

AGREEMENT
FOR
CONTRACT PRICE
FOR
PHASE 1A

Dated 20 December 2007

1.0 Introduction

1.1 This document sets out the agreement reached between BBS and tie on 20 December 2007 in respect of the price for the delivery of Phase 1A of the Edinburgh Tram Network.

1.2 Contents

Details of the Agreement

Appendix A1 – Infraco Negotiation Summary Position

Appendix A2 – Detailed Summary Of Contract Price

Appendix A3 – Value Engineering Opportunities Register

Appendix A4 – Provisional Sums

DETAILS OF THE AGREEMENT

2.0 Negotiated Price

- 2.1 The negotiated price for Phase 1a is £218,262,426. Details of the build-up to this price are set out in Appendix A.
- 2.2 The agreed Value Engineering items included in the price are set out in Appendix A3. These sums are fixed reductions save for the conditions listed in Appendix A3 under 'Key Qualifications'.
- 2.3 Provisional sums (previously normalisations) included within the price are as set out in Appendix A4. These allowances are provisional sums for the work described.
- 2.4 All other prices are fixed and firm, based on the Basis of the Price as set out below.

3.0 Basis of the Price

- 3.1 The price is based on the following:
- 3.2 Employers Requirements Version 3.1 as qualified by the BBS Compliance Matrix contained within BBS's Email dated 12 December 2007, save for:-
- In respect of Prior Approvals and other consents the allocation of risk and responsibility is as set out in tie (G Gilbert) email dated 12 December 2007) – Appendix B1
 - OLE – fixed termination system for all on street sections, from Haymarket to Newhaven and within Edinburgh Park and catenary system from Haymarket to Edinburgh Airport. Stepped poles will be adopted throughout.
 - Trackform will be as the RHEDA City system (types C, D and G) except where ballasted track will be adopted as agreed.
 - Maintenance requirements as discussed and as per Email of 12th December and 13th December 2007 – Appendix B2

The Parties acknowledge that the final Employer's Requirements will be subject to quality assurance of the final accepted consolidated version.

- 3.3 The BBS price for civils works includes for any impact on construction cost arising from the normal development and completion of designs based on the design intent for the scheme as represented by the design information drawings issued to BBS up to and including the design information drop on 25th November 2007. The price excludes:-
- a) Items designated as provisional in the Appendix A4.
 - b) Any material changes to the design resulting from the impact of the kinematic envelope of the CAF tram vehicle on the civils design.
 - c) Excluded items, to the extent described in 3.4 below.
- In respect of footways, full reuse of existing kerbs and flags and minimal reinstatement behind kerb lines is assumed. i.e. not wall to wall. Design must be delivered by the SDS in line with our construction delivery programme previously submitted.

For the avoidance of doubt normal development and completion of designs means the evolution of design through the stages of preliminary to construction stage and excludes changes of design principle, shape and form and outline specification

3.4 The BBS price for systems works is fixed save for:-

- a) Items designated as provisional in the Appendix A4.
- b) Any agreed material impact of the CAF tram vehicle specification on the traction power supply system as demonstrated by power simulation modelling.

3.5 In all other respects the BBS price is fixed / *In the event of any conflict between the obligations in the Employer's Requirements and the SDS design the obligations in the Employer's Requirements shall prevail*

3.6 Excluded items are:-

- a) Utilities Diversions, except the £3m provisional sum included in the allowance for Picardy Place, York Place and London Road and £0.75m provisional sum for minor utilities diversion as shown in Appendix A4.
- b) Work at St Andrew Square beyond the tram alignment works – tramstops, trackform, track bed, OHLE, road surface refurbishing and associated systems and link works.
- c) The cost of the following within the Forth Ports Area:
 - Road surface finishes, pavings, tramstop finishes and drainage.
 - Work to Tower Place and Victoria Dock bridges.
 - Lindsay Road Retaining Wall and associated highway works.which is extra over the scope included in BBS's price as at selection of BBS as preferred bidder.
- d) The Cost of the Highways and Drainage works at Picardy Place, London Road and York Place that is extra over the scope included in BBS's price as at selection of BBS as preferred bidder.
- e) Ground conditions that require works that could not be reasonably foreseen by an experienced civil engineering contractor based on the ground conditions reports provided to BBS on 20th and 27th of November and 6th December 2007. Additionally the BBS price does not include for dealing with replacement of any materials below the earthworks outline or below ground obstructions/voids, soft material or any contaminated materials.
- f) Bernard Street additional road works as drawing provided.
- g) Completing full footway reconstruction in Leith Walk beyond the allowance made where kerb lines are being re-sited.

3.7 In respect of the Depot excavation works, the price is fixed against the quantities advised to BBS by tie and on the assumption that the depot excavation will be handed over to us pumped dry with a firm sound foundation.

3.8 The price excludes any scope required by Third Parties which is not included within the designs issued up to and including 25th November 2007. BBS and tie will consult with Third Parties prior to contract award to agree local Codes

of Construction Practice. The price will be adjusted for any changes to constraints and additional scope which arises out of these agreements.

3.9 In respect of the highways work in Princes Street, Shandwick Place and Haymarket Junction, BBS's price is based on planing back the existing road structure to a sound base and replacement with an acceptable roads construction suitable for purpose to suit the revised road surface profile. Full depth reconstruction as the current designs in this area is not included in the Price.

3.10 The programme for delivery of Phase 1A is:-

- as represented by the programme provided by BBS dated 11th December 2007 which shows a completion of 8th August 2011 (sent to tie on 13th December 2007 – Appendix B3),
- based on the contents and assumptions set out in BBS email (Steve Sharpe) dated 13th December 2007 – Appendix B4, BBS and tie will work to deliver completion of Phase 1a by 11th Feb 2011 and
- based on the constraints and methodologies as agreed between BBS, tie, TEL and CEC.

It is agreed that all parties must work together to achieve the rationalisation of city centre constraints to achieve programme delivery. BBS have not allowed in the Price for completion beyond March 2011.

3.11 Contract terms as represented by the negotiations up to 14th Dec 2007 and for the avoidance of doubt:-

- a) Consents as set out in tie email (Geoff Gilbert) to BBS dated 12th December 2007 – Appendix B1.
- b) Third Party Agreement and Third Party obligations as set out in BBS email (M Flynn) dated 12th December 2007 – Appendix B5.
- c) The novation of SDS to Infraco as set out in the Novation Plan.
- d) The novation of Tramco to Infraco at the date of Infraco Contract Award.
- e) The terms negotiated and under negotiation prevail over statement in respect of contract issues stated in the technical information submitted by BBS.

3.12 In all other respects the conditions of the Preferred Bidder Agreement apply.

4.0 Agreement

4.1 This document is agreed as a record of the outcome of the negotiations:-

for and on behalf of tie LIMITED

on the ^{20th}..... December 2007

Authorised signatory: .. 

Full name: WILLIAM GAWAGHER

EXECUTED for and on behalf of BBS

on the 20th December 2007

Authorised signatory: [Redacted]

Full name: *RJ [Redacted]* *Director BBS*

Authorised Signatory [Redacted] *20/12/07*

Full Name *S. [Redacted]* *SIEMENS*

APPENDIX A

APPENDIX B1

Geoff Gilbert

From: Geoff Gilbert
Sent: 12 December 2007 21:00
To: flynn.michael@siemens.com
Cc: Tom.Murray@bilfinger.co.uk; 'Scott.McFadzen@bilfinger.co.uk';
Richard.Walker@bilfinger.co.uk; Bob Dawson; Valerie Clementson
Subject: Draft Consents Paper GG 121207
Attachments: Draft Consents Paper GG 121207.doc

Michael

Simplified proposal from us on consents enclosed. Can we discuss tomorrow morning.

Regards

Geoff Gilbert - Project Commercial Director

TRAM Project

ie Limited

Citypoint

65 Haymarket Terrace

Edinburgh EH12 5HD

tel [REDACTED]

mob [REDACTED]

20/12/2007

CEC00825622_0008

**Edinburgh TRAM Project
(Commercial In Confidence)**

Subject : Infraco Contract Terms Clarifications
Review area : Consents
Date : 12th December 2007

1.0 Principles

2.1 The allocation of responsibility for consents in the contract will be as follows:-

- The following consents will be the responsibility of tie to obtain
 - o TROs for the permanent scheme
 - o TTROs to enable the scheme to be constructed, with BBS support (tie have already applied for blanket TTRO's)
 - o Network Rail possessions – tie book these based on BBS programme dates (note these are already booked now wrong dates – need to be re-booked to comply with revised Infraco Contract)
- BBS provides relevant support to tie to obtain these consents.
- SDS obtain other consents required to fulfil their contract obligations. Agreed consents being obtained by SDS will be clarified in the novation agreement with a list of consents stating the status of consents at Novation. The list of consents being obtained by SDS is set out in Appendix A.
- BBS obtain all other consents, those required for construction activities and also those required to commission the system and enable it to open for passenger carrying operation. Support is provided by SDS where relevant.
- Tie will provide support to BBS to assist them in obtaining consents from third parties where they are not co-operating, provided BBS has provided the requisite information to obtain the consent and comply with the consent authorities timescales.
- Where consents are not put in place by SDS to meet the BBS programme in the Infraco Proposals then the impact on programme will be a CE, subject to certain provisos as set out later in this paper.

Tie will consider a CE where BBS are unable to obtain consents. To enable tie to assess whether it is prepared to do this SDS is to advise tie of the specific consents that it is concerned about. Tie will not agree to a blanket CE for all consents to be obtained by Infraco. Where tie agrees to a CE where BBS are unable to obtain consents this will be subject to the provisos listed below in 9 below.

2.0 Traffic Regulation Orders [TROs]

- 2.1 The TROs are to be obtained by tie with relevant technical support and programme information being provided by BBS.
- 2.2 If BBS action or inaction delays this process and to the extent that this delays completion of the scheme will not be a CE.

3.0 Temporary Traffic Regulation Orders [TTROs]

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3.1 The TTROs are to be obtained by tie but based on the programme and technical information being provided by BBS, including traffic management proposals. This will in essence be the implementation of the On Street Construction Works Methodology which is to contain all the details necessary for tie to draw down a TTRO, including traffic management arrangements proposed by BBS.

3.2 If BBS action or inaction delays this process and to the extent that this delays completion of the scheme will not be a CE.

4.0 Network Rail

4.1 Possessions have already been booked by tie in accordance with BBS's requirements. Possessions need to be re-booked to suit revised Infracore Contract.

4.2 BBS (including providing design and technical information where necessary) will prepare and provide to tie all necessary paperwork to enable tie to make an application for possessions to Network Rail.

4.3 The responsibility for payment for these possessions will rest with tie but any changes to possessions as a result of BBS being in culpable delay will then rest with BBS.

4.4 Any changes to possessions as a result of Network Rail will, subject to usual tests, lead to a Compensation Event for BBS.

5.0 Discharge Consents (water)

5.1 There are two situations here, namely:

- Temporary Discharge Consents
- Permanent Discharge Consents

5.2 Clearly BBS has to be responsible for temporary discharge consents as these will relate to their method of working or other preliminaries items such as their site set up.

5.3 With regard to the permanent discharge consents BBS want these to be in place prior to novation of SDS. If this can be achieved then it would be the preferred position. BBS to check SDS programme to determine whether these are in place.

5.4 It is logical that BBS are responsible for obtaining the permanent discharge consents as SDS will be their consultant not tie's for this element of the work. Permanent discharge consents are required prior to commencement of the relevant drainage works. If these are refused due to SDS errors it will be a matter for BBS to resolve with SDS (subject to the SDS having obtained a permanent discharge consent and designed an agreed outfall arrangement for the Depot?). However if refused or made conditional upon works being

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undertaken e.g. betterment, upgrading, new or renewal requirements for other reasons outside of BBS/SDS control then it is suggested that this becomes a **tie** change.

6.0 Building Warrants

6.1 The Building Warrants relate to compliance with technical standards and thus it is appropriate that this rests with BBS (SDS providing this to BBS other than where BBS have or are to undertake the design).

7.0 Building Fixing Agreements (for overhead line)

7.1 SDS have a responsibility to obtain Building Fixing Agreement and thus under the novation arrangement this will rest with BBS.

7.2 However **tie** has already acknowledged that obtaining a Building Fixing Agreement is not necessarily guaranteed. Heritable Proprietors (owners) have the right to object and quite probably most will. Thereafter CEC/**tie** determines whether to take the matter to the Sheriff Court.

7.3 Although Building Fixings Agreements remain as the preferred solution, SDS is also progressing the approval of poles to support the overhead line.

7.4 If Building Fixing Agreement is not obtained in a particular location, then within limits of being technically feasible and programme constraints for a new request, alternative locations for a Building Fixing are to be sought.

7.5 Where it is not technically feasible to use an alternative location for a Building Fixing or the programme constraints are insufficient for a new request, then the 'fall-back position' of the use of a pole becomes a **tie** Change.

7.6 Where there is uncertainty of likely outcome, consideration will be given to a dual approach of seeking Building Fixings and also installing foundations for a pole (as a **tie** Change).

8.0 Other consents related to design

10.1 All other consents related to design will rest with BBS.

9.0 Compensation Event where consents are not obtained or are delayed by SDS

11.1 BBS will be entitled to a CE where a consent is not provided by the authority providing the consent by the date that it is shown as required on the programme included in the Infraco Proposals provided that:

- It relates to a consent that SDS are due to obtain in accordance with their contract (excluding any additional consents that Infraco may have instructed SDS to obtain after novation)
- Infraco explains the reasons given by the consenting authority as to why they will not or have not provided consent within the agreed period (with supporting documentation)

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- Infraco advises tie immediately that it becomes aware that a consent may not be obtained by the due date. In such circumstances Infraco will afford tie the opportunity to meet with the authority providing the consent with a view to resolving the situation and Infraco attends the meeting with tie and supports tie in this respect.
- Infraco demonstrates that:-
 - Not receiving the consent has had or will have a material impact on the progress of the works
 - Infraco have taken all reasonable steps to obtain the consent
 - Infraco has provided all information necessary to obtain the consent within the timescales agreed with the authority providing the consent
 - the failure by the authority required to provide the consent has not been brought about by Infraco reprogramming the works or reprogramming or reprioritising the design programme such that a timescale agreed with the authority providing the consent cannot now be achieved
 - the authority providing the consent has not responded within the agreed timescales
 - Infraco has undertaken or plans to undertake mitigation actions in a timely manner to avoid or mitigate the impact of any delay in obtaining consent.
 - The failure in obtaining a consent is not due to a failure on the part of SDS to deliver the obligations of their contract.

**CONSENTS
(Commercial In Confidence)**

Railways and Aviation	HMRI	HMRI	Ongoing process with HMRI
	Network Rail	Network Rail	Ongoing negotiations with NR
	BAA/Aviation Consents	BAACAA/NATS	Ongoing negotiations with BAA
Planning	Listed Building Consent	CEC Planning Authority	
	Prior Approval	CEC Planning Authority	
	Planning Permission	CEC Planning Authority	
	Conservation Area Consent	CEC Planning Authority	Not applicable within LoD
	Scheduled Monument Consent	Scottish Executive & Historic Scotland	
	Advertisement Consent	CEC Planning Authority	information signs "deemed consent"
Traffic Management	Road Construction Consent	CEC Roads Authority	
Environment Ecological	Badger Licence	Scottish Natural Heritage	Environmental Team
	Otter holt/disturbance licence	Scottish Natural Heritage	
	Bat Licence	Scottish Natural Heritage	
	Appropriate Assessment	Competent Authority	
Drainage CAR	CAR General Binding Rules	SEPA	
	CAR Registration	SEPA	
	CAR License	SEPA	
	Water/ Wastewater Connection	Scottish Water	
Construction	Technical Approval	CEC Bridges/ CEC Roads	
	Building Warrant	CEC Building Standards	
Radio	OFCOM license	OFCOM	
Design Consultation	Third Party Design Consultation		
Undertakings	Undertakings to Parliament	n/a	Undertakings and Agreements to Parliament and with 3rd parties that must be met
Agreements	Agreements with 3rd Parties	n/a	
Letter of Comfort	Letter of comfort	n/a	
Letter of Closure	Letter of Closure	n/a	

APPENDIX B2

Geoff Gilbert

From: Alastair Richards - TEL
Sent: 20 December 2007 18:27
To: Geoff Gilbert
Subject: FW: Employer's Requirements - 3.03 (draft) - Maintenance Section
Attachments: ERs - Maintenance - Draft 3 03 for Informal Issue ONLY_rev20071211.pdf

From: Brauns, Bernhard [mailto:bernhard.brauns@siemens.com]
Sent: Wed 12/12/2007 7:23 PM
To: Alastair Richards - TEL
Cc: scott.mcfadzen@bilfinger.de; Brueckmann, Roland
Subject: AW: Employer's Requirements - 3.03 (draft) - Maintenance Section

Hello Alastair,

please find attached the ER with my comments (directly in the pdf document).

In case you can't see the comments, please give me a ring - I'd then have to convert the pdf into a Word document.

With best regards,
Bernhard Brauns

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Transportation Systems
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Von: Alastair Richards - TEL [mailto:Alastair.Richards@tie.ltd.uk]
Gesendet: Freitag, 7. Dezember 2007 18:52
An: Brauns, Bernhard
Betreff: FW: Employer's Requirements - 3.03 (draft) - Maintenance Section
Wichtigkeit: Hoch

Bernhard,

following our meeting, I have updated the Maintenance section and attached it for your informal review. We are finalising the reissue of the consolidated ER's early next week and any feedback would be helpful.

Regards,

20/12/2007

CEC00825622_0015

Alastair

From: Glen Aitken
Sent: Fri 12/7/2007 4:51 PM
To: Alastair Richards - TEL
Subject: Employer's Requirements - 3.03 (draft) - Maintenance Section

Alastair,

As requested, Please find attached the prospective (draft) 3.03 version of the Maintenance Section of the Employer's Requirements.

Have a great weekend.
With kind regards,

Glen

Glen Aitken
Engineering Project Administrator

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20/12/2007

CEC00825622_0016

Geoff Gilbert

From: Alastair Richards - TEL
Sent: 20 December 2007 18:23
To: Geoff Gilbert
Subject: FW: Employer's Requirements - 3.03 (draft) - Maintenance Section

As requested

From: Alastair Richards - TEL
Sent: Wed 12/12/2007 7:52 PM
To: Brauns, Bernhard
Cc: scott.mcfadzen@bilfinger.de; Brueckmann, Roland
Subject: RE: Employer's Requirements - 3.03 (draft) - Maintenance Section

Berhard,

thanks for this, I can see the comments, they seem to be mainly clustered in Table 92 Fault Corrective Requirements. Probably best if we discuss these specifically on the telephone tomorrow one by one to find a resolution. How would 10:30 your time suit you?

Regards,

Alastair


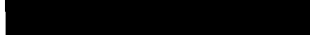

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With best regards,
Bernhard Brauns

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20/12/2007

CEC00825622_0017

Von: Alastair Richards - TEL [mailto:Alastair.Richards@tie.ltd.uk]
Gesendet: Freitag, 7. Dezember 2007 18:52
An: Brauns, Bernhard
Betreff: FW: Employer's Requirements - 3.03 (draft) - Maintenance Section
Wichtigkeit: Hoch

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To: Alastair Richards - TEL
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Have a great weekend.
With kind regards,

Glen

Glen Aitken
Engineering Project Administrator

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tie Limited registered in Scotland No. SC230949. Registered office - City Chambers, High Street, Edinburgh, EH1 1YT.

APPENDIX B3

Edinburgh Tram Tender (updated 11 December 2007)		EDINBURGH TRAM			Bilfinger Berger Siemens Joint Venture																														
Activity ID	Activity Name	Original Duration	Start	Finish	2008			2009			2010			2011																					
					O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N					
Edinburgh Tram Tender (updated 11 December 2007)					1077	28-Sep-07	19-Dec-11																												
Advanced Works Contract					104	01-Oct-07	28-Feb-08																												
161	Award Advanced Works/Mobilisation Contract	0	01-Oct-07*		28 Feb 08, Advanced Works Contract																														
161.1	Advanced Works Design and Planning	150	01-Oct-07*	20-Feb-08	Award Advanced Works/Mobilisation Contract																														
161.2	Advanced Works Procurement of Long Lead Items	150	01-Oct-07*	28-Feb-08	Advanced Works Design and Planning																														
Key Dates					992	01-Feb-08	19-Dec-11	Advanced Works Procurement of Long Lead Items																											
170	AWARD CONTRACT	0	01-Feb-08*		AWARD CONTRACT																														
270	Mobilisation	20	01-Feb-08	20-Feb-08	Mobilisation																														
280	Commence Phase 1a	0	01-Feb-08		Commence Phase 1a																														
281	Construction Completion Phase 1a Edinburgh Airport to Haymarket	0		30-Aug-10	Construction Completion Phase 1a Edinburgh																														
310	Commencement of Revenue Service Phase 1a Edinburgh Airport to Haymarket	0		27-Feb-11	Commencement of Revenue Service Phase 1a Edinburgh																														
311	Construction Completion Phase 1a Haymarket to Newhaven	0		09-Feb-11	Construction Completion Phase 1a Haymarket to Newhaven																														
312.8	Commencement of Revenue Service Phase 1a Haymarket to Newhaven	0		08-Aug-11	Commencement of Revenue Service Phase 1a Haymarket to Newhaven																														
320	Commence Phase 1b	0	06-Jul-09*		Commence Phase 1b																														
330	Construction Completion Phase 1b	0		22-Jun-11	Construction Completion Phase 1b																														
350	Commencement of Revenue Service Phase 1b	0		19-Dec-11	Commencement of Revenue Service Phase 1b																														
Commissioning Phase 1a Edinburgh Airport to Haymarket					167	01-Jul-10	27-Feb-11																												
295	Latest date for first tram on site available for commissioning	0		01-Jul-10	Latest date for first tram on site available for commissioning																														
300	System Integration Test, Phase 1a Edinburgh Airport to Haymarket	30	31-Aug-10	29-Sep-10	System Integration Test, Phase 1a Edinburgh																														
301	Test Running and Driver Familiarisation, Phase 1a Edinburgh Airport to Haymarket	30	30-Sep-10	29-Oct-10	Test Running and Driver Familiarisation, Phase 1a Edinburgh																														
302	T1 Post Commissioning Test completed, Phase 1a Edinburgh Airport to Haymarket	0		29-Oct-10	T1 Post Commissioning Test completed, Phase 1a Edinburgh																														
302.1	Test Running and Driver familiarisation performance ramp up 1a Airport to Haymarket	30	30-Oct-10	20-Nov-10	Test Running and Driver familiarisation performance ramp up 1a Airport to Haymarket																														
302.2	T2 Performance Test completed, Phase 1a Edinburgh Airport to Haymarket	0		28-Nov-10	T2 Performance Test completed, Phase 1a Edinburgh																														
302.3	Approval of HMRI, Phase 1a Edinburgh Airport to Haymarket	0		28-Nov-10	Approval of HMRI, Phase 1a Edinburgh																														
302.4	Shadow running, Phase 1a Edinburgh Airport to Haymarket	90	29-Nov-10	27-Feb-11	Shadow running, Phase 1a Edinburgh																														
302.5	T3 Pre-Operations Test Completed, Phase 1a Edinburgh Airport to Haymarket	0		27-Feb-11	T3 Pre-Operations Test Completed, Phase 1a Edinburgh																														
Commissioning Phase 1a Haymarket to Newhaven					128	10-Feb-11	08-Aug-11																												
312	System Integration Test, Phase 1a Haymarket to Newhaven	30	10-Feb-11	11-Mar-11	System Integration Test, Phase 1a Haymarket to Newhaven																														
312.1	Test Running and Driver Familiarisation, Phase 1a Haymarket to Newhaven	30	12-Mar-11	10-Apr-11	Test Running and Driver Familiarisation, Phase 1a Haymarket to Newhaven																														
312.2	T1 Post Commissioning Test completed, Phase 1a Haymarket to Newhaven	0		10-Apr-11	T1 Post Commissioning Test completed, Phase 1a Haymarket to Newhaven																														
312.3	Test Running and Driver familiarisation performance ramp up 1a Haymarket to Newhaven	30	11-Apr-11	10-May-11	Test Running and Driver familiarisation performance ramp up 1a Haymarket to Newhaven																														
312.4	T2 Performance Test completed, Phase 1a Haymarket to Newhaven	0		10-May-11	T2 Performance Test completed, Phase 1a Haymarket to Newhaven																														
312.5	Approval of HMRI, Phase 1a Haymarket to Newhaven	0		10-May-11	Approval of HMRI, Phase 1a Haymarket to Newhaven																														
312.6	Shadow running, Phase 1a Haymarket to Newhaven	90	11-May-11	08-Aug-11	Shadow running, Phase 1a Haymarket to Newhaven																														
312.7	T3 Pre-Operations Test Completed, Phase 1a Haymarket to Newhaven	0		08-Aug-11	T3 Pre-Operations Test Completed, Phase 1a Haymarket to Newhaven																														
Commissioning Phase 1b					128	23-Jun-11	19-Dec-11																												
340	System Integration Test, Phase 1b	30	23-Jun-11	22-Jul-11	System Integration Test, Phase 1b																														
340.1	Test Running and Driver Familiarisation, Phase 1b	30	23-Jul-11	21-Aug-11	Test Running and Driver Familiarisation, Phase 1b																														
340.2	T1 Post Commissioning Test completed, Phase 1b	0		21-Aug-11	T1 Post Commissioning Test completed, Phase 1b																														
340.3	Test Running and Driver familiarisation performance ramp up	30	22-Aug-11	20-Sep-11	Test Running and Driver familiarisation performance ramp up																														
340.4	T2 Performance Test completed, Phase 1b	0		20-Sep-11	T2 Performance Test completed, Phase 1b																														
340.5	Approval of HMRI, Phase 1b	0		20-Sep-11	Approval of HMRI, Phase 1b																														
340.6	Shadow running, Phase 1b	90	21-Sep-11	19-Dec-11	Shadow running, Phase 1b																														
340.7	T3 Pre-Operations Test Completed, Phase 1b	0		19-Dec-11	T3 Pre-Operations Test Completed, Phase 1b																														
M & E Design					148	01-Feb-08	29-Aug-08																												
740	M & E Requirement Definition Phase Complete	0		01-Feb-08*	M & E Requirement Definition Phase Complete: 01-Feb-08*																														
750	M & E Preliminary Design Phase	60	01-Feb-08	01-Apr-08	M & E Preliminary Design Phase																														
760	M & E Review of Preliminary Design	30	01-Apr-08	01-May-08	M & E Review of Preliminary Design																														
770	M & E Detail Design Phase	90	01-May-08	30-Jul-08	M & E Detail Design Phase																														
780	M & E Review of Detailed Design	30	30-Jul-08	29-Aug-08	M & E Review of Detailed Design																														

Activity ID	Activity Name	Original Start	Finish	2008	2009	2010	2011
A4580	Install Station Control Equipment - AFC Equipment	25-Jun-10	26-Feb-10				
A4590	Package Total Transmitter	5-Jul-10	09-Mar-10				
A6150	Installation of SIG-revolving cabinet	15-Jun-09	18-Dec-09				
A6160	Commissioning of SIG-revolving cabinet	5-Sep-10	03-Sep-10				
010 Princess Street (inc. 1st Hydrant) (see 1)		030 28-Mar-08	22-Jul-10				
E & M Installation		07 27-Apr-10	01-Jul-10				
A3903	Access for visual inspection for E&M worksite installation (01D)	07-27-Apr-10	01-Jul-10				
A3904	Access for E&M worksite installation (01D)	01-09-May-10	26-May-10				
A3905	Installation of poles and building supports	10-19-May-10	26-May-10				
A3910	Overhead Catenary Line	24-29-May-10	21-Jun-10				
A3918	Access for visual inspection to cable pits for cable laying (01D)	0-17-May-10					
A3919	Access to cable pits for cable laying (01D)	0-09-Jun-10					
A3920	Install Electrical Cables	12-08-Jun-10	19-Jun-10				
A3930	Install Fibre Optic Cables	12-08-Jun-10	19-Jun-10				
A3940	Install Signaling Wayside Equipment	12-20-Jun-10	01-Jul-10				
Princess Street West (inc. 1st Hydrant) (see 1)		396 31-Mar-08	20-Oct-09				
Roadworks		396 31-Mar-08	20-Oct-09				
12270	Issue Construction Drawings	01	31-Mar-08*				
Lothian Road Junction CH 440-280		394 05-Jun-09	20-Oct-09				
Phase 1		21 05-Jun-09	02-Feb-09				
A8250	Establish Traffic Management & Temp Fencing	21-05-Jun-09	02-Jun-09				
A8260	Take down permanent traffic signs / signals	5-07-Jan-09	13-Jan-09				
A8270	Erect new traffic signs	3-14-Jan-09	16-Jan-09				
A8290	Salvage	2-19-Jan-09	20-Jan-09				
A8290	Temporary surfacing	3-21-Jan-09	23-Jan-09				
A8300	Temporary Traffic signs / signs / white lines	5-26-Jan-09	20-Jan-09				
A8310	Remove fencing and Traffic Management	1-02-Feb-09	02-Feb-09				
Phase 2		50 03-Feb-09	13-Apr-09				
A8490	Establish Traffic Management & Temp Fencing	2-03-Feb-09	04-Feb-09				
A8500	Excavate North kerbside	21-05-Feb-09	08-Feb-09				
A8510	Relay North kerbs	5-06-Feb-09	23-Feb-09				
A8520	Relay Cables	5-09-Feb-09	13-Feb-09				
A8530	Frame out weeping course	21-16-Feb-09	17-Feb-09				
A8540	Recurator road	3-06-Apr-09	08-Apr-09				
A8550	Pavement (1m strip)	5-13-Feb-09	19-Feb-09				
A8560	White Lines	1-02-Apr-09	09-Apr-09				
A8570	Street Lighting / Road signs	7-13-Feb-09	23-Feb-09				
A8570	Remove fencing and Traffic Management	14-14-Apr-09	13-Apr-09				
Phase 3		14 14-Apr-09	01-May-09				
A8580	Establish Traffic Management & Temp Fencing	21-14-Apr-09	15-Apr-09				
A8590	Excavate South kerbside	2-16-Apr-09	17-Apr-09				
A8600	Relay South kerbs	4-17-Apr-09	22-Apr-09				
A8610	Relay Cables	4-20-Apr-09	23-Apr-09				
A8620	Frame out weeping course	1-24-Apr-09	24-Apr-09				
A8630	Recurator road	3-27-Apr-09	29-Apr-09				
A8640	Pavement (1m strip)	4-23-Apr-09	26-Apr-09				
A8650	White Lines	1-30-Apr-09	30-Apr-09				
A8660	Street Lighting / Road signs	6-23-Apr-09	30-Apr-09				
A8665	Remove fencing and Traffic Management	1-01-May-09	01-May-09				
Phase 4a		57 31-Jul-09	20-Oct-09				
A9000	Establish Traffic Management & Temp Fencing	21-31-Jul-09	07-Sep-09				
A9010	Excavate for new kerb lines & channel	4-08-Sep-09	11-Sep-09				
A9020	Lay new kerbs	4-09-Sep-09	14-Sep-09				
A9030	Relay Cables	4-10-Sep-09	15-Sep-09				
A9040	Surface new channels	4-16-Sep-09	21-Sep-09				

Activity ID	Activity Name	Original Duration	Start	Finish	2008												2009												2010												2011											
					O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S
12310	Issue Construction Drawings	0		31-Mar-08*	Issue Construction Drawings, 31-Mar-08*																																															
Haymarket Ch 1250-1125					23 Oct 09, Haymarket Ch 1250-1125																																															
Phase 1					27-Jan-09, Phase 1																																															
A6390	Establish Traffic Management & Temp. Fencing	17	05-Jan-09	27-Jan-09	Establish Traffic Management & Temp. Fencing																																															
A6400	Remove island surfacing and exc. to formation	2	05-Jan-09	06-Jan-09	Remove island surfacing and exc. to formation																																															
A6410	Construct Kerb lines	4	07-Jan-09	12-Jan-09	Construct Kerb lines																																															
A6420	Move Gullies	2	13-Jan-09	14-Jan-09	Move Gullies																																															
A6430	Sub base	2	15-Jan-09	16-Jan-09	Sub base																																															
A6440	Roadbase/base course/wearing course/temp ramps	3	21-Jan-09	23-Jan-09	Roadbase/base course/wearing course/temp ramps																																															
A6450	Pavement Works	5	15-Jan-09	21-Jan-09	Pavement Works																																															
A6460	White Lines	1	20-Jan-09	26-Jan-09	White Lines																																															
A6470	Street Lighting / Traffic Signals / Road Signs	5	15-Jan-09	21-Jan-09	Street Lighting / Traffic Signals / Road Signs																																															
A6475	Remove fencing and Traffic Management	1	27-Jan-09	27-Jan-09	Remove fencing and Traffic Management																																															
Phase 2					25-Feb-09, Phase 2																																															
A6480	Establish Traffic Management & Temp. Fencing	21	28-Jan-09	25-Feb-09	Establish Traffic Management & Temp. Fencing																																															
A6490	Excavate for new channel and kerb line / remove existing kerbs	2	30-Jan-09	02-Feb-09	Excavate for new channel and kerb line / remove existing kerbs																																															
A6500	Construct Kerb lines	2	03-Feb-09	04-Feb-09	Construct Kerb lines																																															
A6510	Reset Gullies	1	05-Feb-09	05-Feb-09	Reset Gullies																																															
A6520	Surface new channel	1	05-Feb-09	05-Feb-09	Surface new channel																																															
A6540	Pavement Works	15	05-Feb-09	25-Feb-09	Pavement Works																																															
A6550	White Lines	1	09-Feb-09	09-Feb-09	White Lines																																															
A6560	Street Lighting / Traffic Signals / Road Signs	3	05-Feb-09	09-Feb-09	Street Lighting / Traffic Signals / Road Signs																																															
A6565	Remove fencing and Traffic Management	1	12-Feb-09	12-Feb-09	Remove fencing and Traffic Management																																															
Phase 4a					29-Apr-09, Phase 4a																																															
A6730	Establish Traffic Management & Temp. Fencing	2	30-Mar-09	31-Mar-09	Establish Traffic Management & Temp. Fencing																																															
A6740	Remove island surfacing and exc. to formation	5	01-Apr-09	07-Apr-09	Remove island surfacing and exc. to formation																																															
A6750	Construct Kerb lines	4	08-Apr-09	14-Apr-09	Construct Kerb lines																																															
A6760	Move Gullies	2	15-Apr-09	16-Apr-09	Move Gullies																																															
A6770	Sub base	3	17-Apr-09	21-Apr-09	Sub base																																															
A6775	Plane off wearing course	1	22-Apr-09	22-Apr-09	Plane off wearing course																																															
A6780	Roadbase/base course/wearing course/temp ramps	3	23-Apr-09	27-Apr-09	Roadbase/base course/wearing course/temp ramps																																															
A6790	Pavement Works	6	15-Apr-09	22-Apr-09	Pavement Works																																															
A6800	White Lines	1	28-Apr-09	28-Apr-09	White Lines																																															
A6810	Street Lighting / Traffic Signals / Road Signs	7	15-Apr-09	23-Apr-09	Street Lighting / Traffic Signals / Road Signs																																															
A6815	Remove fencing and Traffic Management	1	29-Apr-09	29-Apr-09	Remove fencing and Traffic Management																																															
Phase 4b					28-May-09, Phase 4b																																															
A6820	Establish Traffic Management & Temp. Fencing	2	30-Apr-09	01-May-09	Establish Traffic Management & Temp. Fencing																																															
A6830	Remove island surfacing and exc. to formation	1	05-May-09	05-May-09	Remove island surfacing and exc. to formation																																															
A6840	Construct Kerb lines	4	06-May-09	11-May-09	Construct Kerb lines																																															
A6850	Move Gullies	2	12-May-09	13-May-09	Move Gullies																																															
A6860	Sub base	3	14-May-09	18-May-09	Sub base																																															
A6870	Plane off wearing course	1	19-May-09	19-May-09	Plane off wearing course																																															
A6880	Roadbase/base course/wearing course/temp ramps	3	20-May-09	22-May-09	Roadbase/base course/wearing course/temp ramps																																															
A6890	Pavement Works	12	12-May-09	28-May-09	Pavement Works																																															
A6900	White Lines	1	26-May-09	26-May-09	White Lines																																															
A6910	Street Lighting / Traffic Signals / Road Signs	7	12-May-09	20-May-09	Street Lighting / Traffic Signals / Road Signs																																															
A6915	Remove fencing and Traffic Management	1	27-May-09	27-May-09	Remove fencing and Traffic Management																																															
Phase 6a					24-Sep-09, Phase 6a																																															
A7240	Establish Traffic Management & Temp. Fencing	2	17-Jul-09	20-Jul-09	Establish Traffic Management & Temp. Fencing																																															
A7250	Excavate for new channel and kerb line / remove existing kerbs	2	21-Jul-09	22-Jul-09	Excavate for new channel and kerb line / remove existing kerbs																																															
A7260	Construct Kerb lines	5	23-Jul-09	29-Jul-09	Construct Kerb lines																																															
A7270	Reset Gullies	5	24-Jul-09	30-Jul-09	Reset Gullies																																															
A7280	Surface new channel	2	31-Jul-09	07-Sep-09	Surface new channel																																															
A7290	Pavement Works	15	30-Jul-09	23-Sep-09	Pavement Works																																															
A7310	Street Lighting / Traffic Signals / Road Signs	7	30-Jul-09	11-Sep-09	Street Lighting / Traffic Signals / Road Signs																																															

Activity ID	Activity Name	Original Duration	Start	Finish	2006												2009												2010												2011											
					O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S
290	Backfill and Finishes	11	11-Dec-08	08-Jan-09	Backfill and Finishes																																															
Trackwork (833m)					27-Jun-10; Trackwork (833m)																																															
13110	Issue Construction Drawings	0	01-Aug-08*	01-Aug-08*	Issue Construction Drawings, 01-Aug-08*																																															
168	Bulk Excavation	13	30-Jun-09	16-Jul-09	Bulk Excavation																																															
360	Drainage and OLE Foundations	33	17-Jul-09	02-Sep-09	Drainage and OLE Foundations																																															
379	Track Foundations and Ducts	28	03-Sep-09	12-Oct-09	Track Foundations and Ducts																																															
385	Track Laying	17	13-Oct-09	04-Nov-09	Track Laying																																															
A1910	Track Finishes and Electrification Stanchions	32	05-Nov-09	04-Jan-10	Track Finishes and Electrification Stanchions																																															
A2350	Fencing	17	05-Jan-10	27-Jan-10	Fencing																																															
Edinburgh Airport Tram Stop					16-Apr-10; Edinburgh Airport Tram Stop																																															
13120	Issue Construction Drawings	0	01-Aug-08*	01-Aug-08*	Issue Construction Drawings, 01-Aug-08*																																															
169	Civil Engineering and Building Works	65	05-Nov-09	18-Feb-10	Civil Engineering and Building Works																																															
208	Order REC Supply	0	19-Nov-09		Order REC Supply																																															
A1860	Deliver and Install Shelter	10	15-Jan-10	28-Jan-10	Deliver and Install Shelter																																															
A5438	Access for visual inspection for E&M Tram Stop installation (07A Edinburgh Airport)	0	30-Dec-09		Access for visual inspection for E&M Tram Stop installation (07A Edinburgh Airport)																																															
A5439	Access for E&M Tram Stop installation (07A Edinburgh Airport)	0	29-Jan-10		Access for E&M Tram Stop installation (07A Edinburgh Airport)																																															
A5440	Install LV Power Supply and LV Power Equipment	25	29-Jan-10	04-Mar-10	Install LV Power Supply and LV Power Equipment																																															
A5450	Install Telecom Equipment	20	05-Mar-10	01-Apr-10	Install Telecom Equipment																																															
A5460	Install Station Control Equipment + AFC Equipment	25	05-Mar-10	09-Apr-10	Install Station Control Equipment + AFC Equipment																																															
A5470	Package Test Tramstop	5	12-Apr-10	16-Apr-10	Package Test Tramstop																																															
A6360	Installation of SIG-interlocking cubicle	10	12-Feb-10	25-Feb-10	Installation of SIG-interlocking cubicle																																															
A6370	Commissioning of SIG-interlocking cubicle	5	26-Feb-10	04-Mar-10	Commissioning of SIG-interlocking cubicle																																															

Date	Revision	Checked	Approved	Page 40 of 40	TASK filter: Non-WBS Summary Activities
29-Nov-07	Revision #a (29 November 2007)	SCS			
03-Dec-07	Revision #b (03 December 2007)	SCS			

APPENDIX B4

Tom Hickman

From: STEPHEN SHARP [ssharp@programmingsolutions.co.uk]
Sent: 13 December 2007 16:59
To: Tom Hickman; Scott.McFadzen@bilfinger.co.uk; UK MB INFRACO
Cc: Susan Clark; Geoff Gilbert; Bob Dawson; Steven Bell
Subject: RE: INFRACO Programme with finish dates

Tom

Our response using your enumeration is as follows:

1. I can confirm that the programme is based on V22 of the SDS design programme (however please also see the notes in the "Programme Assumptions" document that was forwarded with the submission).
2. If the Tower Place / Victoria Dock Access Bridge restraints are removed the completion date for 1A (and 1a) will come sooner. To be able to achieve a March 2011 completion section 1A will need reprogramming to accelerate these works (because of the late release of construction issue drawings) and some simplification of the design (which we believe will occur) over that which the current drawings show. The alternative programme (1A assumptions) forwarded to you at the beginning of last week attempted to illustrate what could be achieved.
3. Confirmed.
4. The programme assumes the embargo to be lifted for Catenary works in Picardy Place in August 2010 to achieve an end of February 2011 completion for sub section 1C. If the embargo is not lifted this date then becomes the end of March 2011.
5. I am sorry, but I do not understand this point.
6. This programme is our latest revision and supersedes previous issues. As you are aware this programme is driven by SDS issue for construction dates, MUDFA and some remaining junction constraints. If the combination of these constraints were not as severe, as was the case in our previous submissions, earlier completion dates would be achieved.

I hope the above is clear and adequately answers the points you have raised.

Best Regards, Steve

From: Tom Hickman [mailto:Tom.Hickman@tie.ltd.uk]
Sent: Thu 13/12/2007 14:51
To: STEPHEN SHARP; Scott.McFadzen@bilfinger.co.uk; UK MB INFRACO
Cc: Susan Clark; Geoff Gilbert; Bob Dawson; Steven Bell
Subject: INFRACO Programme with finish dates

Steve,

Thanks for the quick response.

Can I ask you or Scott to urgently confirm that the programme submitted 12th December that shows an Open for Revenue Service date of 8th August 2011 for line 1a is based on the following:

-----Original Message-----

From: STEPHEN SHARP [mailto:ssharp@programmingsolutions.co.uk]

Sent: 13 December 2007 12:13

To: Tom Hickman

Cc: Scott.Mcfadzen@bilfinger.de

Subject: INFRACO Programme with finish dates

Tom

Please find new PDF of this weeks submission as requested. Sorry I did not notice that the finish dates run off the edge of the PDF. I have added a finish date column to make it easy.

Best Regards, Steve Sharp.

Construction Programming Solutions Ltd.

Tel: [REDACTED]

Mobile: [REDACTED]

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APPENDIX B5

Geoff Gilbert

From: AMANDA FLYNN [amanda.flynn2@[REDACTED]]
Sent: 12 December 2007 21:19
To: Geoff Gilbert
Cc: Flynn, Michael (Siemens TS)
Subject: the joys of computers....message from michael flynn

Geoff,
Below are the various comments/words we discussed on the phone.

Third Party agreements: I will provide some simple words for discussion - Proposed words

'BBS will deliver the scope in accordance with the agreed employer requirements and the obligations under the third party agreements set out in schedule 13. BBS will take the necessary steps in the construction of the scope so that CEC will not be put in breach of their obligations under the third party agreements to the extent such obligations are identified in schedule 13. In the event that the employer requirements and the third party agreements are in conflict, the employer requirements and schedule 13 will take precedence in regards BBS obligations...'

or

Infraco will carry out and complete the Infraco Works in accordance with the Agreement and will at all times use reasonable endeavours to avoid causing tie and/or CEC to become in breach of their obligations under any Third Party Agreements in so far as such 3rd Party obligation was disclosed to Infraco prior to the Effective Date.

In the event that the carrying out and completing the Infraco Works is rendered more expensive and/or time consuming in order that Infraco do not cause tie and/or CEC to be in breach of their obligations under any Third Party Agreements then the additional expense and/or time shall be treated as a tie Change under Clause 80, provided that Infraco shall take all reasonable steps to mitigate such additional expense and/or time.

Collateral warranties: - in the circumstances where our Subcontractor offers a CW which does not match tie's required wording tie would relax their requirement in this respect to allow the use of the CW provided by the Subcontractor is already covered in Clause 28. The issue remaining is the requirement for the Infraco to provide a collateral warranty in respect of the subcontract works element, where the subcontract is unable/unwilling to provide one. This requirement seems superfluous in the context that Infraco have already provided CW's for the whole of the works. It also needs to be made clear that any indemnities within the CW's form and are part of the Infraco Liability CAP.

Operator change (clause 17.6): Suzanne has sent drafting to DLA on 10th December. They need to respond with a mark-up reflecting tie's position that they do not have to notify Infraco of every change. This is acceptable subject to the protection that any change which subsequently affects Infraco will be compensated for by tie

20/12/2007

CEC00825622_0066