" dated 7 June 2006 between Journeycall Limited and TTL and any subsequently executed agreement replacing such agreement which does not materially differ from such agreement but not including the Invitation to Tender reference TfL/RT/01493; and
- 1.4.2 the "**Fulfilment of Smart-Card Applications Contract**" reference TfL/CO/01494 between Charles Novacraft Direct Limited (t/a Novacraft) and TTL and any subsequently executed agreement replacing such agreement which does not

materially differ from such agreement but not including the Invitation to Tender reference TfL/RT/01493.

1.5 ITSO Agreements

1.5.1 The "**ITSO Membership Agreement**" dated 13 October 2009 between TfL for itself and on behalf of TTL and ITSO Limited; and

1.5.2 the ITSO operating licence agreements:

- (a) the "**ITSO Operating Licence Letter Agreement**" dated 10 June 2010 between TTL and ITSO Limited;
- (b) the "**ITSO Operating Licence**" as approved by ITSO EGM on 21 December 2006;
- (c) the "**Framework Agreement**" made on and with effect from 11 April 2007 (now superseded by the Accession Agreement, below); and
- (d) the "**Accession Agreement**" dated 25 May 2010 between TfL and ITSO Limited.