

SCHEDULE 10

Determination of, and Adjustments to, Usage Payments, Termination Amounts and Acceleration Amounts

Usage Payments, Termination Amounts and Acceleration Amounts shall be determined and adjusted as follows.

1. The Services Element of the Usage Payments shall be determined and adjusted in accordance with Part A of this Schedule throughout the Contract Duration.
2. The Trains Element of the Usage Payments shall be determined by, and adjusted in accordance with, Section 1 of Part B of this Schedule throughout the Contract Duration.
3. The Equipment Element of the Usage Payments shall be determined by, and adjusted in accordance with, Section 2 of Part B of this Schedule throughout the Contract Duration.
4. The Enabling Works Element of the Usage Payments shall be determined by, and adjusted in accordance with, Section 3 of Part B of this Schedule in the Delivery Period and the Post-Delivery Period.
5. Payments due on or in connection with a termination of this Contract in whole or in part, or on or in connection with the occurrence of a Supervening Event, shall be governed by, and adjusted in accordance with, Section 4 of Part B of this Schedule but payable in accordance with Clause 18.6.2.
6. The Usage Payments shall also be adjusted in accordance with:
 - (a) Parts C-1 and C-2 of this Schedule and paragraph 3 of Part E of Schedule 12 in the Delivery Period;

(b) Part C-3 of this Schedule from the Final Train Milestone Date (as such date may be extended in accordance with Clause 12 or the variation procedure set out in paragraph 8 of Schedule 4) for the remainder of the Contract Duration to the date of commencement of any Hand Back Extension Period; and

(c) Schedule 11.

7. If the Company exercises its option pursuant to Clause 19.2, and the parties agree to implement a revenue sharing arrangement, the Usage Payments shall be adjusted in accordance with the agreed arrangements.

8. The Usage Payments and the payments referred to in paragraph 5 are subject to further adjustment pursuant to Clause 23.