

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: ██████████

Dear ██████████

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation 1 – Reworks to Contract Material for Portion 1

TfNSW refers to Alstom's letter referenced above dated 2 July 2019, wherein Alstom has submitted a detailed estimate of the costs and an extension of time claim arising from the reworks to the Contract Material associated with Portion 1 ('Variation Proposal').

Further to your letter above, TfNSW advises that it has assessed and accepts the time and cost impact associated in undertaking reworks to the Contract Material for Portion 1 as requested by TfNSW in letter ref. 6296895 dated 18 June 2019.

As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues a variation no. 1 to Alstom as per below:

Scope of Variation:

Perform the reworks to the Contract Material associated with Portion 1 arising from the changes below to the Signalling Design relating to Signalling Package 1 and Signalling Plan Package 1 and transmitted via Teambinder ref. no. ATP-TfNSW-ALS-TX-000026 on 29 May 2019 (copy enclosed):

- a. Changes to High Risk Speed Sign (HRSS) at 47.155km and 47.423km distance iterations, and
- b. The AEO Design Package Report now includes Appendix G – Fringe Balises.

Variation Amount:

In accordance with clause 16.3(b) of the Agreement, the Fee associated with this variation is valued at a lump sum amount of \$80,447.44. Please refer to table 1 below for breakdown of the variation amount:

Table 1

| Role | Hourly Rate | Total Hours | Amount (AUD) |
|---------------------------|-------------|-------------|--------------|
| Project Management | ████████ | █ | █ |
| Design Manager | ████████ | █ | ████████ |
| Data Preparation Engineer | ████████ | █ | ████████ |
| Data Preparation Manager | ████████ | █ | ████████ |
| Data Validation Engineer | ████████ | █ | ████████ |

| Role | Hourly Rate | Total Hours | Amount (AUD) |
|-------------------------------|-------------|-------------|--------------------|
| Data Validation Manager | ██████ | █ | ██████ |
| Independent Peer Reviewer | ██████ | █ | ██████ |
| System Assurance | ██████ | █ | ██████ |
| Total Variation Amount | | | \$80,447.44 |

Adjustment to the Fee:

The overall value of the Fee will be increased by a lump sum amount of \$80,447.44. Please refer to table 2 below for breakdown of the revised Fee:

Table 2

| | |
|--------------------|------------------|
| Original Fee | \$ 23,438,464.86 |
| Variation 1 Amount | \$80,447.44 |
| Revised Fee | \$23,518,912.30 |

Extension of Time to Portion 1 Completion

- Pursuant to clause 18.5 of the Agreement, TfNSW grants an extension of time of █ to the Completion of Portion 1. The revised Date for Completion of Portion 1 is 3 September 2019.

TfNSW requests Alstom to accept this variation 1 by signing in the space provided below and return a signed copy in its entirety to Rajiv Garg (Rajiv.garg@transport.nsw.gov.au).

Yours sincerely,



Himesh Nair
Principal's Representative

Dated: 21/08/2019

Attachment: Teambinder transmittal ref. ATP-TfNSW-ALS-TX-000026

Variation 1 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Document Transmittal



Project Number: ATP **Transmittal No:** ATP-TFNSW-ALS-TX-000026
Project Title: Automatic Train Protection
Date: 29 May 2019 04:13 PM
Subject: A1 - P1 - Hornsby(Excl) - Berowra(Incl) - Signalling Detailed Design - AEO (SP, CT, SCF) - for Alstom
Reason for Issue: Issued For Information

Message:

Hi Cameron,

Please find attached the following A1 P1 Signalling Deliverables (AEO Approved) documents for Signalling Plan, Control Tables and SCFs.

Formal cover letter to follow shortly; to formalise this as an input into your design activities.

Please note the attached AEO copy documents were submitted on the 12th February 2019 via email.

There has been following changes to the documents:

- Changes only to HRSS 47.155km and 47.423km distance iterations, no change to gradients.
- AEO DPR Report includes Appendix G – Fringe Balises.

Can you please conduct an assessment and advise on the impact of the data delivery.

Do not hesitate to contact me if you have any questions.

kind Regards,
Zaid Aglodiya

Transmitted to:

| Company | |
|--|--|
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |
| Alstom Transport Australia Pty Limited | |

Transmitted cc:

| Company | |
|--|------------------------|
| Transport for NSW | Lalitha Ramalingareddy |
| Transport for NSW | TfNSW ATP Alstom |
| Alstom Transport Australia Pty Limited | Alstom AMS |
| Alstom Transport Australia Pty Limited | Jennifer Barnett |
| Transport for NSW | Himesh Nair |

| | |
|-------------------|---------------|
| Transport for NSW | Rajiv Garg |
| Transport for NSW | Zaid Aglodiya |
| Transport for NSW | Kee Foo |
| Transport for NSW | Ibrahim Mian |

[Click here to download all Transmittal files.](#)

Click on Document Nos to download them individually.

| Item | Document No | Rev | Sts | Title | Alt Doc Number | Design Package No |
|------|------------------------------------|-----|-----|---|----------------|-------------------|
| 1 | ATP-BSMA-EM-000025 | 1 | IFR | A1 - M2 - Hornsby(Excl) - Berowra(Incl) - Signalling Plan - AEO APPROVED | | |
| 2 | ATP-BSMA-EM-000027 | 2 | IFR | A1 - M2 - Hornsby(Excl) - Berowra(Incl) - ERA Tool Calculations - AEO APPROVED | | |
| 3 | ATP-BSMA-EM-000028 | 2 | IFR | A1 - M2 - Hornsby (excl) - Berowra (incl) - Gradient Output Tables - AEO APPROVED | | |
| 4 | ATP-BSMA-EM-000029 | 1 | IFR | A1 - M2 - Hornsby(Excl) - Berowra(Incl) - Site Certification Form - AEO APPROVED | | |
| 5 | ATP-BSMA-EM-000039 | 1 | IFR | A1 - M2 - Hornsby(Excl) - Berowra(incl) - ETCS Tables - AEO APPROVED | | |
| 6 | ATP-BSMA-EM-000153 | - | IFR | A1 – M2 – Hornsby (Excl) – Berowra (Incl) – Design Report – AEO APPROVED | | |

Transmitted by: Zaid Aglodiya, Transport for NSW

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation Order 2 - Non-productive Costs (April to June 2019)
(inclusive)

TfNSW makes reference to the following:

1. TfNSW's letter ref. 6273763 dated 22 May 2019, wherein TfNSW notified Alstom of the revised Design Due Dates,
2. Alstom's letter referenced above wherein Alstom submitted a claim, under clause 3.1B(g) of the Agreement, for the extra costs incurred by Alstom during the months of April 2019 and May 2019 resulting from delays in receiving Design Package by the Design Due Date(s) under the Agreement, and
3. Alstom's email of 31 August 2019, wherein Alstom revised their claim to include the extra costs incurred during the month of June 2019 and provided the timesheets of the Design Personnel unproductive time in support of the extra costs claimed.

Further to the above, TfNSW has verified the supporting timesheets and acknowledges that Alstom has incurred extra costs of the Design Personnel due to TfNSW's delays in providing the Design Package by the relevant Design Due Date.

Therefore, in accordance with provisions of clause 3.1B(g) of the Agreement, TfNSW pursuant to clause 16.2 of the Agreement, issues a Variation Order 2 to compensate Alstom for the extra costs of the Design Personnel incurred in the months from April 2019 to June 2019 (as per table 1 below) and adjusts the Fee by a lump sum amount of \$504,400.00.

Table 1

| Month | Unproductive Man-hours | Rate (schedule 6 of the Agreement) | Amount |
|------------------------------|------------------------|------------------------------------|------------|
| April 2019 | [REDACTED] | [REDACTED] | [REDACTED] |
| May 2019 | [REDACTED] | [REDACTED] | [REDACTED] |
| June 2019 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Order Amount | | | [REDACTED] |

Adjustment to the Fee:

Please refer to table 2 below for the breakdown of the revised Fee:

Table 2

| | |
|--|------------------|
| Original Fee | \$ 23,438,464.86 |
| Variation 1 (Reworks to Portion 1 Contract Material) | \$80,447.44 |
| Variation 2 (Unproductive man-hours cost April 2019 – June 2019) | \$504,400.00 |
| Revised Fee | \$24,023,312.30 |

TfNSW requests Alstom’s acceptance of this variation 2 by signing in the space provided below and returning a signed copy in its entirety to Rajiv Garg (Rajiv.garg@transport.nsw.gov.au).

Yours sincerely,



**Himesh Nair
Principal’s Representative**

Dated: 20/09/2019

Variation 2 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____



Alstom Transport Australia Pty Ltd
14 Cliff Road Avenue
North Sydney, NSW 2118

Attention: [Redacted]

Dear [Redacted]

Automatic Train Protection Program (ATP)
ATPS Area 1, 6, 7, 8 and 9 Trackside Data Design (BDC-17-0580) (Agreement)
Subject: Variation 8 - Non-Productive Man Hours Costs [Redacted]

TRNSW makes reference to the following correspondence which you have submitted in relation to extra costs of the Design Personnel incurred by Alstom resulting from the design of creating the Design Personnel by the relevant Design Data Design under the Agreement:

1. Alstom letter referenced [Redacted] dated 15 November 2019 for costs not yet billed [Redacted] and
2. Alstom letter referenced [Redacted] dated 29 November 2019 for costs not yet billed [Redacted]

Further to above, TRNSW advises that it has accepted the Intellectual Property Design Personnel provided by Alstom in support of the ATP project man hours, and has accepted the bills for extra costs and approved for payment of these costs.

As such, in accordance with the provisions of clause 8.1 design and pursuant to clause 18.2 of the Agreement, TRNSW issues a variation in order to reimburse Alstom the extra costs of the non-productive man hours of the Design Personnel between [Redacted] [Redacted] (as per table below) and settles the bill as a lump sum amount of \$262,226.00.

| Month | Approved on Site Man Hours | Days provided by ATP Design Personnel | Amount |
|-------------------------------|----------------------------|---------------------------------------|--------------|
| July 2019 | [Redacted] | | |
| August 2019 | | | |
| September 2019 | | | |
| October 2019 | | | |
| Total Variation Cost & Amount | | | \$262,226.00 |



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation 4 – Amendment to Yard Entry and Exit Balise Groups in Portion 2, Area 1 (Hornsby)

TfNSW refers to Alstom's letter referenced above dated 4 February 2020, wherein Alstom submitted a detailed estimate of the costs and time to amend the Contract Material for yard entry and exit balise groups in Hornsby, Portion 2 Area 1 in response to TfNSW's variation proposal request (VPR) no. 4 ref. 6395950 dated 19 December 2019.

Further to your letter noted above, TfNSW advises that it has assessed the time and cost impact, and pursuant to clause 16.2 of the Agreement, issues variation no. 4 to Alstom to perform additional scope of Services as per below:

Scope of Variation:

Amend the Contract Material for Portion 2 associated with Yard Entry and Exit Balise Groups in Hornsby, Area 1 in accordance with the requirements as per enclosed documents.

Variation Amount:

In accordance with clause 16.3(b) of the Agreement, the variation amount is valued using the hourly rates set out in Schedule 6 of the Agreement. Please refer to table 1 below for breakdown of the variation amount:

Table 1

| Role | Hourly Rate | Total Hours | Amount (AUD) |
|-------------------------------|-------------|-------------|--------------------|
| Project Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Peer Reviewer | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$64,596.26 |

Adjustment to the Fee:

The Fee will be adjusted by a lump sum amount of 64,596.26 (excl. GST). Please refer to table 2 below for breakdown of the revised Fee:

Table 2

| | |
|---|------------------------|
| Original Fee | \$23,438,464.86 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Area 1 Portion 1 | \$80,447.44 |
| Variation 2 - Unproductive Man-hours for 1 April 2019 – 30 June 2019 | \$504,400 |
| Variation 3 - Unproductive Man-hours for 1 July 2019 – 31 October 2019 | \$362,765.00 |
| This Variation 4 – Amendment to Yard Entry & Exit Balise Group at Hornsby Portion 2, Area 1 | \$64,596.26 |
| Revised Fee | \$25,185,796.76 |

Extension of Time to Portion 2 Completion

Pursuant to clause 18.5 of the Agreement, TfNSW grants an extension of time to the Date for Completion and the revised Date for Completion of Portion 2 is 12 May 2020.

TfNSW requests Alstom to accept this variation 4 by signing in the space provided below and return a signed copy in its entirety to Anna Denk (anna.denk@transport.nsw.gov.au).

Yours sincerely,



Himesh Nair
Principal’s Representative

Dated:

Attachments:

- a. High level requirements;
- b. d00900011_v8i North Shore Line Hornsby Signalling Plan v2.6 Approved 20;
- c. ET(009)-AMS-AREA-1.3-Control Tables - v(3.1) Approved 20191001
- d. TfNSW AMS DPP

Variation 4 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9

TfNSW makes reference to Alstom's letter referenced above dated 4 February 2020, wherein Alstom submitted a detailed estimate of the costs associated with the Mission Files generation for Areas 1, 6, 7, 8 and 9 in response to TfNSW's variation proposal request ('VPR') no. 2 ref. 6345230 dated 18 September 2019.

Further to your letter noted above, TfNSW advises that it has assessed the cost impact, and pursuant to clause 16.2 of the Agreement, issues variation no. 5 to Alstom to perform the additional scope of Services as per below:

Scope of Variation:

Prepare the programmed Balise Equipment Programming Tool (BEPT) and configuration keys for each individual circuit book ('Mission Files'). Submit the Mission Files as part of the Contract Materials for Portions 19, 20 and 21.

Date for Completion:

There is no adjustment to the Date for Completion to Portions 19, 20 and 21 arising from this variation.

Variation Amount:

In accordance with clause 16.3(b) of the Agreement, the variation amount is valued using the hourly rates set out in Schedule 6 of the Agreement. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Submission Portion | Area(s) | Circuit Book Count | DPE Hours | DPE Rate | DPM Hours | DPM Rate | Price (AUD) |
|--|---------|--------------------|------------|------------|------------|------------|-------------|
| Portion 19 (as-built/CCB 5 Pack for Portion 1 to 4) | Area 1 | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] |
| Portion 20 (as-built/CCB 5 Pack for Portion 5 to 11) | Area 6 | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] |
| | Area 7 | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] |
| | Area 8 | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] |

| Submission Portion | Area(s) | Circuit Book Count | DPE Hours | DPE Rate | DPM Hours | DPM Rate | Price (AUD) |
|---|---------|--------------------|-----------|----------|-----------|----------|--------------------|
| Portion 21 (as-built/CCB 5 Pack for Portion 12 to 18) | Area 9 | ■ | ■ | ■ | ■ | ■ | ■ |
| Total Variation Amount | | | | | | | \$52,242.40 |

Adjustment to the Fee:

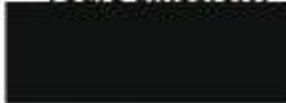
The Fee will be adjusted by a lump sum amount of \$52,242.40 (excl. GST). Please refer to table 2 below for breakdown of the revised Fee:

Table 2

| | |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Area 1 Portion 1 | \$80,447.44 |
| Variation 2 - Unproductive Man-hours for ■ | \$504,400.00 |
| Variation 3 - Unproductive Man-hours for ■ | \$362,765.00 |
| Variation 4 – Amendment to Yard Entry & Exit Balise Group at Hornsby Portion 2, Area 1 | \$64,596.26 |
| This Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Revised Fee | \$25,238,039.10 |

TfNSW requests Alstom to accept this variation no. 5 by signing in the space provided below and return a signed copy in its entirety to Anna Denk (anna.denk@transport.nsw.gov.au).

Yours sincerely,



Himesh Nair
Principal's Representative

Dated:

Variation 5 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
 AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
 Subject: Variation 6 - Non-Productive Man-Hours Costs (November 2019 to
 February 2020)**

TfNSW makes reference to the following correspondence wherein Alstom submitted claims, under clause 3.1B(g) of the Agreement, for extra costs incurred by Alstom resulting from the delays in receiving the Design Package(s) by the relevant Design Due Date(s) under the Agreement:

1. Alstom's letter referenced [REDACTED] dated 10 February 2020, for costs incurred between November 2019 and December 2019,
2. Alstom's letter referenced [REDACTED] dated 3 March 2020, for costs incurred in January 2020, and
3. Alstom's letter referenced [REDACTED] dated 18 March 2020, for costs incurred in February 2020.

Further to above, TfNSW advises that it has verified timesheets of the Data Design Personnel provided by Alstom in support of the non-productive man-hours. TfNSW has valued the claims for extra costs pursuant to clause 16.3 of the Agreement and approves for payment of these costs.

In accordance with the provisions of clause 3.1B(g) and pursuant to clause 16.2 of the Agreement, TfNSW issues a variation to compensate Alstom for the extra costs of the unproductive man-hours of the Data Design Personnel during the period between 1 November 2019 and 29 February 2020 (refer to table 1 below) and adjusts the Fee by a lump sum amount of \$651,040.00 (excl. GST).

Table 1

| Month | Unproductive Man-hours | Rate (schedule 6 of the Agreement) | Amount |
|--------------------------------|------------------------|------------------------------------|--------------|
| November 2019 | [REDACTED] | [REDACTED] | [REDACTED] |
| December 2019 | [REDACTED] | [REDACTED] | [REDACTED] |
| January 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| February 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Order 6 Amount | | | \$651,040.00 |

Adjustment to the Fee:

The Fee will be adjusted by a lump sum amount of \$651,040.00 (excl. GST). Please refer to table 2 below for the breakdown of the revised Fee:

Table 2

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 (Reworks to Portion 1 Contract Material) | \$80,447.44 |
| Variation 2 (Unproductive man-hours cost April 2019 – June 2019) | \$504,400.00 |
| Variation 3 (Unproductive man-hours cost July 2019 – October 2019) | \$362,765.00 |
| Variation 4 (Amendment to Yard Entry and Exit Balise Groups at Hornsby – Portion 2, Area 1) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| This Variation 6 (Unproductive man-hours cost November 2019 – February 2020) | \$651,040.00 |
| Revised Fee | \$25,889,079.10 |

TfNSW requests Alstom's acceptance of this variation 6 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,



Yik Yen Chong
Principal's Representative

Dated:

Variation 6 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 7 – Reworks to the Contract Material for Portions 1 to 4

TfNSW makes reference to Alstom's multiple letters referenced above wherein Alstom has submitted a detailed breakdown of the costs and an extension of time claim to the Date for Completion of Portions 1 to 4, arising from the change in the Signalling Design for Portions 1 to 4 that has resulted in reworks to the Contract Material for Area 1 ('Variation Proposals').

Further to the above, TfNSW advises that it has assessed the time and cost impact associated with the various Variation Proposals and pursuant to clause 16.2 of the Agreement issues variation no. 7 to Alstom as detailed below:

Scope of Variation:

Perform reworks to the Contract Material for Portions 1 to 4 due to changes in the Signalling Design and the additional scope of Services as issued / directed by TfNSW in their letters noted below:

| Signalling Design | TfNSW letter ref. | Date Issued |
|---|-------------------|-------------------|
| Portion 1 - Signalling Plan Package 1 & Signalling Package 1 | | |
| Hornby to Berowra - MOD-002 | 6350350 | 23 September 2019 |
| Hornby to Berowra - MOD-003 | 6443252 | 6 April 2020 |
| Level Transition Removal – Stage Works – Area 1 and Area 2 Integration | 6441592 | 30 March 2020 |
| Portion 2 - Signalling Plan Package 2 & Signalling Package 2 | | |
| Hornsby MOD-001 | 6433387 | 4 March 2020 |
| Portion 3 - Signalling Plan Package 3 & Signalling Package 3 | | |
| Eastwood to Normanhurst MOD-002 | 6422906 | 6 February 2020 |
| Portion 4 - Signalling Plan Package 4 & Signalling Package 4 | | |
| North Strathfield to Concord West | 6379348 | 20 November 2019 |
| Concord West to Eastwood (MOD-001) | 6438346 | 18 March 2020 |
| Concord West to Eastwood (MOD-002) | 6444780 | 14 April 2020 |

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Portion | Area | Geographical Location | MOD # | Variation Price |
|-----------------------------|----------|--|--------------------------|---------------------|
| Portion 1 | Area 1.4 | Hornsby (excl.) and Berowra (incl.) | MOD#002 | ██████████ |
| | | | MOD#003 | ██████████ |
| | | | Level Transition Removal | ██████████ |
| Portion 2 | Area 1.3 | Hornsby | MOD#001 | ██████████ |
| | | | Q Link | ██████████ |
| Portion 3 | Area 1.2 | Eastwood (excl.) and Beecroft (excl.) | MOD#002 | ██████████ |
| Portion 4 | Area 1.1 | Concord West (incl.) and Eastwood (incl.) | MOD#001 | ██████████ |
| | | | MOD#002 | ██████████ |
| | | North Strathfield (incl.) and Concord West (incl.) | MOD | ██████████ |
| Total Area 1 Reworks | | | | \$508,112.99 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$508,112.99 (excl. GST) to a total value of \$26,397,192.09 as described in table 2 below:

Table 2

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| This Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Revised Fee | \$26,397,192.09 |



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear Michael,

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 8 – Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020)

TfNSW makes reference to the above correspondence, dated 12 May 2020, 27 May 2020, 10 June 2020 respectively, wherein Alstom submitted claims, pursuant to clause 3.1B(g) of the Agreement, for extra costs of Data Design Personnel ('Non-Productive Man-Hours Costs') incurred by Alstom between 1 March 2020 and 31 May 2020 due to the delays in receiving the Design Packages by the relevant Design Due Dates under the Agreement.

Further, TfNSW acknowledges that Alstom has provided timesheets of the Data Design Personnel in support of the Non-Productive Man-Hours Costs for our verification.

TfNSW advises it has assessed the above mentioned extra costs and in accordance with the provisions of clause 3.1B(g) and pursuant to clause 16.2 of the Agreement issues this variation no. 8 to compensate Alstom for the Non-Productive Man-Hours Costs incurred between 1 March 2020 and 31 May 2020.

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the lump sum variation amount of \$773,811.00 is valued by using the hourly rate set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Month | Non-Productive Man-Hours | Hourly Rate, \$ | Amount, \$ |
|-------------------------------------|--------------------------|-----------------|---------------------|
| March 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| April 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| May 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation no. 8 Amount | | | \$773,811.84 |

Adjustment to the Fee:

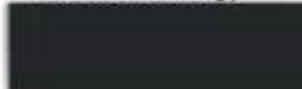
The Fee is adjusted by a lump sum amount of \$773,811.84 (excl. GST) to a total value of \$27,171,003.93 as described in table 2 below:

Table 2

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| This Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Revised Fee | \$27,171,003.93 |

TfNSW requests Alstom's acceptance of this variation no. 8 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).


Yours sincerely,



Yik Yen Chong
Principal's Representative

Dated:

Variation no. 8 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 9 – Revised Scope of Services - Fixed Balise Solution
Areas 6, 7.2 and 8

TfNSW makes reference to Alstom's letter referenced above, dated 10 September 2020, wherein Alstom submitted a detailed breakdown of the costs and an extension of time claim to the Date for Completion of Portions 5 to 18 and Portions 20 to 21 pertaining to Areas 6, 7.2, 8 and 9 arising from a change in the Signalling Design input to a Fixed Balise solution ('Revised Scope of Services').

Further to the above, TfNSW advises that it has assessed the time and cost impact associated with the Revised Scope of Services for Portions 5 to 11 and Portion 20 pertaining to Areas 6, 7.2 and 8 and pursuant to clause 16.2 of the Agreement issues variation no. 9 to Alstom as detailed below.

TfNSW notes that the time and cost impact associated with the Revised Scope of Services for Portions 12 to 18 and Portion 21 pertaining to Area 9 is still under assessment. A separate variation will be issued for this to Alstom in due course.

Scope of Variation:

Amend the scope of Services for Portions 5 to 11 and Portion 20 based on the Fixed Balise solution resulting from the change in the Signalling Design for Areas 6, 7.2 and 8.

Further, TfNSW encloses the following documents associated with the revised scope and requests Alstom to comply with these documents in the provision of the Services:

- Attachment A - AMS Trackside Sub-Systems Requirements Specification – Fixed BG Solution version 1.0
- Attachment B - Area 6&8 Functional Specification,
- Attachment C - Area 7.2 Functional Specification,
- Attachment D - Revised Design Due Dates for Portions 5 to 11, and
- Attachment E – Revised Milestone Dates for Portions 5 to 11 and Portion 20.

Variation Amount:

Pursuant to clause 16.1 (e) of the Agreement, Alstom has provided a written estimate of the time, cost and programming effects of the proposed variation. The value of the variation has been determined by an agreement between TfNSW and Alstom in accordance with clause 16.3 (a) of the Agreement based on the TfNSW's assessment and acceptance of the provided estimated amount.

As such, the total variation amount is \$156,112.60 (excl. GST) as detailed in Attachment F contained the revised payment schedule for Areas 6, 7.2 and 8 and corresponded to the complete breakdown of the variation amount.

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$156,112.60 (excl. GST) to a total value of \$27,327,116.53 as described in table 1 below:

Table 1

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| This Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Revised Fee | \$27,327,116.53 |

Extension of Time:

Pursuant to clause 18.5 (c) of the Agreement, TfNSW grants an extension of time to the Date for Completion of Portions 5 to 11 and Portion 20 as stated in table 2 below:

Table 2

| Portion | Current Date for Completion | Revised Date for Completion |
|-----------|-----------------------------|-----------------------------|
| Portion 5 | ██████████ | ██████████ |
| Portion 6 | ██████████ | ██████████ |
| Portion 7 | ██████████ | ██████████ |
| Portion 8 | ██████████ | ██████████ |

| Portion | Current Date for Completion | Revised Date for Completion |
|------------|-----------------------------|-----------------------------|
| Portion 9 | [REDACTED] | [REDACTED] |
| Portion 10 | [REDACTED] | [REDACTED] |
| Portion 11 | [REDACTED] | [REDACTED] |
| Portion 20 | [REDACTED] | [REDACTED] |

TfNSW requests Alstom's acceptance of this variation no. 9 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,

[REDACTED]

Yik Yen Chong
Principal's Representative

Dated: 14/09/2020

Attachments: As above

Variation no. 9 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation 10 – Reworks to the Contract Material for Portion 11
Katoomba to Mt Victoria

TfNSW makes reference to Alstom's letter referenced above, dated 7 July 2020, wherein Alstom submitted a detailed breakdown of the costs and time impact associated with the revised Site Certification Form ('SCF') for Portion 11 (Area 7.2) for the geographical location between Katoomba (excl.) and Mt Victoria (incl.) ('MOD-001').

Further to the above, TfNSW advises that it has assessed and accepted the cost impact associated with the MOD-001 and pursuant to clause 16.2 of the Agreement issues variation no. 10 to Alstom as per below.

Scope of Variation:

Perform the reworks to the Data Design Contract Material associated with Portion 11 (Area 7.2) for Circuit Book 123 for the geographical location between Katoomba (excl.) and Mt Victoria (incl.) arising from the changes to Signalling Package 11, in particular, in the approved commissioning copy of the SCF transmitted via TeamBinder ref. no. ATP-TFNSW-ALS-CORR-000175 on 5 May 2020.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Hourly Rate | Price, \$ |
|---------------------------------|------------|-------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 92,273.28 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$92,273.28 (excl. GST) to a total value of \$27,419,389.81 as described in table 2 below:

Table 2

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| This Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Revised Fee | \$27,419,389.81 |

Date for Completion:

There is no impact to the Date for Completion of Portion 11 arising from this variation. The current Date for Completion of Portion 11 is [REDACTED] detailed in TfNSW's correspondence ref: 6492834, dated 14 September 2020.

TfNSW requests Alstom's acceptance of this variation no. 10 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,

[REDACTED]

**Yik Yen Chong
Principal's Representative**

Dated: 14/09/2020

Variation 10 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation 11 – Amendment to Yard Entry and Exit Balise Groups - Area 1
Portion 3 – Epping

TfNSW makes reference to Alstom’s letter referenced above, dated 25 September 2020, wherein Alstom submitted a detailed breakdown of the costs and time impact associated with the amended Scope of Services for Yard Entry and Exit Balise Groups ('Q-link') in Area 1, in particular with a new Balise Group for Portion 3 at Epping ('Additional Services').

Further to the above, TfNSW advises that it has assessed and accepted the cost impact associated with the Additional Services and pursuant to clause 16.2 of the Agreement issues variation no. 11 to Alstom as per below.

Scope of Variation:

Perform Data Design works for the new Balise Group at Epping associated with Portion 3 (Area 1) for the geographical location between Eastwood (excl.) and Normanhurst (incl.) which is also impacted by the provided Q-link modification in Area 1. The Additional Services are arising from the amended Scope of Services for Area 1 Q-link transmitted via TeamBinder ref. no. ATP-TFNSW-ALS-CORR-000184 on 12 June 2020, attached.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Hourly Rate | Price, \$ |
|---------------------------------|------------|-------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 53,351.52 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$53,351.52 (excl. GST) to a total value of \$27,472,741.33 as described in table 2 below:

Table 2

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| This Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Revised Fee | \$27,472,741.33 |

Date for Completion:

The time impact to the Date for Completion of Portion 3 arising from this variation is under TfNSW's assessment. TfNSW endeavours to grant an extension of time to the Date for Completion of Portion 3 in due course. The current Date for Completion of Portion 3 is [REDACTED] as detailed in TfNSW's correspondence ref: 6478389, dated 21 July 2020.

TfNSW requests Alstom's acceptance of this variation no. 11 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,


**Yik Yen Chong
Principal's Representative**
Dated:

 Attachments:
As noted above



Variation 11 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation 12 – Reworks to the Contract Material for Portion 4 Signalling
Package 4 - Concord West to Eastwood – MOD-003

TfNSW makes reference to Alstom's letter referenced above, dated 25 September 2020, wherein Alstom submitted a detailed breakdown of the costs and time impact associated with the revised Authorised Engineering Organisation ('AEO') copy of the Signalling Package 4 ('MOD-003') for Portion 4 (Area 1) for the geographical location between Concord West (excl.) and Eastwood (incl.).

Further to the above, TfNSW advises that it has assessed and accepted the cost impact associated with MOD-003 of the afore-noted Signalling Design and pursuant to clause 16.2 of the Agreement issues variation no. 12 to Alstom as per below.

Scope of Variation:

Perform reworks to the Contract Material for Portion 4 (Area 1) for the geographical location between Concord West (excl.) and Eastwood (incl.) due to changes in Signalling Package 4 transmitted via TeamBinder ref. ATP-TFNSW-ALS-TX-000113 on 10 June 2020 and as directed by TfNSW in its letter ref. 6468018, dated 17 June 2020, as detailed in Attachment A.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Hourly Rate | Price, \$ |
|---------------------------------|------------|-------------|----------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 103,947.03 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$103,947.03 (excl. GST) to a total value of \$27,576,688.36 as described in Attachment B.



Date for Completion:

The time impact to the Date for Completion of Portion 4 arising from this variation is under TfNSW's assessment. TfNSW endeavours to grant an extension of time to the Date for Completion of Portion 4 in due course. The current Date for Completion of Portion 4 is [REDACTED] as detailed in TfNSW's correspondence ref: 6478389, dated 21 July 2020.

TfNSW requests Alstom's acceptance of this variation no. 12 by signing in the space provided below and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,

[REDACTED]

Yik Yen Chong
Principal's Representative

Dated:

Variation 12 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Signalling Plan

| Item | Document No | Rev | Status | Title |
|------|--------------------|-----|--------|---|
| 1 | ATP-BSMA-EM-000075 | 5 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - Signalling Plan - AEO APPROVED - MOD-001 |
| 2 | ATP-BSMA-EM-000076 | 7 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - Site Certification Form - AEO APPROVED - MOD-002 |
| 3 | ATP-BSMA-EM-000077 | 5 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - ETCS Tables - AEO APPROVED - MOD-001 |
| 4 | ATP-BSMA-EM-000078 | 5 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - Gradient Output Tables - AEO APPROVED |
| 5 | ATP-BSMA-EM-000130 | 5 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - Design Package Report - AEO APPROVED - MOD-002 |
| 6 | ATP-BSMA-EM-000131 | 3 | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) - ERA Tool Calculations - AEO APPROVED |
| 7 | ATP-BSMA-EM-000755 | - | AEA | A1 - M7 & M8 - Concord West (excl.) - Eastwood (incl.) – DRS v1.0 |

Attachment B – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| This Variation 12 - Reworks to the Contract Material for Portion 4 Signalling Package 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Revised Fee | \$27,576,688.36 |

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 13 – Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020)

TfNSW makes reference to Alstom's above referenced correspondence, dated 29 September 2020, 29 September 2020, 25 September 2020 respectively, wherein Alstom submitted claims for costs associated with the Data Design Personnel ('Non-Productive Man-Hours Costs') incurred by Alstom between 1 June 2020 and 31 August 2020 due to the delays in receiving the Design Packages by the relevant Design Due Dates under the Agreement and due to Signalling Design modifications..

Further, TfNSW acknowledges that Alstom has provided timesheets of the Data Design Personnel in support of the Non-Productive Man-Hours Costs for its verification.

TfNSW advises it has assessed the above mentioned claim and in accordance with the provisions of clause 3.1B(g) and pursuant to clause 16.2 of the Agreement, issues this variation no. 13 to Alstom for the Non-Productive Man-Hours Costs incurred between 1 June 2020 and 31 August 2020.

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the lump sum variation amount of \$205,081.28 is valued by using the hourly rate set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Month | Non-Productive Man-Hours | Hourly Rate, \$ | Amount, \$ |
|--------------------------------------|--------------------------|-----------------|---------------------|
| June 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| July 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| August 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation no. 13 Amount | | | \$205,081.28 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$205,081.28 (excl. GST) to a total value of \$27,781,769.64 as described in table 2 below:

Table 2

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material (Portions 1 to 4) | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| This Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Revised Fee | \$27,781,769.64 |

TfNSW requests Alstom's acceptance of this variation no. 13 by signing in the space provided on the following page and returning a signed copy in its entirety to Anna Denk (Anna.Denk@transport.nsw.gov.au).

Yours sincerely,



Yik Yen Chong
Principal's Representative

Dated:

Variation no. 13 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
 AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')**
**Subject: Variation 14 – Amendment to Yard Entry and Exit Balise Groups
 Portion 5 to Portion 10 (Areas 6 and 8)**

TfNSW makes reference to Alstom's letter referenced above, dated 25 September 2020, wherein Alstom has submitted a detailed variation proposal, in response to TfNSW's variation proposal request no. 7 (letter ref. 6461381 dated 27 May 2020).

TfNSW advises that it has assessed the variation proposal noted above and pursuant to clause 16.2 of the Agreement, issues variation no. 14 to Alstom to vary the Agreement as per below.

Scope of Variation:

Perform the additional scope of Services required to amend the Contract Material for Portions 5 to 10 to incorporate the changes to Yard Entry and Exit Balise Groups ('Q-link') in accordance with document ref. 6461562 – 'Area 6&8: Yard BGs entry and exit Scope of Work for Q-link' (Additional Services).

Variation Amount:

The variation amount for the Additional Services is \$27,314.04 (excl. GST) which is valued in accordance with clause 16.3(b) of the Agreement using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a detailed breakdown of the variation amount:

Table 1

| Role | Hours | Hourly Rate | Amount, \$ |
|-------------------------------|------------|-------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 27,314.04 |

Adjustment to the Fee:

The revised Fee is \$27,809,083.68, please refer to Attachment 1 for complete breakdown of the revised Fee.

Date for Completion:

There is no impact to the Date for Completion of Portions 5 to 10 arising from this variation.

TfNSW requests Alstom's acceptance of this variation no. 14 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Yik Yen Chong
Principal's Representative

Dated:

Attachments: As above

Variation 14 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment 1 – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| This Variation 14 – Yard Entry and Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$ 27,314.04 |
| Revised Fee | \$27,809,083.68 |

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
 AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')**
**Subject: Variation 15 – Amendment to Yard Entry and Exit Balise Groups
 Portion 11 (Area 7.2)**

TfNSW makes reference to Alstom's letter referenced above, dated 25 September 2020, wherein Alstom submitted a detailed variation proposal, in response to TfNSW's variation proposal request no. 8 (letter ref. 6466600 dated 15 June 2020).

TfNSW advises that it has assessed the variation proposal noted above and pursuant to clause 16.2 of the Agreement, issues variation no. 15 to Alstom to vary the Agreement as per below.

Scope of Variation:

Perform the additional scope of Services required to amend the Contract Material for Portion 10 to incorporate the changes to Yard Entry and Exit Balise Groups ('Q-link') in accordance with document ref. 6466419 – 'Q_Link BG Scope Area 7.2' (Additional Services).

Variation Amount:

The variation amount for the Additional Services is \$6,303.24 (excl. GST) which is valued in accordance with clause 16.3(b) of the Agreement using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a detailed breakdown of the variation amount:

Table 1

| Role | Hours | Hourly Rate | Amount, \$ |
|-------------------------------|------------|-------------|--------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 6,303.24 |

Adjustment to the Fee:

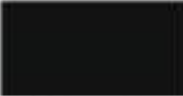
The revised Fee is \$27,815,386.92, please refer to Attachment 1 for complete breakdown of the revised Fee.

Date for Completion:

There is no impact to the Date for Completion of Portion 11 arising from this variation.

TfNSW requests Alstom's acceptance of this variation no. 15 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



**Yik Yen Chong
Principal's Representative**

Dated:

Attachments: As above

Variation 15 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment 1 – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 – Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$ 27,314.04 |
| This Variation 15 – Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$ 6,303.24 |
| Revised Fee | \$27,815,386.92 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 16 – Portion 6 (Area 6.2) Authorised Engineering Organisation (AEO) Signalling Design Changes (MODs)

TfNSW makes reference to Alstom's letter referenced above where Alstom submitted a detailed breakdown of the costs, arising from the changes in the Signalling Design for Portion 6 as summarised in table 1 below that has resulted in reworks to the Contract Material for Portion 6 ('Variation Proposal').

Further to the above, TfNSW advises that it has assessed the time and cost impact associated with the Variation Proposal and pursuant to clause 16.2 of the Agreement issues variation no. 16 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material and perform the additional scope of Services pertaining to Portion 6 due to changes in the Signalling Design as issued by TfNSW in their letters noted below:

Table 1

| Signalling Design | TfNSW letter ref. | Date Issued |
|------------------------------------|-------------------|-------------------|
| Portion 6 – Riverstone to Richmond | | |
| Mulgrave to Richmond - MOD-001 | 6490876 | 26 August 2020 |
| Blacktown to Rooty Hill - MOD-001 | 6490858 | 26 August 2020 |
| Riverstone to Mulgrave MOD-001 | 6492603 | 28 August 2020 |
| Rooty Hill – St Mary's MOD-001 | 6495571 | 2 September 2020 |
| St Mary's to Emu Plains MOD-001 | 6495583 | 2 September 2020 |
| Rooty Hill – St Mary's MOD-003 | 6501176 | 14 September 2020 |

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 2 below for a breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | █ | █ | █ |
| Data Preparation Manager | █ | █ | █ |
| Data Validation Engineer | █ | █ | █ |
| Data Validation Manager | █ | █ | █ |
| System Assurance | █ | █ | █ |
| Independent Professional Review | █ | █ | █ |
| Design Management | █ | █ | █ |
| Total | | | \$ 28,535.67 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$28,535.67 (excl. GST) to a total value of \$27, 843,922.59 as detailed in Annexure 1.

Date for Completion:

The revised date for completion of Portion 6 arising from this variation is █. TfNSW notes there is no adjustment to the preliminaries or Fee resulting from this extension of time.

TfNSW requests Alstom's acceptance of this variation 16 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (brighton.mutombeni@transport.nsw.gov.au).

Yours sincerely,

█

Yik Yen Chong
Principal's Representative

Dated:

Variation 16 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: █

Name (print): █

Position: █

Date: █

Annexure 1 – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5 - 10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| This Variation 16 - Portions 6 MOD-001 and MOD-003 Signaling Design Changes | \$28,535.67 |
| Revised Fee | \$27,843,922.59 |

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: ██████████

Dear ██████████,

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 17 – Portion 6 Data Design of Additional Balise Groups
CB117 Level Transition Removal

TfNSW makes reference to Alstom's letter referenced above dated 25 November 2020, in response to TfNSW's variation proposal request number 10 (VPR#10) letter ref. 6517701 dated 10 October 2020, wherein Alstom submitted a variation proposal with detailed breakdown of the costs, arising from the changes in the Design Package for Portion 6 that has resulted in reworks to the Contract Material ('Variation Proposal').

Further to the above, TfNSW advises that it has assessed the time and cost impact associated with the Variation Proposal and pursuant to clause 16.2 of the Agreement issues variation no. 17 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material and perform the additional scope of Services pertaining to Portion 6 due to changes in the data design as issued by TfNSW in their letter noted above:

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|--------|----------|---------------------|
| Data Preparation Engineer | ██████ | ████████ | ████████ |
| Data Preparation Manager | ██████ | ████████ | ████████ |
| Data Validation Engineer | ██████ | ████████ | ████████ |
| Data Validation Manager | ██████ | ████████ | ████████ |
| System Assurance | ██████ | ████████ | ████████ |
| Independent Professional Review | ██████ | ████████ | ████████ |
| Design Management | ██████ | ████████ | ████████ |
| Total | | | \$ 30,816.84 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$30,816.84 (excl. GST) to a total value of \$27,874,739.43 as detailed in Annexure 1.

Date for Completion:

The revised Date for Completion of Portion 6 arising from this variation is [REDACTED]. However, TfNSW notes that there is no adjustment to the preliminaries resulting from this extension of time.

TfNSW requests Alstom's acceptance of this variation 17 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (brighton.mutombeni@transport.nsw.gov.au).

Yours sincerely,

[REDACTED]

Yik Yen Chong
Principal's Representative

Dated:

Variation 17 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Annexure 1 – Revised Fee

| Description | Value |
|---|--------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signaling Design MODs | \$28,535.67 |
| This Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Revised Fee | \$27, 874, 739.43 |

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program ('ATP')
 AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
 Subject: Variation No. 18 – Portion 2 Hornsby (MOD-002) NIT Defects**

TfNSW makes reference to Alstom's letter referenced above dated 16 December 2020, where Alstom has submitted a variation proposal to amend the Contract Material for Portion 2 due to changes in the Design Package of Area 1.3 (Hornsby), arising from the revised Signalling Design (MOD-002) issued by TfNSW under their letter ref. 6489025 dated 18 August 2020.

Further to the above, TfNSW advises that it has assessed the above variation proposal and pursuant to clause 16.2 of the Agreement issues variation no. 18 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material and perform the additional scope of Services pertaining to Portion 2 due to changes in the Signalling Design (MOD-002) as issued by TfNSW in their letter noted above:

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------------|---------------------|
| Data Preparation Engineer | 126 | [REDACTED] | \$ [REDACTED] |
| Data Preparation Manager | 72 | [REDACTED] | \$ [REDACTED] |
| Data Validation Engineer | 41 | [REDACTED] | \$ [REDACTED] |
| Data Validation Manager | 15 | [REDACTED] | \$ [REDACTED] |
| System Assurance | 36 | [REDACTED] | \$ [REDACTED] |
| Independent Professional Review | 46 | [REDACTED] | \$ [REDACTED] |
| Design Management | 34 | [REDACTED] | \$ [REDACTED] |
| Total | | | \$ 96,533.97 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$96,533.97 (excl. GST) to a total value of \$27,971, 273.30 as detailed in Annexure 1.

Date for Completion:

The revised Date for Completion of Portion 2 arising from this variation is under assessment and a separate extension of time will be issued in due course.

TfNSW requests Alstom's acceptance of this variation 18 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (brighton.mutombeni@transport.nsw.gov.au).

Yours sincerely,



Yik Yen Chong
Principal's Representative

Dated:

Variation 18 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Annexure 1 – Revised Fee

| Description | Value |
|--|--------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signaling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| This Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.87 |
| Revised Fee | \$27, 971, 273.30 |

Alstom Transport Australia Pty Ltd
 16 Giffnock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 19 – Non-Productive Man-Hours Costs (1 September 2020 to 31 December 2020)

TfNSW makes reference to Alstom's above referenced correspondence, dated 7 December 2020, 3 November 2020, 7 January 2020 and 19 January 2021 respectively, where Alstom submitted claims, pursuant to clause 3.1B(g) of the Agreement, for extra costs of Data Design Personnel ('Non-Productive Man-Hours Costs') incurred by Alstom between 1 September 2020 and 31 December 2020 due to the delays in receiving the Design Packages by the relevant Design Due Dates under the Agreement.

Further, TfNSW acknowledges that Alstom has provided timesheets of the Data Design Personnel in support of the Non-Productive Man-Hours Costs for TfNSW's verification.

TfNSW advises it has assessed the above mentioned extra costs and in accordance with the provisions of clause 3.1B(g) and pursuant to clause 16.2 of the Agreement issues this variation no. 19 to compensate Alstom for the Non-Productive Man-Hours Costs incurred between 1 September 2020 and 31 December 2020.

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the lump sum variation amount of \$592,515.76 is valued by using the hourly rate set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

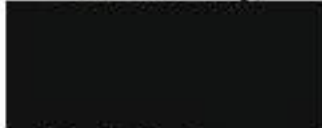
| Month | Non-Productive Man-Hours | Hourly Rate, \$ | Amount, \$ |
|--------------------------------------|--------------------------|-----------------|---------------------|
| September 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| October 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| November 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| December 2020 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation no. 19 Amount | | | \$592,515.76 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$592,515.76 (excl. GST) to a total value of \$28, 563,789.06 as described in Attachment A.

TfNSW requests Alstom's acceptance of this variation no. 19 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

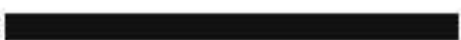
Dated: 01/02/2021

Attachments:
Attachment A – Revised Fee

Variation no. 19 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd;

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|--|--------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signaling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| This Variation 19 - Non-Productive Man-Hours Costs (1 September 2020 to 31 December 2020) | \$592,515.76 |
| Revised Fee | \$28, 563, 789.16 |



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 20 – Portion 8 (Fairfield – Sefton Park – Liverpool)
Sefton Park Speed Sign Changes (MOD-001)

TfNSW makes reference to Alstom's letter referenced above dated 29 January 2021, where Alstom has submitted a variation proposal to amend the Contract Material for Portion 8 due to changes in the Design Package of Area 8.3 (Fairfield – Sefton Park – Liverpool), arising from the speed sign changes (MOD-001) issued by TfNSW under letter ref. 6544434 dated 16 December 2020.

Further to the above, TfNSW acknowledges that MOD-001 has resulted in additional scope of Services and constitutes a variation under the Agreement. Furthermore, TfNSW advises that it has assessed Alstom's variation proposal above and pursuant to clause 16.2 of the Agreement issues variation no. 20 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material and perform the additional scope of Services pertaining to Portion 8 (Fairfield – Sefton Park – Liverpool) due to changes in the Signalling Design (MOD-001) as detailed in Attachment A and issued under TfNSW's above reference letter.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is \$ 84,858.87 as detailed in table 1 below:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total | | | \$ 84,858.87 |



Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$84,858.87 (excl. GST) to a total value of \$27,970, 273.30 as detailed in Annexure 1.

Date for Completion:

TfNSW notes that the validated copy of the revised Contract Material for Portion 8 (Fairfield – Sefton Park – Liverpool) i.e. circuit book (CB) CB022 and CB062 was delivered on 21 January 2021, earlier than planned date of 12 February 2021. As such, TfNSW requests Alstom to submit a revised program for the variation works for our review and assessment.

TfNSW requests Alstom's acceptance of this variation 20 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (brighton.mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

Dated: 01/02/2021

Attachments:
Attachment A – Signalling Design
Attachment B – Revised Fee

Variation 20 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: 

Name (print) 

Position: 

Date: 

Attachment A – Signalling Design

| Item | Document No | Rev | Status | Title |
|------|---|-----|--------|--|
| 1 | <u>ATP-BSMA-EM-000650</u> | 4 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - Site Certification Form - JMDR - AEO COPY - MOD-001 |
| 2 | <u>ATP-BSMA-EM-000651</u> | 4 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - Signalling Plan - JMDR - AEO COPY - MOD-001 |
| 3 | <u>ATP-BSMA-EM-000652</u> | 4 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - Gradient Output Tables - JMDR - AEO COPY - MOD-001 |
| 4 | <u>ATP-BSMA-EM-000653</u> | 4 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - ERA Tool Calculations - JMDR - AEO COPY - MOD-001 |
| 5 | <u>ATP-BSMA-EM-000654</u> | 4 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - ETCS Tables - JMDR - AEO COPY - MOD-001 |
| 6 | <u>ATP-BSMA-EM-000782</u> | 3 | AEA | A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - Design Package Report - JMDR - AEO COPY - MOD-001 |
| 7 | <u>ATP-BSMA-EM-000992</u> | 1 | AEA | (0082 - BRS - TFNSW)_A8 - M13 & M14 - Sefton Park (Incl) - Cabramatta (Excl) - JMDR - AEO COPY- MOD-001_DRS_v1.0 |
| 8 | <u>ATP-BSMA-EM-000552</u> | 5 | AEA | A8 - M14 - Canterbury (Incl) - Yagoona (Incl) - Site Certification Forms - JMDR - AEO COPY - MOD-001 |
| 9 | <u>ATP-BSMA-EM-000553</u> | 3 | AEA | A8 - M14 - Canterbury (Incl.) - Yagoona (Incl.) - Signalling Plan - JMDR - AEO COPY |
| 10 | <u>ATP-BSMA-EM-000554</u> | 5 | AEA | A8 - M14 - Canterbury (Incl) - Yagoona (Incl) - ETCS Tables - JMDR - AEO COPY - MOD-001 |
| 11 | <u>ATP-BSMA-EM-000747</u> | 4 | AEA | A8 - M14 - Canterbury (Incl) - Yagoona (Incl) - Design Package Report - JMDR - AEO COPY - MOD-001 |
| 12 | <u>ATP-BSMA-EM-000994</u> | 1 | AEA | (0081 - BRS - TFNSW)_A8 - M14 - Canterbury (Incl) - Yagoona (Incl) - JMDR - AEO COPY - MOD-001_DRS_v1.0 |

Attachment B – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April 2019 – June 2019) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 2019 – October 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (1 March 2020 to 31 May 2020) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups - Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (1 June 2020 to 31 August 2020) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signaling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 – Unproductive Man-Hours Claim (Sep' 2020 – Dec' 20) | \$592,515.76 |
| This Variation 20 – Portion 9 Area 8.3 (Fairfield-Sefton Park-Liverpool) MOD-001 | \$84,858.87 |
| Revised Fee | \$28,648,648.03 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
**Subject: Variation No. 21 – Kangy Angy Maintenance Facility (KAMF) Yard
Entry and Exit Balise Groups Data Design**

TfNSW makes reference to TfNSW's variation proposal request, letter ref: 6463715 dated 11 June 2020, under the agreement for AMS Area 2 and Area 3 Trackside Data Design (ISD-16-6049) for the abovementioned subject matter; the subsequent discussions between the parties whereby it was agreed that these additional services would be performed under the Agreement for AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580); and Alstom's above referenced proposal, dated 16 December 2020; where Alstom for the detailed breakdown of the costs for KAMF yard entry and exit balise group's data design.

Further to the above, TfNSW advises that it has assessed Alstom's proposal and pursuant to clause 16.2 of the Agreement issues variation no. 21 to Alstom as detailed below.

Scope of Variation (Portion 22):

Provision and incorporation of the Kangy Angy Maintenance Facility (KAMF) Data Design within the ATP SIT area as detailed below (Additional Services):

1. The geographical location between – Ourimbah to Tuggerah:
 - a) Up MN - 91.0km to 100.5km; and
 - b) Dn MN – 89.5km to 99.5km.
2. Based on the reference concept design (refer Attachments A and B) as part of KAMF ATP modifications to the Contract Materials to include for:
 - a) Approximately 12 x new Balise Groups will be added; and
 - b) Approximately 7 x Balise Groups will be removed.Note, these quantities may vary based on the final release of the AEO approved signalling design.

Date for Completion and any intermittent milestones:

Pursuant to clause 18.9(a) of the Agreement the Additional Services pertaining to the KAMF yard entry and exit balise group's data design, as detailed in this variation, are to be performed under a new Portion, Portion 22. The Date for Completion of Portion 22 is

11 May 2021 and the intermittent milestones for the submission of the Contract Materials are as detailed in table 1:

Table 1

| Description | Date |
|--|------------|
| Portion 22 – KAMF Validated Data Delivery | ██████████ |
| Portion 22 – KAMF CCB4 Assurance Pack Delivery | ██████████ |
| Portion 22 – KAMF Date for Completion | ██████████ |

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the lump sum variation amount of \$164,581.05 is detailed in table 2 below:

Table 2

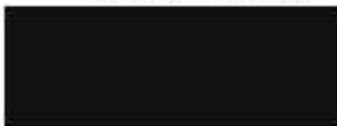
| Role | Hours | Unit Rate (excl. GST) | Amount (excl. GST) |
|---------------------------------|-------|-----------------------|---------------------|
| Data Preparation Engineer | ████ | ██████ | ██████████ |
| Data Preparation Manager | ████ | ██████ | ██████████ |
| Data Validation Engineer | ██ | ██████ | ██████████ |
| Data Validation Manager | ██ | ██████ | ██████████ |
| Systems Assurance | ██ | ██████ | ██████████ |
| Independent Professional Review | ██ | ██████ | ██████████ |
| Design Management | ██ | ██████ | ██████████ |
| Total Variation Amount | | | \$164,581.05 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$164,581.05 (excl. GST) to a total value of \$28,728,370.11 as described in Attachment A.

TfNSW requests Alstom's acceptance of this variation no. 21 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

Dated: 03/02/2021

Attachments:

- Attachment A – Revised Fee
- KAMF Gosford (EXCL) – Ourimbah (INCL) Drg No. D1310001.DGN SP rev4
- KAMF Ourimbah (EXCL) – Warnervale (INCL) Drg No. D12000011.DGN SP rev4



Variation no. 21 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signaling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| This Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Revised Fee | \$28,813,229.08 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation No. 22 – Signalling Plan Package 2 and Signalling Package 2 – Revised Design Package (MOD-003) – Area 1.3 Hornsby

TfNSW makes reference to its previous letter ref: 6533174 dated 13 November 2020, where TfNSW issued the revised Signalling Plan Package 2 and Signalling Package 2 – Design Package (MOD-003) for Area 1.3 Hornsby; and Alstom’s above referenced proposal, dated 5 February 2021, where Alstom provided a detailed breakdown of the costs for amending the Contract Material due to MOD-003.

Further to the above, TfNSW advises that it has assessed Alstom’s proposal and pursuant to clause 16.2 of the Agreement issues variation no. 22 to Alstom as detailed below.

Scope of Variation:

Provision and incorporation of the changes in the Signalling Design between MOD-002 and MOD-003 as detailed in the attached design package report (Additional Services).

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the lump sum variation amount is \$50,433.27 as detailed in table 1 below:

Table 1

| Role | Hours | Unit Rate (excl. GST) | Amount (excl. GST) |
|---------------------------------|------------|-----------------------|--------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Systems Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$50,433.27 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$50,433.27 (excl. GST) to a total value of \$28,863,662.35 as described in Attachment A.

Date for Completion and any intermittent milestones:

The revised Date for Completion of Portion 2 is 16 February 2021 and the intermittent milestones for the submission of the Contract Material are as detailed in table 2:

Table 2

| Description | Date |
|-------------------------------------|------------|
| MOD Pack-03 Validated Data Delivery | ██████████ |
| MOD Pack-03 Assurance Pack Delivery | ██████████ |
| MOD Pack-03 Date for Completion | ██████████ |

TfNSW requests Alstom’s acceptance of this variation no. 22 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



**Sarah Grant
Principal’s Representative**

Dated: 10/02/2021

*Attachments:
Attachment A – Revised Fee*

Variation no. 22 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| This Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Revised Fee | \$28,863,662.35 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation No. 23 – Portion 9 Airport Line Speed Sign Changes (Area 8)**

TfNSW makes reference to its previous letter ref: 6554106, dated 22 January 2021, where TfNSW issued variation proposal request number 11 to Alstom to amend the Contract Material for Portion 9 due to the speed sign changes on the airport line; and Alstom’s above referenced proposal, dated 25 February 2021, where Alstom provided a detailed breakdown of the costs for amending the Contract Material accordingly.

Further to the above, TfNSW advises that it has assessed Alstom’s proposal and pursuant to clause 16.2 of the Agreement issues variation no. 23 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 9, Area 8, as per the revised Signaling Design for Portion 9 transmitted to Alstom via Teambinder transmittal ref: ATP-TFNSW-ALS-CORR-000346, see attached.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the lump sum variation amount is \$106,628.91 as detailed in table 1 below:

Table 1

| Role | Hours | Unit Rate (excl. GST) | Amount (excl. GST) |
|---------------------------------|------------|-----------------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Systems Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$106,628.91 |



Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$106,628.91 (excl. GST) to a total value of \$28,970,291.26 as described in Attachment A.

Date for Completion and any intermittent milestones:

The current Date for Completion of Portion 9 is 2 March 2021 and the revised Date for Completion of Portion 9 as a result of this variation is 15 June 2021. There are no additional costs associated with the extension of time to the Date for Completion under this variation.

TfNSW requests Alstom's acceptance of this variation no. 23 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,

Sarah Grant
Principal's Representative

Dated: 10/03/2021

Attachments:

Attachment A – Revised Fee

TB Transmittal Ref. - ATP-TFNSW-ALS-CORR-000346

Variation no. 23 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: —

Name (print): —

Position: —

Date: —

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| This Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Revised Fee | \$28,970,291.26 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation No. 24 – ISD-17-6580 Area 9 Fixed Balise Solution**

TfNSW makes reference to its previous letters ref: 62421642, dated 7 February 2020 and ref: 6535615, dated 18 December 2020, where TfNSW issued variation proposal request 5 to Alstom to amend the Contract Material for Area 9 due to the revised scope using a fixed balise solution; and Alstom's above referenced proposal, dated 10 March 2021, where Alstom provided a detailed breakdown of the costs for amending the Contract Material accordingly.

Further to the above, TfNSW advises that it has assessed Alstom's proposal and pursuant to clause 16.2 of the Agreement issues variation no. 24 to Alstom as detailed below.

Scope of Variation:

Amend the scope of Services for Portion 12 to Portion 18 (Area 9), due to changes in the corresponding Signalling Design due to the implementation of a fixed balise solution as detailed in the following documentation, attached:

- Attachment A – Principal's Design and SFS,
- Attachment B – AMS Trackside Sub-systems Requirements ver 5.0 - Applicability analysis for fixed BG_31102019
- Attachment C – Area 9 Fixed Balise Solution - Design Due Dates

Furthermore, TfNSW advises of the following changes in the scope of Services:

- a. Eastern Suburbs Line (Portion 14) is deleted from the Services; and
- b. North Strathfield Goods Line in Portion 4 is included in the Services.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the lump sum variation amount is - \$138,140.59 as detailed in table 1 below:

Table 1

| Item | Portion | Description | Price (AUD) |
|------|------------|---|-------------|
| 1 | Portion 12 | Area 9.3 – Chatswood to Hornsby | [REDACTED] |
| 2 | Portion 13 | Area 9.4 – Artarmon to Town Hall | [REDACTED] |
| 3 | Portion 14 | Area 9.2 – City Circle | [REDACTED] |
| 4 | Portion 15 | Area 9.5 – Redfern to Burwood | [REDACTED] |
| 5 | Portion 16 | Area 9.7 - Redfern / Sydenham / Arncliffe | [REDACTED] |

| Item | Portion | Description | Price (AUD) |
|-------------------------------|------------------------|--|----------------------|
| 6 | Portion 17 | Area 9.6 - Strathfield to Lidcombe and Olympic Park | ██████████ |
| 7 | Portion 18 | Area 9.1 - Central and Sydney Terminal | ██████████ |
| 8 | Portion 21 | As-built documentation for Area 9 | ██████████ |
| 9 | Project Management Fee | Extension of time costs due to overall delays to Date for Completion of Area 9 | ██████████ |
| Total Variation Amount | | | -\$138,140.59 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of -\$138,140.59 (excl. GST) to a total value of \$28,832,150.67 as described in Attachment D.

Revised Date for Completion:

The impact to the Date for Completion for each Portion 12 thru Portion 21 is detailed in the table below and the Date for Completion of the last Portion to achieve Completion, as a result of this variation, is 11 March 2022 (Portion 21).

| Portion | Current Date for Completion | Revised Date for Completion |
|------------|-----------------------------|-----------------------------|
| Portion 12 | 10-Mar-20 | 11-May-21 |
| Portion 13 | 2-Jun-20 | 15-Jun-21 |
| Portion 14 | 2-Jun-20 | 6-Apr-21 |
| Portion 15 | 30-Jun-20 | 1-Jun-21 |
| Portion 16 | 7-Jul-20 | 22-Jun-21 |
| Portion 17 | 21-Jul-20 | 13-Jul-21 |
| Portion 18 | 1-Sep-20 | 20-Jul-21 |
| Portion 21 | 2-Mar-21 | 11-Mar-22 |

TfNSW requests Alstom's acceptance of this variation no. 24 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

Dated: 23/03/2021

Attachments:

Attachment A – Principal's Design and SFS

Attachment B – AMS Trackside Sub-systems Requirements ver 5.0 - Applicability analysis for fixed

BG_31102019

Attachment C – Area 9 Fixed Balise Solution - Design Due Dates

Attachment D – Revised Fee

Variation no. 24 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment D – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| This Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Revised Fee | \$28,832,150.67 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation No. 25 – Area 6 Portion 7 (MOD-003) Auburn Signalling
Design Changes**

TfNSW makes reference to its previous letter ref: 6567911, dated 3 March 2021, where TfNSW issued a modified AEO Design Package (MOD-003) of the Signalling Design for Portion 7 Area 6.3 to Alstom to amend the Contract Material for Portion 7; and Alstom's above referenced variation proposal, dated 25 February 2021, where Alstom advised that there is no cost impact to the Fee arising from this MOD-0003.

Further to the above, and pursuant to clause 16.2 of the Agreement, TfNSW issues variation no. 25 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 7, Area 6, as per the revised Signaling Design for Portion 7 transmitted to Alstom via Teambinder transmittal ref: ATP-TFNSW-ALS-CORR-000269, dated 2 March 2021, attached.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the lump sum variation amount is \$0.00 as there is no impact to the Fee resulting from the changes to the Services under this variation.

Adjustment to the Fee:

T Fee remains at a total value of \$28,832,150.67 (excl. GST) as described in Attachment A.

Date for Completion:

There is no impact to the Date for Completion of Portion 7 arising from this variation.

TfNSW requests Alstom's acceptance of this variation no. 25 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



**Sarah Grant
Principal's Representative**

Dated: 06/05/2021

*Attachments:
Attachment A – Revised Fee
TB Transmittal Ref. - ATP-TFNSW-ALS-TX-000269*

Variation 25 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| This Variation 25 – Area 6 Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Revised Fee | \$28,832,150.67 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation 26 – Non-Productive Man-Hours Costs (1 January 2021 to 31 March 2021)

TfNSW makes reference to Alstom's above referenced correspondence, dated 5 March 2021 and 4 May 2021 respectively, where Alstom submitted claims, pursuant to clause 3.1B(g) of the Agreement, for extra costs of Data Design Personnel ('Non-Productive Man-Hours Costs') incurred by Alstom between 1 January 2021 and 31 March 2021 due to the delays in receiving the Design Packages by the relevant Design Due Dates under the Agreement.

Further, TfNSW acknowledges that Alstom has provided timesheets of the Data Design Personnel in support of the Non-Productive Man-Hours Costs for TfNSW's verification.

TfNSW advises it has assessed the above mentioned extra costs and in accordance with the provisions of clause 3.1B(g) and pursuant to clause 16.2 of the Agreement issues this variation 26 to compensate Alstom for the Non-Productive Man-Hours Costs incurred between 1 January 2021 and 31 March 2021.

Variation Amount:

Pursuant to clause 16.3 (b) of the Agreement, the lump sum variation amount of \$279,626.04 is valued by using the hourly rate set out under Schedule 6 – 'Rates for Valuation of Variations' of the Agreement and as amended under TfNSW's letter ref. 6453809, dated 13 July 2020 and ref. 6589030, dated 12 May 2021. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

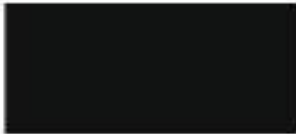
| Month | Non-Productive Man-Hours | Hourly Rate, \$ | Amount, \$ |
|----------------------------------|--------------------------|-----------------|---------------------|
| January 2021 | [REDACTED] | [REDACTED] | [REDACTED] |
| February 2021 | [REDACTED] | [REDACTED] | [REDACTED] |
| March 2021 | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation 26 Amount | | | \$279,626.04 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$279,626.04 (excl. GST) to a total value of \$29,111,776.71 as described in Attachment A.

TfNSW requests Alstom's acceptance of this variation no. 26 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

Dated: 18/05/2021

Attachments: Attachment A – Revised Fee

Variation no. 26 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Area 6 Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| This Variation 26 – Non-Productive Man-Hours Costs (Jan' 21 to Mar' 2021) | \$279,626.04 |
| Revised Fee | \$29,111,776.71 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation 27 – Area 6 - Portion 5 - Seven Hills – Blacktown – Quakers Hill (MOD-002) NIT Observation (NIT-A6.1-002)

TfNSW makes reference to Alstom’s letter referenced above dated 30 April 2021, where Alstom submitted variation proposal to amend the Contract Material for Portion 5 in the geographical location Seven Hills – Blacktown – Quakers Hill due to changes in the Design Package, arising from the revised Signalling Design (MOD-002) issued by TfNSW under their TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000277 dated 30 March 2021. TfNSW makes further reference to its correspondence ref. 6589629 dated 13 May 2021, where TfNSW requested Alstom to comply with the documents issued under the above transmittal ATP-TFNSW-ALS-TX-000277.

Further to the above, TfNSW advises that it has assessed Alstom’s proposal and pursuant to clause 16.2 of the Agreement issues variation 27 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material and perform the additional scope of Services pertaining to Portion 5 due to changes in the Signalling Design (MOD-002) as issued by TfNSW under the above noted transmittal.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is valued by using the hourly rates set out under Schedule 6 – ‘Rates for Valuation of Variation’ of the Agreement as amended under TfNSW’s letter ref. 6453809, dated 13 July 2020. Please refer to table 1 below for a breakdown of the variation amount:

Table 1

| Role | Hours | Unit Rate (excl. GST) | Amount (excl. GST) |
|---------------------------------|------------|-----------------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Systems Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$135,163.83 |

Infrastructure & Place
Automatic Train Protection Program
7 Harvest Street, Macquarie Park, NSW 2113
Locked Bag K659, Haymarket NSW 1240
T (02) 9200 0200
ABN: 18 804 239 602

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$135,163.83 (excl. GST) to a total value of \$29,246,940.54 as described in Attachment A.

Date for Completion and any intermittent milestones:

The current Date for Completion of Portion 5 is 24 November 2020 and the revised Date for Completion of Portion 5 as a result of this variation 27 is 20 July 2021. There are no additional costs associated with the extension of time to the Date for Completion under this variation.

TfNSW requests Alstom's acceptance of this variation 27 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Sarah Grant
Principal's Representative

Dated: 19/05/2021

Attachments:
Attachment A – Revised Fee
TB Transmittal Ref. - ATP-TFNSW-ALS-TX-000277

Variation 27 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Area 6 Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Non-Productive Man-Hours Costs (Jan' 21 to Mar' 2021) | \$279,626.04 |
| This Variation 27 – Area 6 - Portion 5 - Seven Hills – Blacktown – Quaker Hill (MOD-002) NIT Observation (NIT-A6.1-002) | \$135,163.83 |
| Revised Fee | \$29,246,940.54 |

Abdom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-8580) (Agreement)
Subject: Variation No. 28 – Area 6 Portion 7 (CB137) and Area 8 Portion 8
(CB115) Data Design Changes Due to Modified Signalling Design –
Pine Hill Level Crossing

TfNSW makes reference to Abdom's letter noted above, dated 21 June 2021, where Abdom submitted a variation proposal in response to TfNSW's letter ref: 6597111, dated 4 June 2021, which directed Abdom to amend the Contract Material for Portion 7 and Portion 8 to include Pine Hill level crossing modification issues via Teambinder Itemba ref: ATP TfNSW ALS TX 000315, dated 4 June 2021.

Further to Abdom's letter noted above, TfNSW acknowledges that the modified Signalling Design will result in modification and updates to the Contract Material for Portion 7 and Portion 8 and constitutes a variation. As such, pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 28 to Abdom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 7 and Portion 8, as per the revised Signalling Design transmitted to Abdom via Teambinder Itemba ref: ATP TfNSW ALS TX 000315, dated 4 June 2021, copy enclosed.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is \$91,398.70 (and GST) as detailed in table 1 below:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |

| | |
|--------------|--------------------|
| Total | \$91,998.70 |
|--------------|--------------------|

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$91,998.70 (incl. GST) to a total value of \$29,336,336.50 (incl. GST) as detailed in Annexure 1.

Date for Completion:

The impact to the Date for Completion of Portion 7 and Portion 8 arising from this variation will be assessed later. The key milestones are detailed in table 2 below.

Table 2

| Activity | Milestones |
|-----------------------------------|------------|
| Portion 7 Validated Data Delivery | [REDACTED] |
| Portion 7 Assurance Pack Delivery | |
| Portion 8 Validated Data Delivery | |
| Portion 8 Assurance Pack Delivery | |

TfNSW requests Alstom's acceptance of this variation no. 20 by signing in the space provided below and returning a signed copy in its entirety to Brighton Karamanolis (Brighton.Karamanolis@transport.nsw.gov.au).

Yours sincerely,



Nadine Bourazg
Principal's Representative

Dated:

Attachments:
Attachment 1 - Revised Fee
Attachment 2 - Variation 20 (V20) - \$91,998.70 (incl. GST)

Variation 20 is accepted for and on behalf of Alstom Transport Australia Pty Ltd

Signature: 

Name (print): 

Position: 

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$29,438,464.00 |
| Option – Level 1 Access Rectification for Area 7 | \$756,175.00 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$50,447.44 |
| Variation 2 - Unprod. drive man hours Claim (April 19 – June 19) | \$524,420.00 |
| Variation 3 - Unproductive man-Hours Claim (July 19 – Oct 2019) | \$952,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,548.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.10 |
| Variation 6 - Unprod. drive man hours Claim (Nov 2019 – Feb 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$528,112.92 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services - Fixed Balise Solution Areas 6, 7.2 and 9 | \$146,112.00 |
| Variation 10 - Increase in the Contract Material for Portion 11 Railroad for 180 Meters | \$92,273.21 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 7 Portion 3 – Upgrade | \$13,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood - MOD 003 | \$1,28,947.00 |
| Variation 13 - Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$2,65,051.26 |
| Variation 14 - Yard Entry & Exit Balise Groups (C-Link) Portions 5-10 Areas 5&6 | \$27,317.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7.2) | 56,353.24 |
| Variation 16 - Portion 8 Signaling Design MODs | \$28,935.87 |
| Variation 17 - Portion 6 Data Design of Automatic Balise Groups (1) 1/1 Level 1 installation removed | \$30,818.84 |
| Variation 18 - Portion 2 Hornsby (MOD 002) NIT Defects | \$96,523.87 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 6 (Level 1 Easton Park - 1 Variant) Easton Park Speed Sign changes MOD-001 | \$54,828.87 |
| Variation 21 - Kangaroo Maintenance Facility (KMF) Yard Entry and Exit Balise Groups Data Design | \$1,17,814.00 |
| Variation 22 - Portion 7 Revised Signalling Design (MOD-001) | \$40,115.27 |
| Variation 23 - Portion 8 Airport Line Speed Sign Changes | \$1,06,670.81 |
| Variation 24 - Area 9 Fixed Balise Solution | 3,30,140.95 |
| Variation 25 - Portion 7 (MOD 003) Airport Signaling Design Changes | 80.00 |
| Variation 26 - Unproductive Man-Hours Claim (Jan 2021 - Mar 2021) | \$279,628.10 |
| Variation 27 - Portion 5 (MOD-001) NIT Defects | \$1,25,163.81 |
| This Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$81,398.70 |
| Revised Fee | \$29,338,339.00 |

Alstom Transport Australia Pty Ltd
10 Giffnock Avenue
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMR Area 1, 6, 7, 8 and 9 Trackside Data Design (BD-17-6560)
Subject: Variation No. 29 - Pardon 14 - Area 9.2 (City Circle) Data Design
Changes Due to Modified Signalling Design (MOD-003)

TTNSW makes reference to Alstom's above referenced letter, dated 2 June 2021, where Alstom advised a variation proposal for Pardon 14 (Area 9.2) in response to TTNSW's letter ref. 20210509 dated 5 May 2021, which advised Alstom to amend the Contract Manual to incorporate modified Signalling Design (MOD-003) issued via Tenderholder Forum Ref. A-14-1-0000-01 to 14-000004 on 30 April 2021.

Further to Alstom's letter noted above, TTNSW acknowledges that the modified Signalling Design will result in modification and updates to the Contract Manual for Pardon 14 and constitutes a variation. As such and pursuant to clause 10.2 of the Agreement, TTNSW issues this variation no. 29 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Manual for Pardon 14 (Area 9.2) to incorporate modified Signalling Design for Pardon 14 (MOD-003) transferred to Alstom via Tenderholder Forum Ref. A-14-1-0000-01 to 14-000004 dated 30 April 2021, as per attached.

Variation Amount:

Pursuant to clause 10.3(b) of the Agreement, the variation amount is \$57,111.44 (and GST) as detailed in table 1 below:

Table 1

| Role | Hours | Rate | Amount |
|--|------------|------------|------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |

| | | | |
|------------------------|--|--|-------------|
| Design Management | | | |
| TOTAL Variation Amount | | | \$53,114.44 |

Adjustment to the Fee:

The Fee is adjusted by a time sum amount of \$53,114.44 (incl. GST), to a total value of \$20,391,493.74 (incl. GST), as detailed in Attachment 1.

Date for Completion:

TRENSW advises that any extension to the Date for Completion of Partion 14 arising from this variation will be assessed at a later date. The key milestones are summarised in Table 2 below:

Table 2

| Activity | Milestone |
|--------------------------|-----------|
| Validated Data Delivery | |
| Accountant Work Delivery | |

TRENSW requests Alton's acceptance of this variation to 29 by signing in the space provided below and returning a signed copy in the return to: Engines@transport.nsw.gov.au

Your sincerely,



Nadine Bourne
Principal's Representative

Date:

Attachments:

Attachment A - Revised Fee

TE Transmala Fee - ATP-TENSW-ALS-76-000294

Variation 29 is accepted for and on behalf of Alton Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$73,430,474.77 |
| Option – Dual Design Resources for Area 7 | \$199,123.41 |
| Variation 1 – Reworks to Volume 1 Contract Material | \$80,441.44 |
| Variation 2 – Unproductive man-hours Claim (April 19 – June 19) | \$501,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Oct 2019) | \$267,775.00 |
| Variation 4 – Amendment to Yard Entry and Exit Balise Groups at Penrith (Portion 2) | \$81,558.00 |
| Variation 5 – Vision Focals Generation for Areas 1, 6, 7, 8 & 10 | \$62,240.47 |
| Variation 6 – Unproductive man-hours Claim (July 2019 – Feb 2020) | \$661,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$508,112.00 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$173,511.54 |
| Variation 9 – Revised Scope of Services – Flood Efficacy for Areas 6, 7 & 8 | \$158,112.00 |
| Variation 10 – Reworks to the Contract Material for Portion 11 Katoomba to Mt. Stromboli | \$621,500.00 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 (Portion 3 – Epping) | \$63,251.00 |
| Variation 12 – Reworks to the Contract Material for Portion 4 Concord West to Parramatta – NOD405 | \$108,547.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 22 to July 20) | \$206,051.25 |
| Variation 14 – Hard Brays & Coil Balise Groups (2-Link) Portion 5-10 (Areas 6-9) | \$27,311.04 |
| Variation 15 – hard brays & coil Balise Groups (2-Link) Portion 11 (Area 7) | \$8,300.04 |
| Variation 16 – Portion 6 Signaling Design NODs | \$28,558.57 |
| Variation 17 – Portion 8 Data Design of Additional Balise Groups CB117 Lower Transition Removal | \$30,518.54 |
| Variation 18 – Portion 2 Man-Hours (NOD402) Mt. Doree | \$98,530.07 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 22 to Dec 2020) | \$562,515.78 |
| Variation 20 – Area 8 Portion 8 (Fairfield - Sefton Park - Lxv100) Sefton Park Speed Sign changes WUJ-021 | \$81,558.00 |
| Variation 21 – Katoomba Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Dual Design | \$164,751.00 |
| Variation 22 – Portion 2 Revised Signaling Design (NOD 003) | \$20,433.77 |
| Variation 23 – Portion 8 Airport Line Speed Sign Changes | \$106,028.54 |
| Variation 24 – Area 9 hard brays & coils | \$158,140.00 |
| Variation 25 – Area 8 Nelson / (NOD405) Airport Signaling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,328.10 |
| Variation 27 – Area 8 Portion 7 (NOD 001) NIT Defects Change | \$126,470.00 |
| Variation 28 – Areas 1 & 3 Pine Road Lx NOD | \$01,308.70 |
| This Variation 29 – Portion 14 (Area 5) NOD-406 | \$98,114.44 |
| Revised Fee | \$29,301,468.74 |

Alstom Transport Australia Pty Ltd
 16 G Frank Avenue,
 North Ryde, NSW 2112

Attention: [REDACTED]

From: [REDACTED]

**Automatic Train Protection Program (ATP)
 ANR Area 1, 8, 7, 8 and 9 Trackside Data Design (8D-17-8560)
 Subject: Variation No. 30 - Porton 15 - Area 8.5 (Railform to Railwood) Data
 Design Changes Due to MDO-201 and CB-181 Level Transition
 Installation Charges**

TfNSW makes reference to Alstom's above referenced letter dated 10 June 2021, where Alstom submitted a variation proposal for Porton 15 (Area 8.5) in response to:

1. TfNSW's letter ref. 000132, dated 14 April 2021, where it directed Alstom to amend the Contract Material for Porton 15 arising from the modified Signalling Design (MDO-201) issued via Tender Binder Transmittal ref. ATP-TfNSW-ALS-TX-000176 on 13 April 2021; and
2. TfNSW's letter ref. 000148, dated 25 May 2021, where it directed Alstom to amend the Contract Material for Porton 15 to incorporate the AEC approved Design Package for level transition installation issued via Tender Binder Transmittal ref. ATP-TfNSW-ALS-TX-000278 on 1 April 2021.

Further to Alstom's letter noted above, TfNSW acknowledges that the modified Signalling Design will result in modification and reworks to the Contract Material for Porton 15 and constitutes a variation. As such and pursuant to clause 15.2 of the Agreement, TfNSW issues this variation no. 30 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material for Porton 15, Area 8.5 to incorporate the revised Signalling Design transmitted via Tender Binder Transmittal ref. TFNSW-ALS-TX-000176 on 1 April 2021 and transmittal ref. ATP-TfNSW-ALS-TX-000205, dated 10 April 2021, copy enclosed.

Variation Amount:

Pursuant to clause 16.2(b) of the Agreement, the variation amount is \$264,215.04 (excl GST) as detailed in table 1 below:

Table 1

| Rate | Hours | Rate | Amount |
|---------------------------|------------|------------|------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |

| | | | |
|--|--|--|---------------------|
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Inspection | | | |
| Design Management | | | |
| TOTAL Validation Annual | | | \$264,218.04 |

Adjustment to the Fee:

The fee is adjusted by a lump sum amount of \$264,218.04 (incl. GST) to a total value of \$260,056,071.75 (incl. GST) as detailed in Attachment 1.

Date for Completion:

TfNSW advises that any extension to the Date for Completion of Partion 10 arising from this variation will be assessed on a later date.

TfNSW requests Axiom's acceptance of this variation to 10 by signing in the space provided below and returning a signed copy in its entirety to Brighton Muzombi (Brighton.Muzombi@transport.nsw.gov.au).

Yours sincerely,



Bradley Bennett
Principal's Representative

Dated:

Attachment 1 Attachment 2 – Revised Fee
 TO Transport NSW - AT0-TPN/DM/ALD/24-00077
 TO Transport NSW - AT0-TPN/DM/ALD/24-00088

variation 10 is accepted for and on behalf of Axiom Transport Australia Pty Ltd

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,458,494.50 |
| Option – Data Design Resources for Area 7 | \$735,123.00 |
| Variation 1 – Re-work to Portion 1 Contract Mileage | \$91,177.11 |
| Variation 2 – Unproductive non-hourly claim (April 10 – June 10) | \$694,400.00 |
| Variation 3 – Unproductive non-hourly claim (July 15 – Oct 2015) | \$902,700.00 |
| Variation 4 – Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$62,596.20 |
| Variation 5 – Mission Price Generation for Areas 1, d, 7, 8 and 9 | \$62,242.40 |
| Variation 6 – Unproductive non-hourly claim (July 2019 – Feb 2020) | \$857,010.00 |
| Variation 7 – Re-work to the Contract Order for Portion 1 and d | \$203,117.88 |
| Variation 8 – Non-Productive Man-Hour Costs (Mar 20 to May 20) | \$773,611.74 |
| Variation 9 – Revised Scope of Services – Flood Balise Solution Areas d, 7, 7 and E. | \$156,117.20 |
| Variation 10 – Re-work to the Contract, Variance for Portion 11 – Kazanba in Mt Smerals | \$97,273.20 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 – Re-work to the Contract, Variance for Portion 4 – Concord Area to Fairwood – MCO 007 | \$103,919.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$203,161.25 |
| Variation 14 – Yard Entry & Exit Balise Groups (2 Link) Portion 5 10 (Area 5&6) | \$27,314.74 |
| Variation 15 – Yard Entry & Exit Balise Groups (2 Link) Portion 5 10 (Area 7,21) | \$0,303.24 |
| Variation 16 – Portion 6 Signaling Design (MCO) | \$33,525.77 |
| Variation 17 – Level d Data Design of Additional Balise Groups CB11/ Level Transition Renewal | \$31,616.51 |
| Variation 18 – Level d Hornsby (700-002) NIT Defects | \$96,533.21 |
| Variation 19 – Non-Productive Man-Hour Costs (Sep 20 to Dec 2020) | \$287,515.75 |
| Variation 20 – Area 8 Level d (the new) Kazanba Park – Unproductive Balise Park Speed Sign changes (MCO 011) | \$61,666.51 |
| Variation 21 – Kangaroo Ridge Maintenance Facility (KRMF) Yard Entry and Exit Balise Groups Data Design | \$169,581.15 |
| Variation 22 – Portion 2 Revised Signaling Design (700-003) | \$50,433.27 |
| Variation 23 – Network 2 Signal Line Speed Sign Changes | \$108,828.13 |
| Variation 24 – Area 9 Level d Balise Solution | -\$156,148.50 |
| Variation 25 – Area 6 Portion 7 (700-003) Variant Signaling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hourly Claim (Jan 2021 – Mar 2021) | \$279,626.10 |
| Variation 27 – Area 7 Portion 5 (700-003) NIT Defects Corrected | \$1,35,163.55 |
| Variation 28 – Areas 5 & 8 Pine Road LX NCD | \$07,908.70 |
| Variation 29 – Portion 14 (Area 12) (MCO-002) | \$99,114.44 |
| This Variation 30 – Portion 13 Area 6,5 (MCO-001 and CD-01) Level Transition changes) | \$204,218.64 |
| Revised Fee | \$23,055,071.76 |

Astom Transport Australia Pty Ltd
18 Clarendon Avenue,
North Ryde NSW 2113

Attachment: [REDACTED]

Date: [REDACTED]

Automatic Train Protection Program (ATP)
AWS Area 1, 2, 3, 4 and 8 Trackside Data Design (SD-AT-0500) (Agreement)
Subject: Variation No. 01 – Portion 17 – Area 8.6 (Pinnington and Lidcombe)
Data Design Changes Due to Modified Signalling Design (MOD-002) and
Low Transition Installation Package (Autumn – Lidcombe)

TNSW makes reference to Astom's above referenced offer, dated 28 May 2021, where Astom submitted a variation proposal for Portion 17 (Area 8.6) in response to the following:

1. TNSW's letter ref. 0001001, dated 26 May 2021, where it directed Astom to amend the Contract Materials for Portion 17 to incorporate the AED approved Design Package for low transition installation in Autumn – Lidcombe (2020b) issued via Tenderdoc transmittal ref. ATP-TNSW-ALS-TX-00020 on 1 April 2021, and
2. TNSW's letter ref. 0001006 dated 15 April 2021, where it directed Astom to amend the Contract Materials for Portion 17 using the modified Design Package (MOD-002) issued via Tenderdoc transmittal ref. ATP-TNSW-ALS-TX-00017 on 14 April 2021.

Further to Astom's letter noted above, TNSW acknowledges that the modified Signalling Design will need to be modified and amended to the Contract Materials for Portion 17 and constitutes a variation. As such and pursuant to clause 18.2 of the Agreement, TNSW issues this variation no. 01 to Astom as detailed below.

Scope of Variation:

Amend the Contract Materials for Portion 17, Area 0.0, as per the revised Signalling Design furnished via Tenderdoc transmittal ref. ATP-TNSW-ALS-TX-00010 dated 1 April 2021 and transmittal ref. A11-TNSW-ALS-TX-000187, dated 14 April 2021, copy attached.

Variation Amount:

Pursuant to clause 18.3(a) of the Agreement, the variation amount is \$147,673.30 (incl GST) as detailed in table 1 below.

Table 1

| Role | Hours | Rate | Amount |
|---------------------------|------------|------------|------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assistance | [REDACTED] | [REDACTED] | [REDACTED] |

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$23,439,464.50 |
| Option – Urban Design Roadwork in Area 7 | \$139,129.22 |
| Variation 1 – Network to Nelson 1 Contract Network | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April 18 – June 18) | \$501,100.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 2018) | \$267,765.00 |
| Variation 4 – Amendment to Yard Entry and Exit at as Grouped Portals (Portion 2) | \$84,508.25 |
| Variation 5 – Network File Generation for Areas 1, 3, 7, 8 and 9 | \$92,042.40 |
| Variation 6 – Unproductive man-hours Claim (July 2019 – Feb 2020) | \$857,040.00 |
| Variation 7 – Network to the Contract Material for Portions 1 to 4 | \$588,112.00 |
| Variation 8 – Non-Productive Man-Hour Costs (Mar 20 to May 20) | \$773,511.51 |
| Variation 9 – Revised Scope of Services – Fixed Efficacy Solution for Areas 6, 7, 2 and 5 | \$190,112.00 |
| Variation 10 – Rewards to the Contract Material for Portion 11 Kazanba with 9 zones | \$92,279.25 |
| Variation 11 – Amendment to Yard Entry and Exit at as Group Area 1 Portion 3 – Epping | \$53,251.50 |
| Variation 12 – Rewards to the Contract Material for Portion 4 /Contract Network Barwood – MCO-001 | \$109,547.25 |
| Variation 13 – Non-Productive Man-Hour Costs (Jun 20 to Aug 20) | \$205,081.25 |
| Variation 14 – Hard Entry & Exit Bulbs Groups (2-Link) Portion 5-10 (Areas 6&8) | \$27,217.21 |
| Variation 15 – Hard Entry & Exit Bulbs Groups (2-Link) Portion 11 (Area 7,2) | \$8,509.24 |
| Variation 16 – Portion 6 Signaling Design MCOs | \$28,505.27 |
| Variation 17 – Portion 8 Data Design of Additional Bulbs Groups CB117 Local Transition Network | \$39,516.51 |
| Variation 18 – Portion 2 Network (MCO-002) Mt Doree | \$98,505.57 |
| Variation 19 – Non-Productive Man-Hour Costs (Sep 20 to Dec 2020) | \$562,515.75 |
| Variation 20 – Area 8 Portion 9 (Farrington) Sutton Park – awarded (Portion Park Speed Sign changes MCO-011) | \$81,555.57 |
| Variation 21 – Kangaroo Area Maintenance Facility (KAMF) Yard Entry and Exit Bulbs Groups Data Design | \$164,061.00 |
| Variation 22 – Portion 2 Revised Signaling Design (MCO-003) | \$60,433.27 |
| Variation 23 – Portion 8 Airport Line Speed Sign Changes | \$100,028.51 |
| Variation 24 – Area 9 road data as solution | -\$138,149.50 |
| Variation 25 – Area 8 Nelson 1 (MCO-005) Auburn Signaling Design Changes | \$9,00 |
| Variation 26 – Unproductive Man-Hour Costs (Jan 2021 – Mar 2021) | \$278,826.10 |
| Variation 27 – Area 8 Portion 5 (MCO-007) Mt Doree Changes | \$125,163.57 |
| Variation 28 – Areas 5 & 8 Pine Road LN NCE | \$91,508.70 |
| Variation 29 – Portion 14 (Area 9,2) – MCO-008 | \$99,114.44 |
| Variation 30 – Portion 10 (Area 5,6) MCO-001 and CB461 LT data design | \$204,218.04 |
| This Variation 31 – Portion 17 (Area 5,6) – MCO-002 and LT Installation CB055 | \$147,579.36 |
| Revised Fee | \$29,801,645.08 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 32 –Portion 6 - Area 6.2 Data Design Changes Due to NIT
Defects (MOD-002, MOD-003, MOD-004)**

TfNSW makes reference to Alstom's above referenced letter, dated 10 June 2021, where Alstom submitted a variation proposal for Portion 6 (Area 6.2) in response to the various TfNSW's correspondences listed below where TfNSW issued modified copy of the Signalling Design for Portion 6 to Alstom:

1. TfNSW's letter ref: 6565891, dated 26 February 2021,
2. TfNSW's letter ref: 6567919, dated 4 March 2021,
3. TfNSW's correspondence issued via Teambinder transmittal ref: ATP-TFNSW-ALS-TX-000276 on 30 March 2021,
4. TfNSW's letter ref: 6585689, dated 29 April 2021,
5. TfNSW's letter ref: 6585782, dated 30 April 2021,
6. TfNSW's letter ref: 6593124, dated 25 May 2021,
7. TfNSW's letter ref: 6593133, dated 25 May 2021,
8. TfNSW's letter ref: 6593151, dated 25 May 2021, and
9. TfNSW's letter ref: 6597132, dated 7 June 2021.

Further to the above, TfNSW acknowledges that the modified Signalling Design has resulted in modification and reworks to the Contract Material for Portion 6 and constitutes a variation. As such and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 32 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 6, Area 6.2, as per the revised Signaling Design transmitted under TfNSW's correspondences noted above.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the variation amount is \$311,817.34 (excl. GST) as detailed in table 1 below:

Table 1

| Rate | Hours | Rate | Amount |
|---------------------------------|-------|--------------|---------------------|
| Cost Preparation Engineer | | | |
| Cost Preparation Manager | | | |
| Cost Validation Engineer | | | |
| Cost Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management 1 | | | |
| | | Total | \$811,817.34 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$311,817.34 (incl. GST) to a total value of \$500,115,462.42 (incl. GST) as detailed in Attachment 1.

Date for Completion:

TNSW advises that any extension to the Date for Completion of Portion 6 arising from this variation will be assessed at a later date.

TNSW requests Alstom's acceptance of this variation no. 12 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mulumbeni (Brighton.Mulumbeni@transport.nsw.gov.au).

Yours sincerely,



Martina Gouring
Principal's Representative

Date:

variation 12 is accepted for and on behalf of Alstom Transport Australia Pty Ltd

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$27,439,406.50 |
| Option – Urban Design Requirements in Area 7 | \$199,125.20 |
| Variation 1 – Network to Network Contract Material | \$90,447.44 |
| Variation 2 – Unproductive man-hours Claim (April 18 – June 18) | \$591,100.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 18 18) | \$267,765.00 |
| Variation 4 – Amendment to Yard Entry and Exit to all Groups of Portals (Portion 2) | \$64,508.28 |
| Variation 5 – Network File Generation for Areas 1, 3, 7, 8 and 9 | \$52,042.40 |
| Variation 6 – Unproductive man-hours Claim (July 2019 – Feb 2020) | \$957,040.00 |
| Variation 7 – Network to the Contract Material for Portions 1 to 4 | \$600,112.00 |
| Variation 8 – Non-Productive Man-Hour Costs (Mar 20 to May 20) | \$773,611.00 |
| Variation 9 – Revised Scope of Services – Fixed Efficacy Solution for Areas 9, 7, 2 and 8 | \$199,112.00 |
| Variation 10 – Revised to the Contract Material for Portion 11 – Kanyan to W. Murrumbidgee | \$92,079.28 |
| Variation 11 – Amendment to Yard Entry and Exit to all Groups Area 1 Portion 8 – Epping | \$53,751.72 |
| Variation 12 – Network to the Contract Material for Portion 4 – Concord West to Parkwood – W07-001 | \$105,547.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$209,081.28 |
| Variation 14 – Yard Entry & Exit Balise Groups (2-Link) Portion 6-10 (Area 7A) | \$77,714.74 |
| Variation 15 – Yard Entry & Exit Balise Groups (2-Link) Portion 11 (Area 7A) | \$8,305.14 |
| Variation 16 – Portion 6 Signaling Tax on MODs | \$70,505.77 |
| Variation 17 – Portion 2 Data Design of Additions Balise Groups CB11/12, Portwood | \$90,818.54 |
| Variation 18 – Portion 2 Mobility (W04-002) NIT Details | \$98,533.07 |
| Variation 19 – Non-Productive Man-Hour Costs (Sep 20 to Dec 2020) | \$687,515.78 |
| Variation 20 – Area 8 Portion 8 (The Hills Balise Mark) – Unproductive Man-Hour Costs Sign changes W03-001 | \$64,868.57 |
| Variation 21 – Kanyan Maintenance Facility (KMF) Yard Entry and Exit Balise Groups Data Design | \$104,581.00 |
| Variation 22 – Portion 2 Revised Signaling Tax on (W07-001) | \$91,420.77 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$100,028.01 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$198,140.00 |
| Variation 25 – Area 8 Portion 7 W06-003 Airport Signaling Tax on Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hour Costs – Jan 2021 – Mar 2021 | \$278,806.10 |
| Variation 27 – Area 8 Portion 7 W06-003 NIT Details Changes | \$135,160.00 |
| W01001-28 – Areas 7 & 8 Fine Road L&MCD | \$0,300.70 |
| W01001-29 – Portion 14 (Area 8.2) – MCD-008 | \$69,114.44 |
| Variation 30 – Portion 15 (Area 8.5) (W07-001) and CB11/12 – T changes | \$261,210.00 |
| Variation 31 – Portion 17 (Area 8.6) – MCD-009 and T installation CB11/12 | \$1,07,970.70 |
| This Variation 32 – Portion 6 (Area 8.7) – NIT Details (MCD-007, MCD-008, MCD-009) | \$311,617.34 |
| Revised Fee | \$39,116,402.42 |

Alderm Transport Australia Pty Ltd
16 G Hodge Avenue,
North Hyde, NSW 2112

Attention: [REDACTED]

From: [REDACTED]

Automatic Train Protection Program (ATP)
ANR Area 1, 5, 7, 8 and 9 Trackside Data Design (RD-17-0560) (Agreement)
Subject: Variation No. 33 - Porton 7 - Area 8.6 Addition to Lidscombe
Amendment to Contract Material (COMB) - Level Transition Installation

TNSW makes reference to Alderm's above referenced letter dated 3 May 2021, where Alderm submitted a variation proposal for Porton 7 (Area 8.6) in response to TNSW's Tender/contract material ref. ATP-TNSW-ALS-TX-000280, dated 1 April 2021, where it issued the revised ATP approved Design Rationale for Automatic Lidscombe Level Transition, in particular COMB.

Further to Alderm's letter noted above, TNSW acknowledges that the modified Signalling Design will result in modification and revision to the Contract Material for Porton 7 and constitutes a variation. As such and pursuant to clause 16.2 of the Agreement, TNSW issues variation no. 33 to Alderm as detailed below.

Scope of Variation:

Amend the Contract Material for Porton 7, Area 8.6, as per the revised Signalling Design for Porton 7 (MDD-070) transmitted to Alderm via Transponder Transmittal ref. ATP-TNSW-ALS-TX-000280 on 1 April 2021, copy attached.

Variation Amount:

Pursuant to clause 3.1(c) of the Agreement, the variation amount is assessed at \$172,331.04 (incl. GST), using the hourly rates listed under Schedule 8 of the Agreement, and as amended under TNSW letter ref. 6168010 dated 18 July 2020. Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Row | Hours | Rate | Amount |
|---------------------------------|------------|--------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| | | Total | \$172,331.04 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$172,331.94 (excl. GST) to a total value of \$30,287,794.36 (excl. GST) as detailed in Annexure 1.

Date for Completion:

TfNSW advises that any extension to the Date for Completion of Portion 17 arising from this variation will be assessed at a later date.

TfNSW requests Alstom's acceptance of this variation no. 33 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



Nadine Bourezg
Principal's Representative

Dated:

Attachments:

Attachment A – Revised Fee

TB Transmittal Ref. - ATP-TFNSW-ALS-TX-000280

Variation 33 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$72,331,161.00 |
| Option – Data Design Resources for Area 7 | \$735,133.20 |
| Variation 1 – Response to Forlon 1 Contract Material | \$90,447.44 |
| Variation 2 – Unproductive man-hours Claim (April '12 – June '13) | \$644,400.00 |
| Variation 3 – Unproductive man-hours Claim (July '13 – Dec '13) | \$962,166.00 |
| Variation 4 – Amendment to Work Items A and B (Gen. Industry) (Portion 2) | \$61,596.75 |
| Variation 5 – Utilization Plan Generation for Areas 1, 2, 7, 8 and 9 | \$57,267.10 |
| Variation 6 – Unproductive man-hours Claim (Nov 2013 – Feb 2020) | \$957,040.00 |
| Variation 7 – Response to the Contract Material for Portions 1 to 4 | \$938,112.00 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar '20 to May '20) | \$773,011.51 |
| Variation 9 – Revised Scope of Services – Field Office Areas B, 7, 8 and 9 | \$196,112.00 |
| Variation 10 – Response to the Contract Material for Portion 11 (Kooloomba to Mt. Victoria) | \$92,079.28 |
| Variation 11 – Amendment to Yard Entry and Exit Bar at Group Area 7 (Portion 2) – Piling | \$53,261.00 |
| Variation 12 – Response to the Contract Material for Portion 4 – Concrete Wheel to Wheel – MCD-003 | \$109,047.08 |
| Variation 13 – Non-Productive Man-Hours Costs (June '20 to Aug '20) | \$205,061.28 |
| Variation 14 – Yard Entry & Exit (9% (2-Link) Portions 9-10 (Area 086)) | \$27,514.04 |
| Variation 15 – Yard Entry & Exit (6% (2-Link) Portion 11 (Area 7.2)) | \$8,340.01 |
| Variation 16 – Portion 8 Signaling Design MCDs | \$63,508.01 |
| Variation 17 – Portion 5 Java Design of Additional Bar at Group CE111 & 112 Barrow | \$93,016.01 |
| Variation 18 – Portion 2 Hoisting (MCD-002) NIT Unsettled | \$98,500.01 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep '20 to Dec '20) | \$662,515.16 |
| Variation 20 – Portion 8 Area 8 (Hamish-Ballin (Nab. - Unsettled) Ballin Park Green Sign changes MCD-001) | \$61,868.01 |
| Variation 21 – Kangaroo Maintenance Facility (KMF) Yard Entry and Exit Bar at Group Data Design | \$164,061.00 |
| Variation 22 – Portion 2 Revised Signaling Design (MCD-003) | \$50,433.27 |
| Variation 23 – Portion 2 Appeal Line Speed Sign Changes | \$108,628.01 |
| Variation 24 – Area 9 Field Bar at Colburn | -\$156,140.00 |
| Variation 25 – Portion 7 Area 7 (MCD-003) Appeal Signaling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$778,806.10 |
| Variation 27 – Portion 5 Area 6 (MCD-002) NIT Teleads Changes | \$135,163.00 |
| Variation 28 – Areas 3 & 8 Pine Road LX MCD | \$0,308.70 |
| Variation 29 – Portion 14 (Area 3.2) MCD-003 | \$99,114.44 |
| Variation 30 – Portion 10 (Area 5.0) (MCD-001 and CE461 LT change) | \$204,218.04 |
| Variation 31 – Portion 11 (Area 6.0) (MCD-002) Hamington and Ludcombe | \$147,970.00 |
| Variation 32 – Portion 5 (Area 3.2) - NIT Unsettled (MCD-003, MCD-005, MCD-004) | \$577,017.01 |
| This Variation 28 – Portion 7 (Area 8.0) – Auburn-Ludcombe LT (CB060) | \$172,331.84 |
| Revised Fee | \$33,287,764.36 |

Alstom Transport Australia Pty Ltd
10 G Fooks Avenue,
North Ryde, NSW 2113

Attn: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 5, 7, 8 and 9 Trackside Data Design (SD-114580)
Subject: Variation No. 34 - Portion 5 - Area 5.1
Amendment to Contract Material due to Level Transition Removal

TNSW makes reference to Alstom's above referenced letter, dated 8 July 2021, where Alstom submitted a variation proposal for Portion 5 (Area 5.1) in response to TNSW's letter ref 0680077, dated 10 June 2021, which directed Alstom to amend the Contract Material for Portion 5 arising from the Level Transition removal package issued via Tenderbox Portal ref ATP-TFKSA-ALS-TX-200910 on 28 May 2021.

Further to Alstom's letter noted above, TNSW acknowledges that the Level Transition removal package will result in changes and works to be Undertaken Manual on Portion 5 and necessitates a variation. As such and pursuant to clause 17.2 of the Agreement, TNSW issues this variation no. 34 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 5, Area 5.1, as per the revised Signaling Design furnished via Tenderbox Portal ref ATP-TFKSA-ALS-TX-200910 on 28 May 2021, copy enclosed.

Variation Amount:

Pursuant to clause 15.2(b) of the Agreement, the variation amount is assessed at \$191,677.84 (incl. GST) using the hourly rates under Schedule 5 of the Agreement and as an add-on under TNSW letter ref 0680090 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| TOTAL Variation Amount: | | | \$191,677.84 |



Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$151,577.84 (incl. GST) to a total value of \$90,495,472.00 (incl. GST) as detailed in Particular 1.

Date for Completion:

The key milestones arising from the variation order are summarised in the table below:

| Milestone | Due Date |
|-------------------------|----------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |

TTN20 advises that the overall completion of time to the Date for Completion of Section 5 will be assessed at a later date.

TTN20 requests Airtion's acceptance of this variation order by signing in the space provided below and returning a signed copy in its entirety to Brighton Mulamben (Brighton.Mulamben@ttn20.com.au).

Yours faithfully,

Rudine Bourcep
Principal's Representative

Date:

BRIGHAMPTON CENTRAL AIRPORT
101 Thompson Rd - 478-THOMPSON RD - 5060NSW

Condition 31 is accepted for and on behalf of Airtion Transport Australia Pty Ltd

Signature:

Name (print):

Position:

Date:

Attachment 6 - Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,136,643.97 |
| Variant 1 – Jule Design Modification for Area 1 | \$136,121.20 |
| Variant 1 – Rewrite to Portion 1 Contract Material | \$10,447.44 |
| Variant 2 – Unproductive man-hours Claim (April 10 – June 10) | \$10,407.07 |
| Variant 2 – Unproductive man hours claim (July 10 – Oct 2010) | \$262,960.00 |
| Variant 4 – Amendment to Yard Entry & Exit BGA all Hornsby (Portion 2) | \$24,580.70 |
| Variant 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.47 |
| Variant 6 – Unproductive man hours claim (Nov 2010 – Feb 2011) | \$651,040.00 |
| Variant 7 – Rewrite to the Contract Material for Portions 1 to 4 | \$100,117.88 |
| Variant 8 – Non Productive Man-Hours Costs (Mar 20 to May 20) | \$173,613.81 |
| Variant 9 – Revised Scope of Services – Third Parties Solicitor Areas 6, 7 & 8 | \$150,112.00 |
| Variant 10 – Rewrite to Contract Material Portion 11 Kawamba to Mt Vic | \$52,273.26 |
| Variant 11 – Yard Entry & Exit BGA Area 1 Portion 3 – opening | \$53,361.60 |
| Variant 12 – Rewrite to the Contract Material for Area 4 (General West to Eastwood) – MOD-003 | \$100,847.03 |
| Variant 13 – Non Productive Man Hours Costs (June 20 to Aug 20) | \$209,091.26 |
| Variant 14 – Yard Entry & Exit BGA (to Link) Portion 6-10 (West 653) | \$27,314.01 |
| Variant 15 – Yard Entry & Exit Balise Groups (to Link) Portion 11 (West 72) | \$6,303.24 |
| Variant 16 – Area 4 Signaling Design MOD | \$28,530.67 |
| Variant 17 – Portion 3 Data Design of Additional BGA (to Link) Revised | \$30,010.34 |
| Variant 18 – Portion 2 Hornsby (MOD-002) NIT Defects | \$66,683.07 |
| Variant 19 – Non Productive Man Hours Costs (Sep 20 to Dec 2010) | \$502,010.70 |
| Variant 20 – Area 4 Area 4 Balise Park speed sign changes MOD-001 | \$54,866.67 |
| Variant 21 – O&M Hand Entry and Exit Balise Groups Data Design | \$184,581.00 |
| Variant 22 – Portion 3 Revised Signaling Danden (MOD-005) | \$50,131.77 |
| Variant 23 – Portion 2 Area 4 Line Speed Sign Changes | \$100,028.91 |
| Variant 24 – Area 4 Hand Balise Solution | -\$138,140.00 |
| Variant 25 – Area 7 Area 8 (MOD-006) Auburn Signaling Design Changes | \$0.00 |
| Variant 26 – Unproductive Man-Hours Claim – Jan 2011 – Mar 2011 | \$178,630.10 |
| Variant 27 – Portion 5 Area 6 (MOD-002) NIT Defects Changes | \$136,163.83 |
| Variant 28 – Area 8 & 9 – Area based LX MOD | \$91,396.70 |
| Variant 29 – Portion 14 (Area 8.7) MOD-003 | \$53,114.44 |
| Variant 30 – Area 15 (Area 8.8) (MOD-001 and CB451 LI changes) | \$184,210.04 |
| Variant 31 – Portion 17 (Area 8.6) (MOD-002) Ferrington and Lidcombe | \$117,673.27 |
| Variant 32 – Area 8 (Area 8.2) – NIT Defects (MOD-002, MOD-002, MOD-004) | \$111,017.34 |
| Variant 33 – Portion 7 (Area 9.6) Auburn Lidcombe LT (CB200) | \$172,891.91 |
| Title Variation 34 – Portion 5 – Area 6 (West Concessioning) Level Transition Removal | \$151,677.84 |
| Revised Fee | \$36,430,472.93 |

Abdom Transport Australia Pty Ltd
18 Clarendon Avenue,
North Ryde NSW 2113

Attachment: [REDACTED]

Date: [REDACTED]

Automatic Train Protection Program (ATP)
AWS Area 1, 2, 3, 4 and 8 Trackside Data Design (SD-AT-0500) ('Agreement')
Subject: Variation No. 15 – Portion 2 (Area 1)
Changes to Contract Material Due to Level Transition Removal and
Merging (CR108)

TNSW makes reference to Abdom's above referenced letter dated 8 July 2021, where Abdom submitted a variation proposal for Portion 2 (Area 1) in response to TNSW's letter ref 0081001 dated 20 May 2021, where TNSW directed Abdom to amend the Contract Material for Portion 2, CR002 to incorporate the Level Transition removal at Hornaby.

Further to above, TNSW acknowledges that the direction issued under the letter noted above will result in modification and revision to the Contract Material of Portion 2 (CR002) and consequential variation for such and pursuant to clause 10.2 of the Agreement, TNSW issues this variation no. 15 to Abdom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 2 (CR108) to incorporate the level transition removal at Hornaby and merging of CR002 part A and part B as per TNSW's letter noted above.

Variation Amount:

Pursuant to clause 10.3(c) of the Agreement, the variation amount is assessed at \$100,258.94 (incl GST), using the hourly rates under Schedule 8 of the Agreement, and as amended under TNSW's letter ref 0081000 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|---------------------|
| Data Inspection Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| TOTAL Variation Amount | | | \$100,258.94 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$128,259.94 (incl. GST) to a total value of \$80,647,781.64 (incl. GST) as detailed in Annexure 1.

Date for Completion:

The key milestones arising from this variation order are summarised in the table below:

| Work Item | Due Date |
|-------------------------|------------|
| Validate Data Delivery | [REDACTED] |
| Assurance Pack Delivery | [REDACTED] |

TN&N advises that any extension to the Date for Completion of Portion 2 arising from this variation will be assessed at a later date.

TN&N requests Author's acceptance of this variation no. 36 by signing in the space provided below and returning a signed copy in its entirety to [Erin Mulvaney \(Erin@transport.nsw.gov.au\)](mailto:Erin@transport.nsw.gov.au).

Yours sincerely,

[REDACTED SIGNATURE]

Business Group
Principal's Representative

Date:

Attachment: Attachment A – Variation Fee

Variation 36 is accepted for and on behalf of Airsim Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$22,428,464.00 |
| Option – Total Design Resources for Area 7 | \$725,177.70 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$90,447.44 |
| Variation 2 – Unproductive man-hours claim (April 19 – June 19) | \$524,400.00 |
| Variation 3 – Unproductive man-hours claim (July 18 – Oct 2019) | \$757,767.00 |
| Variation 4 – Amendment to Yard Entry 8 Ex. BGV at Hornsby (Part 2) | \$94,939.26 |
| Variation 5 – Minor Price Correction for Areas 1, 5, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours claim (Nov 2019 – Feb 2020) | \$551,040.00 |
| Variation 7 – Reworks to the Contract Material for Portion 1 to 4 | \$700,177.65 |
| Variation 8 – Non-Productive Man Hours Costs (Mar 20 to May 20) | \$775,871.84 |
| Variation 9 – Revised Scope of Services – Flood Balise Solution Areas 6, 7, 8 & 9 | \$158,174.00 |
| Variation 10 – Reworks to Contract Material for Portion 11 Correction to M10 | \$52,273.25 |
| Variation 11 – Yard Entry 6 Total BGV Area 4 Portion 3 – Toping | \$53,001.00 |
| Variation 12 – Reworks to the Contract Material for Portion 4 – Concord West to Services – MOD 002 | \$100,647.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$256,043.25 |
| Variation 14 – Yard Entry 5 Ex. BGV (2 Link) Portion 9 to (Area 8) Ex. | \$27,574.04 |
| Variation 15 – Yard Entry 5 Ex. BGV on Groups (2 Link) Area 11 (Area 7) 21 | \$8,300.24 |
| Variation 16 – Portion 6 Signalling Design MODs | \$20,535.60 |
| Variation 17 – Portion 6 Data Design of Additional BGV CE1-7 LT Removal | \$50,675.81 |
| Variation 18 – Area 2 Hornsby (MOD 001) Nil Defects | \$98,583.00 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$502,575.75 |
| Variation 20 – Portion 1 Area 1 Station Park Speed Sign changes MOD-001 | \$74,051.00 |
| Variation 21 – GWHF Yard Entry and Ex. Balise Groups Data Design | \$164,081.00 |
| Variation 22 – Area 2 Revised Signalling Design (MOD-003) | \$50,432.20 |
| Variation 23 – Portion 6 Alford Line Speed Sign Changes | \$106,673.81 |
| Variation 24 – Area 9 Flood Balise Solution | \$138,140.00 |
| Variation 25 – Area 7 Area 6 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$270,000.00 |
| Variation 27 – Area 5 Area 6 (MOD 002) Nil Defects Changes | \$136,161.83 |
| Variation 28 – Areas 6 & 7 Pink Road LXMOT | \$91,283.70 |
| Variation 29 – Portion 11 (Area 8.2) MOD-004 | \$53,174.41 |
| Variation 30 – Portion 15 (Area 8.3) (MOD-005) and GWHF LT changes | \$55,127.104 |
| Variation 31 – Area 17 (Area 8.8) (MOD 002) Frankston and Lancelote | \$147,972.00 |
| Variation 32 – Portion 6 (Area 6.2) – Nil Defects (MOD-002, MOD-003, MOD-004) | \$311,877.81 |
| Variation 33 – Area 7 (Area 9.6) Auburn Lancelote L (MOD-06) | \$1,235,034 |
| Variation 34 – Portion 3 – Area 3 Level Transition Removal (West) | \$151,677.64 |
| This Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CRMR | \$100,259.91 |
| Revised Fee | \$26,547,791.94 |

Alstom Transport Australia Pty Ltd
18 Clarendon Avenue,
North Ryde NSW 2113

Attachment: [REDACTED]

Date: [REDACTED]

Automatic Train Protection Program (ATP)
AWS Area 1, 8, 7, 3 and 9 Trackside Data Design (GD-AT-0500) ('Agreement')
Subject: Variation No. 36 – Portion 12 (Area 9.3)
Data Design Changes Due to LI Installation of 81 Leomunds and Truck
Slow Works (CR106)

This notice is made pursuant to Alstom's above referenced letter, dated 8 July 2021, where Alstom submitted a variation proposal for Portion 12 (Area 9.3) in response to the following:

1. THNSA's letter ref: 5580100, dated 9 April 2021, where it directed Alstom to amend the Contract Material for Portion 12, CR106, arising from level transition installation Design Package at 81 Leomunds issued via Teambridge Transmittal ref: ATN4114575-ALS-18-000028 on 31 March 2021, and
2. THNSA's letter ref: 5580059, dated 28 June 2021, where it directed Alstom to amend the Contract Material for Portion 12, arising from modified Design Package incorporating track slow works in Channon, issued via Teambridge transmittal ref: ATN4114575-ALS-18-000025 on 18 June 2021.

Further to Alstom's letter noted above, THNSA acknowledges that the modified Signalling Design will result in modification and increase to the Contract Material for Portion 12 and constitutes a variation. As such and pursuant to clause 18.2 of the Agreement, THNSA issues this variation no. 36 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 12, Area 9.3 and in particular CB008 and CB009, as per THNSA's letter noted above.

Variation Amount:

Pursuant to clause 17.3(c) of the Agreement, the variation amount is assessed at \$152,455.47 (incl. GST) using the hourly rates under Schedule 4 of the Agreement, and as assessed under THNSA's letter ref: 5580059 dated 12 May 2021. Please refer to attachment below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Rate | Amount |
|---------------------------|------------|------------|------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |

| | | | |
|--|--|--|--------------------|
| System Variation | | | |
| Independent Procurement Fees and Design Management | | | |
| TOTAL Variation Amount: | | | 5132,498.47 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$132,108.47 (incl. GST) to a total value of \$30,632,230.41 (incl. GST) as detailed in Appendix 1.

Date for Completion:

The key milestones are summarised in the table below:

| Milestone | Due Date |
|-------------------------|----------|
| Validated Data Delivery | |
| Access to Field Library | |

TMAS wishes that any extension to the Date for Completion of Section 12 arising from this variation will be assessed at a later date.

TMAS requests Axon's acceptance of this variation no. 30 by signing in the space provided below and returning a signed copy in its entirety to Erington Murrumbidgee (Erington.Murrumbidgee@transport.nsw.gov.au).

Your sincerely,



Nadine Rainey
Principal's Representative

Correct

Attachment: Attachment A - Revised Fee

Variation 28 is accepted for and on behalf of Axon Transport Australia Pty Ltd.

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$22,438,484.81 |
| Option – Jala-Jalangi Roadworks for Phase 1 | \$735,124.20 |
| Variable 1 – Materials to Portion 1 Contract Material | \$50,447.44 |
| Variable 2 – Unproductive man-hours claim (April 10 – June 10) | \$70,107.00 |
| Variable 3 – Unproductive man-hours claim (July 10 – Oct 2019) | \$362,705.00 |
| Variable 4 – Attachment to Yard Entry & Exit B&E, B&E of Homabay (Area 4) | \$84,596.25 |
| Variable 5 – Erection fees General on for Areas 1, 5, 7, 8 and 9 | \$52,241.40 |
| Variable 6 – Unproductive man-hours claim (Nov 2019 – Feb 2020) | \$251,040.00 |
| Variable 7 – Roadworks to the Contract Material for Portion 1 to 4 | \$700,117.85 |
| Variable 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,619.81 |
| Variable 9 – Fixed Balise Solution Area 6 1,2 & 5 | \$158,112.80 |
| Variable 10 – Roadworks to Contract Material Portion 11 Roadworks to M10 | \$92,273.00 |
| Variable 11 – Yard Entry & Exit B&E Area 1 Portion 7 – Tooling | \$53,351.00 |
| Variable 12 – Roadworks to the Contract Material for Portion 4 – Onward West to Caswood – MOD-001 | \$103,947.02 |
| Variable 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$205,001.70 |
| Variable 14 – Yard Entry & Exit B&E (On-Link) Portion 6-10 (Area 6&8) | \$27,314.04 |
| Variable 15 – Yard Entry & Exit Balise Groups (On-Link) Area 11 (Area 7&2) | \$8,502.24 |
| Variable 16 – Area 4 Signalling Design MODs | \$28,535.67 |
| Variable 17 – Portion 3 Data Design of Additional B&E (M17 LT Removal) | \$20,015.04 |
| Variable 18 – Portion 3 Homabay (MOD-002) VLT Defects | \$46,531.67 |
| Variable 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$160,615.70 |
| Variable 20 – Portion 3 Area 8 Section Part Speed Sign changes MOD 001 | \$84,898.87 |
| Variable 21 – GMSF Yard Entry and Exit Balise Groups Data Design | \$124,501.00 |
| Variable 22 – Portion 3 Revised Signalling Design (MOD-003) | \$50,131.77 |
| Variable 23 – Portion 3 Alton Line Speed Sign Changes | \$100,605.91 |
| Variable 24 – Area 9 Fixed Balise Solution | \$158,140.00 |
| Variable 25 – Area 7 Area 8 (MOD 004) Auburn signalling Design Changes | \$0.00 |
| Variable 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$270,625.10 |
| Variable 27 – Area 5 Area 8 (MOD 002) NIT Defects Changes | \$135,165.82 |
| Variable 28 – Area 6 & 7 Pink Road 1 X MOD | \$91,281.70 |
| Variable 29 – Portion 11 (Area 9 2) MOD-003 | \$53,114.44 |
| Variable 30 – Portion 15 (Area 0.01) (MOD 001 and CB451 LT changes) | \$204,218.04 |
| Variable 31 – Area 17 (Area 0.81) (MOD 002) Farrington and Lidcombe | \$147,902.00 |
| Variable 32 – Area 5 (Area 8 21 – NIT Defects (MOD-004, MOD-002, MOD 004) | \$111,017.34 |
| Variable 33 – Portion 7 (Area 0.01) Auburn Lidcombe LT (CB006) | \$172,891.04 |

| | |
|--|---------------------|
| Variation 24 – Station 5 – Area 5 Level Transition Removal (Woolli) | \$151,867.84 |
| Variation 25 – Portion 7 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB002 | \$108,203.64 |
| This Variation 26 – Portion 12 (Area 2.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Saw Works CB008 | \$132,498.17 |
| Revised Fee | \$392,569.65 |

Alstom Transport Australia Pty Ltd
16 G Hodge Avenue,
North Hyde NSW 2112

Attention: [REDACTED]

From: [REDACTED]

Automatic Train Protection Program (ATP)
ANR Area 1, 5, 7, 8 and 9 Trackside Data Design (RD-17-0560) (Agreement)
Subject: Variation No. 37 - Area 6 Portion 7 KIT Modifications

TNS&W makes reference to Alstom's above referenced letter dated 01 July 2021, where Alstom submitted a variation proposal for Portion 7 (Area 6.2) in response to TNS&W's letter ref. 0580020 dated 5 June 2021, which stated Alstom to amend the Contract Material for Portion 7 arising from the modified Signaling Design set as Contract Material ref. ATP-TNS&W-AI-0-06-000118 on 8 June 2021.

Further to the above, TNS&W acknowledges that the modified Signaling Design has resulted in modification and updates to the Contract Material for Portion 7 and constitutes a variation. As such and pursuant to clause 18.2 of the Agreement, TNS&W issues this variation no. 37 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 7, Area 6.2, as per the revised Signaling Design transmitted to Alstom via Teamblinder transmission ref. ATP-TNS&W-ALB-TX-0003-9 on 9 June 2021, copy attached.

Variation Amount:

Pursuant to clause 18.9(b) of the Agreement, the variation amount is calculated at \$212,499.98 (two hundred and twelve thousand four hundred and ninety nine dollars and 98 cents) using the hourly rates under Schedule B of the Agreement and as amended under TNS&W letter ref. 0580020 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Rate | Hours | Rate | Amount |
|---------------------------------|------------|------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total | | | \$212,499.98 |

Adjustment to the Price:

The Price is adjusted by a lump sum amount of \$212,480,588 (incl. GST) to a total value of \$20,687,770,000 (incl. GST) as detailed in Attachment 1.

Date for Completion:

The key milestones are summarised in the table below:

| Milestone | Due Date |
|--------------------------|------------|
| Validation Pack Delivery | [REDACTED] |
| Assurance Pack Delivery | [REDACTED] |

TTNSW will state that any extension of the Date for Completion at Avalon is arising from this variation will be assessed on a later date.

TTNSW requests Alstom's acceptance of this variation to 37 by signing in the space provided below and returning a signed copy in its entirety to Brighton Motorway (Project) M-Team@tt.nsw.gov.au

Your sincerely,



Nadine Bennett
Principal's Representative

Date:

Variable 37 is accepted for and on behalf of Alstom Transport Australia Pty Ltd.

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|--|------------------------|
| Original Fee | \$77,470,764.00 |
| Option – Civil Design Resources for Area 7 | \$756,133.20 |
| Variable 1 – Networks to Future 1 Contract Material | \$80,447.44 |
| Variable 2 – Unproductive man-hours Claim (April 19 – June 19) | \$504,400.00 |
| Variable 3 – Unproductive man-hours Claim (July 19 – Oct 2019) | \$732,767.00 |
| Variable 4 – Amendment to Yard Entry & Exit Balise Homely (Pardon 7) | 76,087.37 |
| Variable 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variable 6 – Unproductive man-hours Claim (Nov 2019 – Feb 2020) | \$451,041.00 |
| Variable 7 – Materials to the Contract Material for Parcels 1 to 4 | \$548,112.00 |
| Variable 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,011.84 |
| Variable 9 – Flood Balise Solution Areas 6, 7, 8, 8 | \$166,112.00 |
| Variable 10 – Resources to Conduct National Parcel 11 Assessment to BILV | \$92,273.28 |
| Variable 11 – Yard Entry & Exit BUW Area 1, Parcel 3 – ongoing | \$55,361.64 |
| Variable 12 – Materials to the Contract Material for Parcel 4 – Concord West to Enmore – MOD 002 | \$100,847.00 |
| Variable 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$216,081.28 |
| Variable 14 – Yard Entry & Exit BUW (24 Inc) Parcels 5-10 (Area 6&7) | \$77,314.04 |
| Variable 15 – Yard Entry & Exit Balise Groups (24 Inc) Parcel 11 (Area 7, 2) | \$6,803.24 |
| Variable 16 – Parcel 8 Signalling Design MODs | \$28,695.67 |
| Variable 17 – Area 8 Data Design & Additional BUW U11 / L1 Removal | \$30,816.84 |
| Variable 18 – Parcel 2 Homely (MOD002) NIT Defects | \$98,543.87 |
| Variable 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,511.72 |
| Variable 20 – Parcel 1 Area 8 Station Park Speed Sign changes MOD004 | 76,027.07 |
| Variable 21 – 4x4F Yard Entry and Exit Balise Ground Data Design | \$16,081.00 |
| Variable 22 – Parcel 2 Revised Signalling Design (MOD003) | \$50,432.27 |
| Variable 23 – Parcel 2 Alford Line Speed Sign Changes | \$106,623.81 |
| Variable 24 – Area 8 Flood Balise Solution | -\$170,140.59 |
| Variable 25 – Parcel 7 Area 6 (MOD-003) Ambient Signalling Design Changes | \$0.00 |
| Variable 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$778,670.00 |
| Variable 27 – Parcel 5 Area 6 (MOD-002) NIT Defects Changes | \$156,183.82 |
| Variable 28 – Areas 6 & 8 – Amb Head LX MOD | \$91,306.70 |
| Variable 29 – Parcel 14 (Area 12) MOD-003 | \$53,114.44 |
| Variable 30 – Parcel 15 (Area 9, 5) (MOD-001 and COMB) IT changes | \$726,213.04 |
| Variable 31 – Parcel 17 (Area 9, 6) (MOD-001) Flagstaff and Homely | \$117,807.30 |
| Variable 32 – Parcel 5 (Area 6, 2) – NIT Defects (MOD-002, MOD-003, MOD-001) | \$211,817.84 |
| Variable 33 – Parcel 7 (Area 8, 6) – Ambient Homely IT (MOD05) | \$172,031.84 |
| Variable 34 – Parcel 5 – Area 6 Level Transition Removal (West) | \$16,077.64 |

| | |
|---|------------------------|
| Variant 15 – Porton 7 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CBSD | \$108,000.04 |
| Variant 15 – Porton 12 (Area 6.1) Data Design Changes Due to Level Transition Inheritance at St Leonard and Track Side Works CBSD | \$102,631.47 |
| Total Variant 37 – Area 6 Porton 7 NIT Modifications: | \$212,499.68 |
| Evoked Fee | \$10,892,721.09 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program ('ATP')
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 38 – SIT and Kangy Angy Maintenance Facility (KAMF)
As-Builts

TfNSW makes reference to Alstom's above referenced letter, dated 6 July 2021, where it submitted a variation proposal for the preparation and submission of SIT and KAMF final safety assurance and as-built documentation.

Further to the above, TfNSW acknowledges that the scope of as-built documentation for SIT and KAMF was excluded from scope of Services under variation no. 21 (letter ref. 6555948 dated 3 Feb 2021). As such and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 38 to Alstom as detailed below.

Scope of Variation

Provision and incorporation of the SIT and KAMF as-built documentation.

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$66,112.44 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount

Table 1

| Role | Hours | Unit Rate | Amount |
|---------------------------------|------------|------------|--------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Systems Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$66,112.44 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$26,112.14 (incl. GST) to a total value of \$10,267,517.50 (incl. GST) as detailed in Attachment A.

Date for Completion

Pursuant to clause 10.5(a) of the Agreement the additional scope of Services under this variation is to be performed under Portion 22. TNEW acknowledges to provide the as-built signalling inputs by 10 September 2021. Based on this input date, the revised Date for Completion of Portion 22 and the intermittent milestones for the submission of the Contract Milestals are as detailed in table 2:

Table 2

| Description | Date |
|------------------------------------|------------|
| TNEW Variation and Inputs | 10Sep21 |
| Portion 22-Validated Data Delivery | [REDACTED] |
| Portion 22-Accurate Mile Delivery | [REDACTED] |
| Portion 22 - Date for Completion | [REDACTED] |

TNEW requests Alstom's acceptance of this variation no. 30 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mulomben (Brighton.Mulomben@transport.nsw.gov.au).

Yours sincerely,

[REDACTED SIGNATURE]

Naifine Bourneq
Principal's Representative

Dated:

Attachment: Attachment A – Revised Fee

Variation no. 30 is accepted for and on behalf of Alstom Transport (Australia) Pty Ltd.

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,464.00 |
| Option – Data Design Resources for Area 7 | \$735,133.27 |
| Variant 1 – Reworks to Portion 1 Contract Material | \$90,447.81 |
| Variant 2 – Unproductive man hours claim (April 19 – June 19) | \$504,400.00 |
| Variant 2 – Unproductive man hours claim (July 19 – Oct 2019) | \$282,965.00 |
| Variant 4 – Amendment to Yard Entry & Exit BGS at Hornsby (Portion 2) | \$84,888.28 |
| Variant 5 – Mission Plan General on for Areas 1, 3, 7, 8 and 9 | \$52,247.40 |
| Variant 6 – Unproductive man hours claim (Nov 2019 – Feb 2020) | \$551,040.00 |
| Variant 7 – Materials to the Contract Material for Portion 1 to 4 | \$568,172.00 |
| Variant 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,871.84 |
| Variant 9 – Flood Balise Solution Areas 6, 7, 8 & 9 | \$156,177.60 |
| Variant 10 – Reworks to Contract Material Portion 11 Keynotes to BSMC | \$40,273.75 |
| Variant 11 – Yard Entry & Exit BGS Area 1 Portion 3 – Spring | \$58,851.02 |
| Variant 12 – Reworks to the Contract Material for Portion 4 – General Work to Eastwood – MOD 002 | \$100,847.01 |
| Variant 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$416,081.28 |
| Variant 14 – Yard Entry & Exit BGS (2-Link) (Portions 9-10 (Area 6&8)) | \$273,744.04 |
| Variant 15 – Yard Entry & Exit Balise Groups (2-Link) Portion 11 (Area 7, 8) | \$6,503.74 |
| Variant 16 – Portion 6 Signaling Design MODs | \$20,537.67 |
| Variant 17 – Portion 8 Data Design of Additional BGS CE1-7 LT Removal | \$50,810.81 |
| Variant 18 – Portion 2 Hornsby (MOD 002) NIT Defects | \$90,593.07 |
| Variant 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,571.78 |
| Variant 20 – Portion 1 Area 1 Station Park Speed Sign changes MOD-001 | \$0,051.07 |
| Variant 21 – 400HP Yard Entry and Exit Balise Groups Data Design | \$16,501.07 |
| Variant 22 – Portion 2 Revised Signaling Design (MOD 003) | \$50,493.27 |
| Variant 23 – Area 1 Revised Line Speed Sign Changes | \$198,626.01 |
| Variant 24 – Area 2 Flood Balise Solution | -\$138,140.00 |
| Variant 25 – Portion 7 Area 6 (MOD-000) Ambient Signaling Design Changes | \$0.00 |
| Variant 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$778,630.00 |
| Variant 27 – Portion 7 Area 6 (MOD-000) NIT Defects Changes | \$106,163.01 |
| Variant 28 – Areas 6 & 8 Pine Road LX MOD | \$0,805.70 |
| Variant 29 – Portion 14 (Area 9.2) MOD 008 | \$58,174.44 |
| Variant 30 – Area 15 (Area 6.1) MOD 001 and 08451 LT changes | \$284,276.04 |
| Variant 31 – Portion 17 (Area 8.6) (MOD-000) Engineering and Monitoring | \$117,803.30 |
| Variant 32 – Portion 8 (Area 6.2) – NIT Defects (MOD-002, MOD-003, MOD-004) | \$211,877.84 |
| Variant 33 – Area 7 (Area 9.8) – Avenue-Columba L – (CB056) | \$1,2331.94 |
| Variant 34 – Portion 3 – Area 3 Level Transition Removal (West) | \$151,677.64 |
| Variant 35 – Area 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CE00 | \$100,255.94 |

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|--|------------------------|
| Variant 25 – Section 12 (Area C.2) Data Design Changes Due to Level Transition Infrastructure at St Leonards and Creek Lane Victoria GOB25 | \$152,405.47 |
| Variant 27 – Area C Pavement 7 N.T. Road Endorse | \$717,49.67 |
| Total Variant 20 – SIT and KAMP 24-26-28 documentation | \$66,112.44 |
| Roadkill Fee | \$10,900,632.53 |



Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-8580) ("Agreement")
Subject: Variation No. 35 – Area 9 Portion 12 (CB08) Data Design Changes
Due to Modified Signalling Design

TNSW makes reference to Alstom's letter noted above, dated 19 September 2021, where Alstom submitted a variation proposal in response to TNSW's letter ref: 6619930, dated 6 September 2021, which directed Alstom to amend the Contract Material for Portion 12 to include modified Signalling Design issued via Teambinder transmittal ref: ATP-TNSW/ALS-CORR-000624, dated 3 September 2021.

Further to Alstom's letter noted above, TNSW acknowledges that the modified Signalling Design will result in modification and rework to the Contract Material for Portion 12 and constitutes a variation. As such, pursuant to clause 18.2 of the Agreement, TNSW issues this variation no. 35 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 12, as per the revised Signalling Design transmitted to Alstom via Teambinder transmittal ref: ATP-TNSW/ALS-CORR-000624, dated 3 September 2021, copy enclosed.

Variation Amount:

Pursuant to clause 18.3(b) of the Agreement, the variation amount is \$74,818.02 (and GST) as detailed in table 1 below:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|--------------|--------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| | | Total | \$74,818.02 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$74,818. 02 (excl. GST) to a total value of \$31,033,650.55 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 12 arising from this variation and the key milestones are detailed in table 2 below:

Table 2

| Activity | Milestone |
|------------------------------------|-----------|
| Portion 12 Validated Data Delivery | |
| Portion 12 Assurance Pack Delivery | |
| Portion 12 Date for Completion | |

TfNSW requests Alstom’s acceptance of this variation no. 39 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



**Nadine Bourezg
Principal’s Representative**

Dated:

*Attachments:
Attachment A – Revised Fee
TB Transmittal Ref. - ATP-TFNSW-ALS-CORR-000604*

Variation 39 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$23,438,464.81 |
| Option – Core Design Repeatability for Area 7 | \$75,173.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$10,447.44 |
| Variation 2 - Unprod. drive man hours Claim (April 19 - June 19) | \$124,420.00 |
| Variation 3 - Unproductive man-Hours Claim (July 19 - Oct 2019) | \$952,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,548.26 |
| Variation 5 - Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$12,242.10 |
| Variation 6 - Unprod. drive man hours Claim (Nov 2019 - Feb 2020) | \$631,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$528,112.92 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services - Fixed Balise Solution Areas 6, 7.2 and 9 | \$146,112.60 |
| Variation 10 - Increase in the Contract Material for Portion 11 Railcar for at 250 Volumes | \$92,273.21 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 7 Portion 3 - Upgrade | \$13,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood - MOD-003 | \$1,23,941.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$2,65,051.26 |
| Variation 14 - Yard Entry & Exit Balise Groups (C-Link) Portions 5-10 (Areas 5&6) | \$27,317.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7.2) | 16,353.24 |
| Variation 16 - Portion 8 Signaling Design MODs | \$28,935.87 |
| Variation 17 - Portion 6 Data Design of Automatic Balise Groups (A1) & 17 Level Transitions (Removed) | \$30,818.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) MIT Defects | \$96,523.87 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,915.76 |
| Variation 20 - Area 8 Portion 6 (Lowest-Cost on Park -1 Volume) Eastern Park Speed Sign changes MOD-001 | \$54,828.87 |
| Variation 21 - Kangaroo Maintenance Facility (KMF) Yard Entry and Exit Balise Groups Data Design | \$1,17,814.05 |
| Variation 22 - Portion 21 Revised Signalling Design (MOD-010) | \$40,115.27 |
| Variation 23 - Portion 8 Airport Line Speed Sign Changes | \$1,06,070.81 |
| Variation 24 - Area 9 Fixed Balise Solution | 3,30,140.95 |
| Variation 25 - Portion 7 (MOD-003) Autumn Signaling Design Changes | 80.00 |
| Variation 26 - Unproductive Man-Hours Claim (Jan 2021 - Mar 2021) | \$279,628.10 |
| Variation 27 - Portion 5 (MOD-004) MIT Defects | \$1,25,163.81 |
| Variation 28 - Portion 7 and Portion 8 - Fine Road Level Crossing | \$91,350.70 |
| Variation 29 - Portion 11 (Area 8.2) MOD-009 | 358,114.44 |
| Variation 30 - Portion 15 (Area 9.0) (MOD-001 and CB451 LT changes) | \$26,218.04 |
| Variation 31 - Area 12 (Area 6.0) (MOD-002) Harrington and Lidcombe | \$14,972.30 |
| Variation 32 - Area 8 (Area 8.2) - MIT Defects (MOD-002, MOD-003, | \$11,817.34 |

| | |
|---|------------------------|
| NDU-004) | |
| Variant 23 – Action 7 (Area 9.6) – Action Lockdown L (C0005) | \$1,239,591.54 |
| Variant 24 – Action 8 – Area 8 Level – Inboard Horizontal Wall | \$151,877.84 |
| Variant 25 – Portion 2 (Area 11) Data Design Changes Due to Level Transition Removal and Merging (C0006) | \$168,292.94 |
| Variant 26 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Inboard Side Wall (C0005) | \$132,408.47 |
| Variant 27 – Area 6 Portion 7 RT Mod End Low | \$747,485.67 |
| Variant 28 – RT and CTRP To be Routed/Documented | \$56,112.44 |
| This Variant 28 – Portion 12 Area 9 Modified Signalling Design (C0008) | \$74,810.10 |
| Revised Fee | \$31,033,650.55 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
Subject: Variation No. 40 – Area 8 Portion 9 (CB032) Data Design Changes
due to Modified Signalling Design**

TfNSW makes reference to its previous letter ref: 6598261, dated 7 June 2021, where TfNSW issued a modified AEO Design Package (CB032) of the Signalling Design for Portion 9 Area 8.2 to Alstom to amend the Contract Material for Portion 9; and Alstom's above referenced variation proposal, dated 13 September 2021, where Alstom advised that there is no cost impact to the Fee arising from this modification.

Further to the above, and pursuant to clause 16.2 of the Agreement, TfNSW issues variation no. 40 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 9, Area 8, as per the revised Signaling Design for Portion 9 transmitted to Alstom via Teambinder transmittal ref: ATP-TFNSW-ALS-TX-000316, dated 7 June 2021, copy attached.

Variation Amount:

Pursuant to clause 16.3(b) of the Agreement, the lump sum variation amount is \$0.00 as there is no impact to the Fee resulting from the changes to the Services under this variation.

Adjustment to the Fee:

There is no adjustment to the Fee and remains at a total value of \$31,033,650.55 (excl. GST) as described in Attachment A.

Date for Completion:

There is no impact to the Date for Completion of Portion 9 arising from this variation.

Infrastructure & Place

Automatic Train Protection Program
7 Harvest Street, Macquarie Park, NSW 2113
Locked Bag K659, Haymarket NSW 1240
T (02) 9200 0200
ABN: 18 804 239 602

TfNSW requests Alstom's acceptance of this variation no. 40 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely,



**Nadine Bourezg
Principal's Representative**

Dated:

Attachments:

Attachment A – Revised Fee

TB Transmittal Ref. - ATP-TFNSW-ALS-TX-000316

Variation 40 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature:  _

Name (print):  _

Position:  _

Date:  _

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Level 1 Design Receptance for Area 7 | \$75,173.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$50,447.44 |
| Variation 2 - Unprod. drive man hours Claim (April 19 - June 19) | \$524,420.00 |
| Variation 3 - Unproductive man-Hours Claim (July 19 - Oct 2019) | \$952,765.00 |
| Variation 4 - Amendment to Yard Entry and Exit Balise Groups at Hornsby (Portion 2) | \$64,548.26 |
| Variation 5 - Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.10 |
| Variation 6 - Unprod. drive man hours Claim (Nov 2019 - Feb 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$528,112.92 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services - Fixed Balise Solution Areas 6, 7, 2 and 9 | \$1,461,124.60 |
| Variation 10 - Increase in the Contract Material for Portion 11 Railcar for at 250 Volumes | \$92,273.20 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 7 Portion 3 - Upgrade | \$13,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood - MOD-003 | \$1,23,941.00 |
| Variation 13 - Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$2,65,051.26 |
| Variation 14 - Yard Entry & Exit Balise Groups (C-Link) Portions 5-10 Areas 6&9 | \$27,317.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7.2) | 36,353.24 |
| Variation 16 - Portion 8 Signaling Design MODs | \$28,935.87 |
| Variation 17 - Portion 6 Data Design of Automatic Balise Groups (A1) & 17 Level 1 installation (removed) | \$30,818.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,523.87 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 6 (Lakeside Car Park - 1 Volume) Lakeside Park Speed Sign changes MOD-001 | \$54,828.87 |
| Variation 21 - Kangaroo Maintenance Facility (KMF) Yard Entry and Exit Balise Groups Data Design | \$1,17,814.00 |
| Variation 22 - Portion 11 Revised Signalling Design (MOD-001) | \$40,115.27 |
| Variation 23 - Portion 8 Airport Line Speed Sign Changes | \$1,06,070.81 |
| Variation 24 - Area 9 Fixed Balise Solution | 3,30,140.95 |
| Variation 25 - Portion 7 (MOD-003) Autumn Signaling Design Changes | 80.00 |
| Variation 26 - Unproductive Man-Hours Claim (Jan 2021 - Mar 2021) | \$279,628.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$1,25,163.80 |
| Variation 28 - Portion 7 and Portion 8 - Fine Road Level Crossing | \$91,350.70 |
| Variation 29 - Portion 11 (Area 8.2) MOD-009 | 358,114.44 |
| Variation 30 - Portion 15 (Area 9.0) (MOD-001 and CB451 LT changes) | \$26,218.04 |
| Variation 31 - Area 17 (Area 6.0) (MOD-002) Harrington and Lakeside | \$14,972.30 |
| Variation 32 - Area 8 (Area 8.2) - NIT Defects (MOD-002, MOD-003, | \$21,817.34 |

| | |
|---|------------------------|
| NDU-004) | |
| Variation 23 – Area 7 (Area 9.0) – Avonlea Lockwood L (CB056) | \$1,239,594 |
| Variation 24 – Area 8 – Area 8 Land – Narrabri Homestead (V2011) | \$151,877,894 |
| Variation 25 – Portion 2 (Area 11) Data Design Changes Due to Level Transition Removal and Merging CB008 | \$108,292,994 |
| Variation 26 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Innes, State Victoria CB025 | \$132,408,477 |
| Variation 27 – Area 6 Portion 7 N.T. Modifications | \$717,105,671 |
| Variation 28 – S.T and CTRP Feasibility documentation | \$56,112,444 |
| Variation 29 – Portion 12 Area 9 Modified Signalling Design (CB006) | \$74,818,162 |
| This Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Cost | \$1.10 |
| Revised Fee | \$31,020,650.55 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) ('Agreement')
Subject: Variation No. 41 – Area 8 Portion 10 NIT Modifications**

TfNSW makes reference to Alstom's above referenced letter, dated 13 September 2021, where Alstom submitted a variation proposal for Portion 10 (Area 8) in response to the following TfNSW correspondence:

1. TfNSW's letter ref. 6604247, dated 1 July 2021, which directed Alstom to amend the Contract Material for Portion 10 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000336 on 30 June 2021;
2. TfNSW's letter ref. 6604717, dated 2 July 2021, which directed Alstom to amend the Contract Material for Portion 10 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000341 on 2 July 2021; and
3. TfNSW's letter ref. 6611239, dated 28 July 2021, which directed Alstom to amend the Contract Material for Portion 9 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000356 on 27 July 2021.

Further to the above, TfNSW acknowledges that the modified Signalling Design has resulted in modification and reworks to the Contract Material for Portion 10 and constitutes a variation. As such and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 41 to Alstom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 10, Area 8, to incorporate the changes in the Signaling Design transmitted to Alstom via the following Teambinder transmittals:

- Teambinder transmittals ref. ATP-TFNSW-ALS-TX-000336 issued on 30 June 2021 (copy enclosed);
- Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000341 issued on 2 July 2021 (copy enclosed); and
- Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000356 issued on 27 July 2021 (copy enclosed).

Infrastructure & Place

Automatic Train Protection Program
7 Harvest Street, Macquarie Park, NSW 2113
Locked Bag K659, Haymarket NSW 1240
T (02) 9200 0200
ABN: 18 804 239 602

Variation Amount:

Paragraph 10 clause 10.5(b) of the Agreement, the variation amount is assessed at \$228,783.82 (incl. GST) using the hourly rates under Schedule 6 of the Agreement and as amended under TNSW labor ref. 5519030 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review Project Management | | | |
| Total | | | \$228,783.82 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$228,783.82 (incl. GST) to a total value of \$91,262,434.37 (incl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Part 10 arising from this variation and the key milestones are detailed in table 2 below:

Table 2

| Activity | Milestone |
|-------------------------|-----------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TNSW requests Alstom's acceptance of this variation no. 11 by signing in the space provided below and returning a signed copy in its entirety to Brighton Automotive (Brighton@alstom.com.au or 08 9292 9600).

Yours sincerely,



Radina Boinap
Principal's Representative

Dated:

Attachment Term Sheet reference no. ATP-TTNCW-AUG-TN-00036
 (revised by Alstom on 12/08/2021) (18/08/2021 13:10:00)
 (revised by Alstom on 12/08/2021) (18/08/2021 13:10:00)

Variation 41 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$29,438,454.00 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$50,441.44 |
| Variation 2 – Unproductive man-hours Claim (April 18 – June 18) | \$204,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 2018) | \$352,705.00 |
| Variation 4 – Amendment to Yield Entry and Exit Balise Groups at Hornsby (April 17) | \$54,956.26 |
| Variation 5 – Network File Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov 2018 – Feb 2020) | \$671,040.00 |
| Variation 7 – Reworks to the Contract Material for Portion 1 (m) | \$170,112.86 |
| Variation 8 – Non-Productive Man Hours Costs (Mar 20 to May 20) | \$773,911.64 |
| Variation 9 – Revised Scope of Work cost – Load Balise Locations Areas 6, 7, 2 and 9 | \$158,112.60 |
| Variation 10 – Reworks to the Contract Material for Portion 11 Karoonda to Mt Victoria | \$92,215.24 |
| Variation 11 – Amendment to Yield Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$51,351.57 |
| Variation 12 – Deviance in the Contract Material for Portion 4 – Concord West in 1 Worksheet – M10-405 | \$139,947.03 |
| Variation 13 – Non-Productive Man Hours Costs (June 20 to Aug 20) | \$235,021.27 |
| Variation 14 – Yield Entry and Exit Balise Groups (C-Link) Portion 5-III (Area 5.6) | \$27,314.04 |
| Variation 15 – Yield Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7.2) | 16,305.24 |
| Variation 16 – Portion 6 Signalling Design MCDs | \$20,575.67 |
| Variation 17 – Portion 6 Data Design of Additional Balise Groups CB17 Local Transition Removal | \$70,016.64 |
| Variation 18 – Portion 7 Hornsby (M10-402) NIT Defects | \$46,575.87 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,515.77 |
| Variation 20 – Area 8 Portion 5 (Fairfield – Sefton Park – Liverpool) Sefton Park Speed Sign Change MCD-001 | \$1,185.07 |
| Variation 21 – Kangy Andy Maintenance Facility (KAM) Yield Entry and Exit Balise Groups Data Design | \$154,951.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MCD-009) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$138,828.91 |
| Variation 24 – Area 91 Local Balise Solution | \$136,140.56 |
| Variation 25 – Portion 2 (M10-405) Auburn Signalling Design Changes | 10.00 |
| Variation 26 – Unproductive Man Hours Claim (Jan 2021 – Mar 2021) | \$279,626.10 |
| Variation 27 – Portion 5 (MCD 002) NIT Defects | \$135,163.03 |
| Variation 28 – (Portion 7 and Portion 8 – Fair Road Local Crossing | \$91,528.70 |
| Variation 29 – Portion 14 (Area 8.2) MCD-003 | 253,114.44 |
| Variation 30 – Portion 15 (Area 8.5) (MCD-001 and CB151 LT changes) | \$76,213.04 |
| Variation 31 – Portion 17 (Area 8.6) (MCD-002) Fernington and Lidcombe | \$117,873.30 |
| Variation 32 – Portion 8 (Area 6.2) – NIT Defects (M10-402, MCD-001, M10-404) | \$311,617.84 |

| | |
|---|------------------------|
| Variation 23 – Portion 7 (Area 8 G) – Automated Interchange LTT (CB066) | \$172,231.84 |
| Variation 24 – Area 8 – Area 8 Level Transition Removal (V24) | \$151,877.84 |
| Variation 25 – Portion 7 (Area 1) Data Design Changes Due to Level Transfer Removal and Mapping (CB067) | \$108,205.04 |
| Variation 26 – Area 12 (Area 1.2) Data Design Changes Due to Level Transfer Installation at St Leonard and Track Side Works (CB068) | \$132,463.47 |
| Variation 27 – Area 6 Portion 7 NIT Modifications | \$747,405.61 |
| Variation 28 – S/T and 400kV Assets Interconnection | \$56,112.44 |
| Variation 29 – Portion 12 Area 2 Modified Signalling Design (CB069) | \$74,815.02 |
| Variation 30 – Area 8 Portion 9 (CB070) Signalling Design Change | \$0.00 |
| This Variation 40 – Area 8 Portion 10 NIT Modifications | \$223,783.02 |
| Revised Fee | \$31,782,434.37 |

Alstom Transport Australia Pty Ltd
16 Cliffrock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

**Automatic Train Protection Program (ATP)
AWS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-8580) (Agreement)
Subject: Variation No. 42 – Portion 18 Area 9.1 Level Transition Installation
Redline - Amendment to Contract Material**

TNSW refers to Alstom's above referenced letter, dated 18 December 2021, where Alstom submitted a variation proposal for Portion 18 (sub-Area 9.1) in response to TNSW's letter ref. 6593897, dated 27 May 2021, where TNSW issued the AEO approved Signaling Design for level transition installation in location

TNSW acknowledges that the referenced Signaling Design will result in modification and updates to the Contract Material for Portion 18, in particular C1202, and constitutes a variation. As such and pursuant to clause 10.2 of the Agreement, TNSW issues variation no. 42 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 18 (sub-Area 9.1), under the Signaling Design for Portion 18 submitted to Alstom via Tender/contract Particulars of ATP-TNSW-AWS-1X-00278 on 21 March 2021, copy attached.

Variation Amount:

Pursuant to clause 10.5(b) of the Agreement, the variation amount is assessed at \$58,158.00, using the hourly rates listed under Schedule 5 of the Agreement and the estimated costs TNSW letter ref. 6593897 dated 27 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Rate | Amount |
|-------------------------------|------------|--------------|--------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Functional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Team Management | [REDACTED] | [REDACTED] | [REDACTED] |
| | | Total | \$58,158.00 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$58,158.70 (excl. GST) to a total value of \$31,320,593.07 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 18 arising from this variation and the key milestones are detailed in table 2 below:

Table 2

| Activity | Milestone |
|------------------------------------|------------|
| Portion 18 Validated Data Delivery | [REDACTED] |
| Portion 18 Assurance Pack Delivery | [REDACTED] |
| Portion 18 Date for Completion | [REDACTED] |

TfNSW requests Alstom’s acceptance of this variation no. 42 by signing in the space provided below and returning a signed copy in its entirety to Brighton Mutombeni (Brighton.Mutombeni@transport.nsw.gov.au).

Yours sincerely

[REDACTED SIGNATURE]

Nadine Bourezg
Principal’s Representative

Dated:

Attachments:
Attachment A – Revised Fee
TB Transmittal Ref. - ATP-TFNSW-ALS-TX-000278

Variation 42 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$23,470,407.00 |
| Option – Data Design Resources for Area 7 | \$735,120.00 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$50,447.44 |
| Variation 2 – Unproductive man-hours Claim (April 19 – June 15) | \$934,420.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 2018) | \$102,785.00 |
| Variation 4 – Amendment to Yard Entry and Exit Balise Groups at Hornsby (N1 on 2) | \$11,568.00 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov 2018 – Feb 2020) | \$651,040.00 |
| Variation 7 – Reworks to the Contract Material for Portion 1 to 4 | \$138,112.90 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$733,011.04 |
| Variation 9 – Revised Scope of Services – Fixed Balise Solution Areas 6, 7, 8 and 9 | \$156,142.60 |
| Variation 10 – Reverts to the Contract Material for Portion 11 Kempah to Bt Midlands | \$52,278.28 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups, Area 1 Portion 5 – Epping | \$58,851.56 |
| Variation 12 – Reverts to the Contract Material for Portion 4 – Central West to Eastwood – MOD-003 | \$10,847.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$105,051.24 |
| Variation 14 – Yard Entry & Exit Balise Groups (C-Link) For Jura 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7,7) | \$8,303.24 |
| Variation 16 – Portion 6 Signalling Design MODs | \$18,515.67 |
| Variation 17 – Portion 6 Data Design of Additional Balise Groups CB/17 Level Transition Removal | \$30,818.84 |
| Variation 18 – Portion 2 Hornsby (MOD-001) N1 Defects | \$18,515.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Mar 2020) | \$102,515.76 |
| Variation 20 – Area 7 Portion 7 (Fairfield- Serton Park – Liverpool) Serton Park Speed Sign changes MOD 001 | \$54,858.87 |
| Variation 21 – Kangy Ango Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$15,551.00 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD 001) | \$30,133.27 |
| Variation 23 – Portion 8 Airport Line Speed Sign Changes | \$16,620.81 |
| Variation 24 – Area 9 Fixed Balise Solution | \$138,140.90 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$128,036.10 |
| Variation 27 – Portion 5 (MOD-001) N1 Defects | \$125,103.00 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,350.70 |
| Variation 29 – Area 14 (Area 8.2) MOD 005 | \$58,114.44 |
| Variation 30 – Portion 15 (Area 6.4) (MOD-001 and CB45) LT changes | \$24,213.04 |
| Variation 31 – Portion 17 (Area 6.6) (MOD-001) Farrington and Liddon | \$147,873.30 |
| Variation 32 – Area 8 (Area 8.2) – N1 Defects (MOD-002, MOD-002, MOD 004) | \$111,617.34 |

| | |
|---|------------------------|
| Variation 33 – Portion 7 (Area 8 G) – Automated Interchange LTT (CB266) | \$172,331.84 |
| Variation 34 – Area 8 – Area 8 Level Transition Removal (VWall) | \$151,877.84 |
| Variation 35 – Portion 7 (Area 1) Data Design Changes Due to Level Transition Removal and Mapping (CB267) | \$108,205.04 |
| Variation 36 – Area 12 (Area 1.2) Data Design Changes Due to Level Transition Installation at St Leonard and Track Side Works (CB268) | \$132,463.47 |
| Variation 37 – Area 6 Portion 7 N/T Road End Line | \$747,405.61 |
| Variation 38 – S/T and 400kV Assets Interconnection | \$56,112.44 |
| Variation 39 – Portion 12 Area 2 Modified Signalling Design (CB269) | \$74,815.02 |
| Variation 40 – Area 8 Portion 9 (CB270) Signalling Design Change | \$0.00 |
| Variation 41 – Area 3 Portion 10 N/T Modifications | \$223,753.47 |
| This Variation 42 – Portion 18 – Area 9 Radform (CB272) – Level Transition | \$58,535.43 |
| Revised Fee | \$11,320,593.07 |

Abdom Transport Australia Pty Ltd
 16 Cliffrock Avenue,
 North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED],

Automatic Train Protection Program (ATP)
 ANB Area 1, 6, 7, 8 and 9 Trackside Data Design (BD-17-6560) (Agreement)
 Subject: Variation No. 43 – Area 8 Portion 8 MIT Modifications

TfNSW makes reference to Abdom's above referenced letter, dated 19 September 2021, where Abdom submitted a variation proposal for Portion 8 (Area 8) in response to the TfNSW's letter ref. 626/634 dated 7 July 2021, which covered Abdom to amend its Contract Material for Portion 8 arising from the modified Signaling Design issued via Transimail Transimail ref. ATP-TFNSW-AT 626/634/NSC issued on 30 June 2021.

Further to the above, TfNSW acknowledges that the modified Signaling Design has resulted in modification and revisions to the Contract Material for Portion 8 and constitutes a variation. As such and pursuant to clause 17.2 of the Agreement TfNSW issues this variation no. 43 to Abdom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 8, Area 8, to incorporate the changes in the Signaling Design Transimail to Abdom via Transimail transimail ref ATP-TFNSW-AT 626/634/NSC issued on 30 June 2021 (copy attached).

Variation Amount:

Pursuant to clause 16.5(b) of the Agreement, the variation amount is assessed at \$60,747.74 (word: SIXTY) using the hourly rates under Schedule G of the Agreement and as attended under TfNSW letter ref. 626/634 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|-------------------------------|------------|--------------|-------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Functional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Team Management | [REDACTED] | [REDACTED] | [REDACTED] |
| | | Total | 560,747.74 |

Adjustment to the Fee:

The Fee is adjusted by a lump sum amount of \$20,747,74 (incl. GST) to a total value of \$11,581,340 (incl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 2 arising from this variation and the key milestones are detailed in Table 2 below:

Table 2

| Activity | Milestone |
|-------------------------|------------|
| Delivered Draw Delivery | [REDACTED] |
| Assembled Pack Delivery | [REDACTED] |
| Date for Completion | [REDACTED] |

TIN&V requests Axiom's acceptance of this variation no. 43 by signing in the space provided below and returning a signed copy in its entirety to Brighton Hutchinson (Brighton.Hutchinson@transport.nsw.gov.au).

Yours sincerely,

[REDACTED SIGNATURE]

Nadine Bourzig
Principal's Representative

Date:

Attachment A: Variation No. 43 - Axiom Fly Hire - Axiom Fly Hire

Variation 43 is accepted for and on behalf of Axiom Transport Australia Pty Ltd

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$29,438,454.00 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$50,441.44 |
| Variation 2 – Unproductive man-hours Claim (April 18 – June 18) | \$24,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 2018) | \$352,705.00 |
| Variation 4 – Amendment to Yield Links and Link Release Groups of Electricity (April 17) | \$54,956.25 |
| Variation 5 – Network File Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov 2018 – Feb 2020) | \$61,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 7 | \$10,112.85 |
| Variation 8 – Non-Productive Man Hours Costs (Mar 20 to May 20) | \$773,911.64 |
| Variation 9 – Revised Scope of Work cost – Load Release Portion Areas 6, 7, 2 and 5 | \$1,58,112.60 |
| Variation 10 – Reworks to the Contract Material for Portion 11 Karoomba to Mt Victoria | \$92,215.24 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.57 |
| Variation 12 – Deviance in the Contract Material for Portion 4 – Concord West in 1. Released – MDD-405 | \$1,09,947.03 |
| Variation 13 – Non-Productive Man Hours Costs (June 20 to Aug 20) | \$235,021.27 |
| Variation 14 – Yield Links & Link Release Groups (C-Link) Portion 5-III (Area 5.6) | \$27,314.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (C-Link) Portion 11 (Area 7.2) | 16,305.24 |
| Variation 16 – Portion 6 Signalling Design MODs | \$20,575.67 |
| Variation 17 – Portion 6 Data Design of Midland Balise Groups CB-17 Load Transition Removal | \$70,016.64 |
| Variation 18 – Portion 7 Electricity (MDD-002) NIT Defects | \$46,575.87 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,515.77 |
| Variation 20 – Area 8 Portion 8 (Fairfield – Sefton Park – Liverpool) Sefton Park Speed Sign Changes MOD-001 | \$1,115.07 |
| Variation 21 – Kangy Andy Maintenance Facility (KAM) Yard Entry and Exit Balise Groups Data Design | \$1,64,951.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-009) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$1,08,828.91 |
| Variation 24 – Area 9 Load Release Solution | \$1,36,140.56 |
| Variation 25 – Portion 7 (MDD-405) Autumn Signalling Design Changes | 10.00 |
| Variation 26 – Unproductive Man Hours Claim (Jan 2021 – Mar 2021) | \$279,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$1,35,163.03 |
| Variation 28 – (Portion 7 and Portion 8 – Fair Road Load Crossing | \$91,328.70 |
| Variation 29 – Portion 14 (Area 8.2) MOD-003 | 253,114.44 |
| Variation 30 – Portion 15 (Area 8.5) (MOD-001 and CB451 LT changes) | \$76,213.04 |
| Variation 31 – Portion 17 (Area 8.6) (MOD-002) Fernington and Lidcombe | \$117,873.30 |
| Variation 32 – Portion 8 (Area 6.7) – NIT Defects (MDD-002, MOD-003, MDD-004) | \$311,617.84 |

| | |
|--|------------------------|
| variation 33 – Portion 7 (Area 6) – Automated Train Control (CBT6) | \$172,231.84 |
| variation 34 – Area 5/ Area 6 Level Transfer Horizontal (CB6) | \$151,877.84 |
| variation 35 – Portion 7 (Area 7) Data Design Changes Due to Level Transfer Horizontal and Mapping (CB6) | \$108,205.04 |
| variation 36 – Area 12 (Area 9.2) Data Design Changes Due to Level Transfer Installation at St Leonard and Track Side Works (CB12) | \$132,463.47 |
| variation 37 – Area 6 Portion 7 NT Modifications | \$747,405.61 |
| variation 38 – S/T and 400V As-built documentation | \$56,112.44 |
| variation 39 – Portion 12 Area 2 Modified Signalling Design (CB08) | \$74,815.02 |
| variation 40 – Area 8 Portion 9 (CB02) Signalling Design Change | \$0.00 |
| variation 41 – Area 3 Portion 10 NT Modifications | \$223,753.81 |
| variation 42 – Portion 10 Area 3 Redfern (CB07) – Level Transfer | \$51,155.70 |
| Total Variation 43 – Portion 8 Area 9 (CB22) NT Modifications | \$63,747.74 |
| Rollback Fee | \$31,361,349.81 |

Alstom Transport Australia Pty Ltd
 10 G Fooks Avenue,
 North Ryde, NSW 2113

Attn: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
 AWS Area 1, 8, 7, 8 and 9 Trackside Data Design (SD-114580) (Agreement)
 Subject: Variation No. 44 - Portion 7 - Area 8 Harris Park & Murrumbidgee Design
 Modifications (MOD-100 & MOD-111)

THISV makes reference to Alstom's above referenced letter dated 11 November 2021 where Alstom submitted a variation proposal for Portion 7 of the ATP in response to TNS&T's correspondence letter ref. 6731674, dated 12 October 2021, where TNS&T directed Alstom to amend the Contract Material for Portion 7 arising from the modified Signalling Design issued via numbered item (a) in the ATP-TPNSA-01-0000000-0000000 on 2 October 2021.

Further to the above, TNS&T acknowledges that the modified Signalling Design has resulted in modification and rework to the Contract Material for Portion 7 and constitutes a variation pursuant to clause 18.2 of the Agreement. TNS&T issues this variation no. 44 to Alstom as detailed below.

Scope of Variation:

Amend the Contract Material for Portion 7, Area 8, as per the revised Signalling Design furnished to Alstom via TenderBinder referenced ref. ATP-TPNSA-01-0000000-0000000 issued on 2 October 2021 (copy attached).

Variation Amount:

Pursuant to clause 18.2(c) of the Agreement, the variation amount is assessed at \$135,813.17 (incl. GST) using the hourly rates under Schedule 5 of the Agreement and as an added order TNS&T letter ref. 6680290 dated 12 May 2021. Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Unit Rate | Amount |
|---------------------------------|------------|--------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| | | Total | \$135,813.17 |

Adjustment to the Fee:

The Fee is adjusted by a final sum amount of \$125,218.12 (incl. GST) to a total value of \$2,517,270.00 (incl. GST) as detailed in Attachment A.

Date for Completion:

The Impact to the Date for Completion of Section 7 arising from this variation and the key milestones are detailed in table 2 below.

Table 2

| Activity | Milestone |
|------------------------|------------|
| Validate Data Delivery | [REDACTED] |
| Finance Pack Delivery | [REDACTED] |
| Date for Completion | [REDACTED] |

TRBVA requests Axioma acceptance of this variation (no. 44) by signing in the space provided below and returning a signed copy in its entirety to Eriqsson Kutumben (E) at eriqsson.kutumben@transportnsw.gov.au.

Yours sincerely,

[REDACTED]

Alex Karman
Principal's Representative

Date:

Variation 44 is accepted for and on behalf of Axiom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment 6 - Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,408,464.00 |
| Option – Data Design Resources for Area 7 | \$775,473.70 |
| Variable 1 – Extension to Portion 4 Control Mats | 700,177.44 |
| Variable 2 – Unproductive man hours claim (April 18 – June 18) | \$70,400.00 |
| Variable 3 – Unproductive man hours claim (July 19 – Oct 2019) | \$362,700.00 |
| Variable 4 – Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | 167,600.00 |
| Variable 5 – Emission Free Demonstration for Areas 1, 5, 7, 8 and 9 | 252,242.40 |
| Variable 6 – Unproductive man-hours claim (Jan 2019 – Feb 2020) | \$551,040.00 |
| Variable 7 – Extension to the Control Mats for Portions 1 to 4 | \$770,417.85 |
| Variable 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$773,811.84 |
| Variable 9 – Revised Basis of Services – Field Balise Solutions Areas 0, 7, 2 and 8 | \$156,112.80 |
| Variable 10 – Reverts to the Control Mats for Portion 11 (Known to be MT Mats) | 292,203.20 |
| Variable 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 5 – Portals | 255,367.00 |
| Variable 12 – Reverts to the Control Mats for Portion 4 – Control Mats to Database – MOD-001 | \$105,947.00 |
| Variable 13 – Non-Productive Man-Hour Costs (June 10 to Aug 20) | \$775,001.71 |
| Variable 14 – Yard Entry & Exit Balise Groups (2 Lines) Portals 9-10 (Areas 7&8) | 227,314.04 |
| Variable 15 – Yard Entry & Exit Balise Groups (2 Lines) Portion 11 (Area 7-2) | 58,303.24 |
| Variable 16 – Portals 6 Signalling Design MODs | 720,507.67 |
| Variable 17 – Portion 6 Data Design of Additional Balise Groups CB17 Level Transition Removal | 230,816.84 |
| Variable 18 – Portion 2 Hornsby (MOD-002) NIT Deletions | 200,589.07 |
| Variable 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$502,515.75 |
| Variable 20 – Area 8 Portion 8 (The Field – Sutton Park – Liverpool) Sutton Park Speed Sign changes MOD-001 | 707,651.07 |
| Variable 21 – Kings Ferry Maintenance Yard (KFMH) Yard Entry and Exit Balise Groups Data Design | \$124,507.00 |
| Variable 22 – Area 2 Revised Signalling Design (MOD-003) | 250,452.27 |
| Variable 23 – Portion 3 Airport Line Speed Sign Changes | \$106,203.81 |
| Variable 24 – Area 5 Fibred Balise Solution | -5170,140.55 |
| Variable 25 – Portion 7 (MOD-077) Auburn Signalling Design Changes | \$0.00 |
| Variable 26 – Unproductive Man Hours Claim – Jan 2021 – Mar 2021 | \$270,000.10 |
| Variable 27 – Portion 5 (MOD-002) NIT Deletions | \$135,182.82 |
| Variable 28 – Area 7 and Portion 5 – Final Phase Level Crossing | 291,295.70 |
| Variable 29 – Portion 11 (Area 8-3) MOD-700 | 770,417.44 |
| Variable 30 – Portion 15 (Area 9-0) (MOD-001 and CB15) LT changes) | \$208,218.04 |

| | |
|--|------------------------|
| Variation 31 – Portion 17 (Area 6 G) (MCD-007) Farrington and Eldon | \$117,873.35 |
| Variation 32 – Portion 8 (Area 0 2) – NT Defects (MCD-002, MCD-003, MCD-011) | \$211,517.34 |
| Variation 33 – Portion 7 (Area 6 G) – Automated Interchange LT (CBT06) | \$172,231.94 |
| Variation 34 – Area 8 Area 8 Level Transition Removal (Area 8) | \$151,517.64 |
| Variation 35 – Area 1 (Area 1) Data Design Changes Due to Level Transition Removal and Merging (CB09) | \$100,209.94 |
| Variation 36 – Area 12 (Area 0.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Side Works (CB05) | \$172,481.47 |
| Variation 37 – Area 8 Portion 7 NT Modifications | \$212,480.86 |
| Variation 38 – S T and K&N Ashby 8 documentation | \$26,117.44 |
| Variation 39 – Portion 12 Area 8 Modified Signalling Design (CB000) | \$74,010.07 |
| Variation 40 – Area 8 Portion 9 (CB037) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NT Modifications | \$228,755.82 |
| Variation 42 – Area 18 Area 2 Medium (CB002) – Level Transition | \$62,155.62 |
| Variation 43 – Area 8 Area 8 (CB022) NT Modifications | \$62,147.74 |
| Total Variation 01 – Portion 7 Area 8 Home Park & Merrylands (MCD-008 & MCD-011) | \$105,813.17 |
| Rocked Fee | \$11,517,209.91 |

ATP Letter Ref: 6655358

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580)
**Subject: Variation No. 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops-
Amount Determination**

TfNSW makes reference to Alstom's above referenced letter dated 14 February 2022, where Alstom submitted a variation proposal for Portion 23 Area 3 and Area 6 ETCS Train Stops in response to:

1. TfNSW's letter ref. 6643131, dated 19 November 2021, where it directed Alstom to create a new Separable Portion, Portion 23 and to include the scope of Services including but not limited to the preparation of data design and submission of as-built documentation for the ETCS train stops at signal locations 36.5 and 80.8 and provide the Contract Material for new Portion 23 as per the Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000403, ATP-TFNSW-ALS-TX-000390 and ATP-TFNSW-ALS-TX-000391 on 18 November and 21 October 2021; and
2. TfNSW's letter ref. 6644468, dated 26 November 2021, where it directed Alstom to amend the Contract Material for Portion 23 to incorporate the modified AEO Design Package (MOD-003) issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000410 on 25 November 2021.

Further to Alstom's letter noted above, pursuant to clause 16.2 of the Agreement, TfNSW re-issues this variation no. 45 with an agreed adjustment to the Fee as detailed below:

Scope of Variation

Alstom to provide the scope of Services for the ETCS Train Stops at signal locations 36.5 (Area 6) and 80.8 (Area 3), including but not limited to:

- Preparation of data design;
 - Submission of as-built documentation; and
- Provision of the Contract Material for Portion 23, (Area 3 & Area 6) ETCS train stops, as per the Signalling Design issued via abovementioned TeamBinder transmittals.

Further, TfNSW summarises in table 1 below the number of balise groups impacted due to this Variation Order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| Area 3 CB121 | 3 |
| Area 6 CB083 | 2 |
| Total | 5 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$133,513.52 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|--|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Converted Database for CB064, CB066, CB067 & CB117 | | | |
| Total Variation Amount | | | \$133,513.52 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$133,513.52 (excl. GST) to a total value of \$32,917,318.55 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 23 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|---------------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Portion 23 -Date for Completion | |

Please feel free to contact Mr Matthieu Thomas for any clarification on this subject matter.



TfNSW requests Alstom's acceptance of this variation no. 45 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.jpseph@transport.nsw.gov.au)

Yours sincerely,

[Redacted signature]

Alia Karaman
Principal's Representative

Dated:

Attachments:

- TeamBinder transmittal number ATP-TFNSW-ALS-TX-000403
- TeamBinder transmittal number ATP-TFNSW-ALS-TX-000390
- TeamBinder transmittal number ATP-TFNSW-ALS-TX-000391
- TeamBinder transmittal number ATP-TFNSW-ALS-TX-000410

Variation 45 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted]

Name (print): [Redacted]

Position: [Redacted]

Date: [Redacted]

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |

| | |
|--|------------------------|
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.88 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| This Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 18 Area 9 Design Modifications (MOD005) | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Revised Fee | \$32,917,318.55 |

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 46 – Portion 5 Area 6 NIT Defects Modification and Level
Transition Removal**

TfNSW makes reference to the following correspondence regarding the subject matter:

- Alstom's above referenced letter, dated 19 November 2021, where it submitted a variation proposal for Network Integration Testing (NIT) defects modification and Level Transition removal in Area 6;
- TfNSW's letter ref. 6607024, dated 27 July 2021, where it issued Variation No. 34 for Alstom to amend the Contract Material for Portion 5 arising from Level Transition removal package issued via TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000310 on 28 May 2021; and
- TfNSW's letter ref. 6623392, dated 14 September 2021, where it directed Alstom to comply with the modified Signalling Design for Portion 5, incorporating speed sign changes at Blacktown issued via TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000380 on 10 September 2021.

TfNSW acknowledges that the afore-noted modified Signalling Package dated 14 September 2021, has resulted in reworks to the Contract Material for Portion 5, including the Level Transition removal package previously submitted by Alstom under letter ref. 0879-AMS-TRK19. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 46 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 5, Area 6, as per modified Signalling Design issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000380.

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$138,922.20 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | █ | █ █ | █ █ |
| Data Preparation Manager | █ | █ █ | █ █ |
| Data Validation Engineer | █ | █ █ | █ █ |
| Data Validation Manager | █ | █ █ | █ █ |
| System Assurance | █ | █ █ | █ █ |
| Independent Professional Review | █ | █ █ | █ █ |
| Design Management | █ | █ █ | █ █ |
| Total Variation Amount | | | \$ 138,822.20 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$138,822.20 (see Table 1) to a total value of \$51,086,187.15 (see KPI) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Section 5 arising from the variation and the key milestones are detailed in Table 2 below.

Table 2

| Description | Date |
|---------------------------------------|----------|
| Validated Data Delivery (IT Network) | █ |
| Validated Data Delivery (LT Removal) | █ 1 |
| Assurance Field Delivery (IT Network) | █ |
| Assurance Field Delivery (LT Removal) | █ |
| Date for Completion | █ |

THS requests Airside's acceptance of this variation no. 40 by signing in the space provided below and returning a signed copy in the Airside to Transport Australia Pty Ltd (Program Manager) at thomas.kilmer@transportaustralia.gov.au

Your sincere,

█

Alia Karaman
Principal's Representative

Date: 23/12/21

Variation 40 is accepted for and on behalf of Airside Transport Australia Pty Ltd

Signature: █

Name (print): █

Position: █

Date: █

Attachment A – Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$29,438,464.00 |
| Uplift – Core Search Expenses for Area 7 | \$15,173.20 |
| Variation 1 - Removal to Position 1 Contract Material | \$50,447.44 |
| Variation 2 - Unprod. d/w man-hours claim (April 18 – June 19) | \$12,470.00 |

| | |
|---|---------------|
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kanga Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |

| | |
|---|------------------------|
| Variation 33 – Portion 7 (Area 9.6) Autumn Upgrade LT (CB090) | \$172,031.94 |
| Variation 34 – Portion 3 Area 8 Level Transition Removal (NSW) | \$151,827.64 |
| Variation 35 – Portion 2 (Area 11) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,250.94 |
| Variation 36 – Portion 12 (Area 9.5) Data Design Changes Due to Level Transition Removal at Glenworth and Track Saw Works CB005 | \$132,438.47 |
| Variation 37 – Area 8 Portion 7 NIT Mod Features | \$212,450.68 |
| Variation 38 – IAT and KAM – Ax4: 81 documentation | \$16,112.14 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,518.02 |
| Variation 40 – Area 6 Portion 8 (CB002) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modified area | \$228,789.82 |
| Variation 42 – Portion 15 Area 8 System (CB010) – Level Transition | 751,150.70 |
| Variation 43 – Portion 8 Area 9 (CB002) NIT Modified area | 181,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MCD-030 & MCD-011) | \$135,918.12 |
| Variation 45 – Portion 15 Area 3 & Area K1 – CG Train Stops | 1.14 |
| This Variation 48 – Portion 3 Area 8 NIT Defects Modification and Level Transition Removal | \$130,522.20 |
| Railroad Fee | \$20,656,184.43 |

Astom Transport Australia Pty Ltd
10 Griffith Avenue
North Ryde NSW 2113

Attn: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 8, 9, T, 8 and 9 Trackside Data Design (SD-17-050) (Agreement)
Subject: Variation No. 47 – Portion 18 Area 9 – Design Modifications MOD-005

TfNSW makes reference to Astom's letter referenced above, dated 18 November 2021 where it submitted a work on proposal for Portion 18, Area 9, in response to TfNSW's letter ref. 6625061, dated 28 September 2021, directing Astom to comply with modified Signalling Design (MOD 005) issued via TeamBinder transmittal ref. ATF TFNSW ALS TX 00394 dated 28 September 2021.

TfNSW acknowledges that the modified Signalling Design (MOD 005) noted above has caused impacts to the Contract Material for Portion 18 resulting in additional to the scope of Services. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 47 to Astom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 18, Area 9, as per the modified Signalling Design (MOD 005) transmitted via TeamBinder Transmittal ref. ATF TFNSW ALS TX 00394 dated 28 September 2021 (copy enclosed).

Variation Amount:

Pursuant to clause 16.9 (c) of the Agreement, variation amount assessed at \$505,693.38 (incl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 669030 dated 12 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|----------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | \$ 505,693.38 |

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23 470 454.00 |
| Option – Data Design Resources for Area 7 | \$735 123.20 |
| Variation 1 – Reworks to Formwork Contract Material | \$911 747.14 |
| Variation 2 – Unproductive man hours Claim (April 19 – June 19) | \$504 400.00 |
| Variation 3 – Unproductive man hours Claim (July 19 – Oct 2019) | \$352 755.00 |
| Variation 4 – Amendment to Yard Entry & Exit Balise Groups of Homsey (Portion 2) | \$54 908.26 |
| Variation 5 – Missed File Construction for Areas 1, 6, 7, 8 and 9 | \$52 242.40 |
| Variation 6 – Unproductive man hours Claim (Nov/ 2019 – Feb/ 2020) | \$671 040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$570 112.85 |
| Variation 8 – Non Productive Man Hours Costs (Mar/ 20 to May/ 20) | \$770 011.04 |
| Variation 9 – Revised Scope of Services – Fixed Balise Solution Areas 6, 7, 2 and 8 | \$136 112.00 |
| Variation 10 – Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$50 275.20 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 Epping | \$53 351.50 |
| Variation 12 – Reworks to the Contract Material for Portion 4 Concord West In Freshwood – MCO-007 | \$103 947.00 |
| Variation 13 – Non Productive Man Hours Costs (June/ 20 to Aug/ 20) | \$200 051.20 |
| Variation 14 – Yard Entry & Exit Balise Groups (C/Link) Portion 10 (Area 8&c) | \$27 314.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (C/Link) Portion 11 (Area 7 & 2) | \$6 300.24 |
| Variation 16 – Portions 6 Signalling Design MCOs | \$20 575.07 |
| Variation 17 – Portion 6 Data Design of Additional Balise Groups D1117 Level 1 – Portion 6 Homsey | \$10 816.64 |
| Variation 18 – Portion 2 Homsey (MCO-002) NIT Defects | \$56 533.97 |
| Variation 19 – Non Productive Man Hours Costs (Sep/ 20 to Oct/ 2020) | \$52 575.76 |
| Variation 20 – Area 5 Portion 5 (Fairview – Sutton Park – Liverpool) Sutton Park Speed Sign changes MCO-001 | \$51 855.60 |
| Variation 21 – Kongy Kongy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$154 551.00 |
| Variation 22 – Portion 2 Revised Signalling – Level 1 (MCO-001) | \$50 735.20 |
| Variation 23 – Portion 5 Airport Line Speed Sign Changes | \$106 620.91 |
| Variation 24 – Area 9 Fixed Balise Solution | \$138 140.00 |
| Variation 25 – Portion 7 (MCO-005) Assen – Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man Hours Claim – Jan 2021 – Mar 2021 | \$279 626.10 |
| Variation 27 – Portion 5 (MCO-002) NIT Defects | \$135 150.00 |
| Variation 28 – Portion 7 and Portion 8 – Fine Road Level Crossing | \$51 350.70 |
| Variation 29 – Portion 11 (Area 9.2) MCO-005 | \$53 111.14 |
| Variation 30 – Portion 15 (Area 9.5) (MCO-001 and CB48) LT changes | \$254 218.04 |
| Variation 31 – Portion 17 (Area 9.5) (MCO-002) Flemington and Uxbridge | \$147 973.30 |

| | |
|--|------------------------|
| Variation 32 – Portion 6 (Area 6.7) – NIT Details (NCD-010, NCD-011, NCD-014) | \$311 017.34 |
| Variation 33 – Portion 7 (Area 9.6) – Auburn Locomotive LT (CB095) | \$172 931.94 |
| Variation 34 – Portion 2 (Area 6 Level Transition Removal (West) | \$1 01 677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108 259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation of St Leonard and Track Blow Works CB000 | \$132 738.77 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$712 479.67 |
| Variation 38 – BIT and KAMP As built documentation | \$56 112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB005) | \$74 010.02 |
| Variation 40 – Area 0 Portion 8 (CB002) Signalling Design Chan | 30.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$218 463.80 |
| Variation 42 – Portion 18 Area 9 Reform (CB202) Level Transition | \$08 128.70 |
| Variation 43 – Portion 8 Area 9 (CB102) NIT Modifications | \$88 741.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Marylands (NCD 008 & NCD 011) | \$135 918.12 |
| Variation No. 45 – Portion 20 Area 5 & Area 6 ETCB Train Stops | TBA |
| Variation 46 – Portion 5 Area 9 NIT Details Modification and Level Transition Removal | \$138 972.26 |
| This Variation 47 – Portion 18 Area 9 – Design Modifications MOD-005 | \$508 683.38 |
| Revised Fee | \$32,184,074.50 |

Abdom Ref: [REDACTED]

Abdom: Transport Australia Pty Ltd
16 G Street Avenue,
North Ryde, NSW 2113

Abdom: [REDACTED]

TA: [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 5, 7, 8 and 9 Trackside Data Design (SD-17-0500) (Agreement)
Subject: Variation No. 48 – Portion 10 Area 8 Leppington Signalling
Modifications**

TNSW issues a variation to Abdom's letter referenced above, dated 10 November 2021, where it described a variation proposal for Portion 10, Area 8. In response to TNSW's letter ref. 0672417, dated 22 October 2021, directing Abdom to comply with modified Signalling Design (SD-17-0500) issued via a memorandum transmittal ref. A11-11857-AL5-00005-00002, dated 19 October 2021.

TNSW acknowledges that the above-named modified Signalling Design dated 22 October 2021, has resulted in a variation to the Contract Material for Portion 10, for work and pursuant to clause 10.2 of the Agreement. TNSW issues this variation no. 48 to Abdom as detailed below:

Scope of Variation:

Amend the Contract Material for Portion 10, Area 8, as per the modified Signalling Design referenced via a memorandum transmittal ref. A11-11857-AL5-00005-00002, dated 19 October 2021 (copy attached).

Variation Amount:

Pursuant to clause 10.2 (b) of the Agreement, variation amount assessed at \$127,627.02 (incl. GST) using the hourly rates under Schedule 6 of the Agreement, and as provided under TNSW letter ref. 0768020 dated 17 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|---------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assistant | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Division Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total | | | 3 127,627.02 |

Attachment A – Revised Fee

| Description | Value |
|--|-------------------|
| Original Fee | \$701,078,707.191 |
| Option – Data Design Resources for Area 7 | \$735,120.00 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$60,447.44 |
| Variation 2 – Unproductive man hours Claim (April 19 – June 19) | \$024,400.00 |
| Variation 3 – Unproductive man hours Claim (July 19 – Oct 2019) | \$352,755.00 |
| Variation 4 – Amendment to Yard Entry & Exit Balise Groups at Homsey (Portion 2) | \$61,568.26 |
| Variation 5 – Max out Fees Generation for Areas 1, 6, 7, 8 and 9 | \$12,242.10 |
| Variation 6 – Unproductive man hours Claim (Nov 2019 – Feb 2020) | \$01,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$08,112.95 |
| Variation 8 – Non-Standard Work Items Costs (Mar 20 to May 20) | \$73,811.84 |
| Variation 9 – Revised Scope of Services – Fixed Balise Solution Areas 6, 7, 2 and 8 | \$126,112.00 |
| Variation 10 – Reworks to the Contract Material for Portion 11 Kazoomba to NTV Jct | \$62,275.28 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.50 |
| Variation 12 – Reworks to the Contract Material for Portion 4 – Clonsilla West to Liverpool – MOD-041 | \$103,047.03 |
| Variation 13 – Non Productive Man Hours Costs (June 20 to Aug 20) | \$205,051.25 |
| Variation 14 – Yard Entry & Exit Balise Groups (Q-Link) Portion 6-10 (Areas 6&6) | \$27,311.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | 16,305.24 |
| Variation 16 – Portions 6 Signalling Design MODs | \$20,575.07 |
| Variation 17 – Portion 6 Data Design of Additional Balise Groups (L1117 Level – manufacture & install) | \$10,010.04 |
| Variation 18 – Portion 2 Homsey (MOD-002) NIT Defects | \$56,533.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$62,515.76 |
| Variation 20 – Area 9 Portion 9 (Fairfield – Giffon Park – Liverpool – Giffon Park Speed Sign changes MOD-001) | \$4,455.60 |
| Variation 21 – Kangy Argy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,561.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-002) | \$50,435.27 |
| Variation 23 – Portion 8 Airport Line Speed Sign Changes | \$106,678.81 |
| Variation 24 – Area 9 Fixed Balise Solution | \$130,140.59 |
| Variation 25 – Portion 7 (MOD-003) Airport Signalling Design Changes | 50.00 |
| Variation 26 – Unproductive Man Hours Claim – Jan 2021 – Mar 2021 | \$278,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$125,150.00 |
| Variation 28 – Portion 7 and Portion 9 – Fine Road Level Crossing | \$61,266.00 |
| Variation 29 – Portion 14 (Area 9.2) MOD-008 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.3) (MOD-001 and CB45 – LT changes) | \$24,210.04 |

| | |
|--|------------------------|
| Variation 0 – Porton 17 (Area 5.3) (MOD-002) Flemington and Uncombe | \$147,870.00 |
| Variation 02 – Porton 6 (Area 6.2) – NIT Defects (MOD-002, MOD-003, MOD-004) | \$211,817.94 |
| Variation 03 – Porton 7 (Area 8.0) – Access 4 (Access 1) (CB006) | \$172,311.94 |
| Variation 04 – Porton 3 Area 6 Level Transition Removal (West) | \$151,877.64 |
| Variation 05 – Porton 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB005 | \$100,258.84 |
| Variation 06 – Porton 12 (Area 3.3) Data Design Changes Due to Level Transition Installation at 88 Leppington and 114/9 Stans Wattle CB008 | \$132,450.47 |
| Variation 07 – Area 8 Porton 7 NIT Modifications | \$212,469.88 |
| Variation 08 – 511 and 4451 Access 4 documentation | \$26,112.44 |
| Variation 09 – Porton 12 Area 3 Modified Signalling Design (CB005) | \$74,818.02 |
| Variation 40 – Area 8 Porton 9 (CB002) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Porton 10 NIT Modifications | \$220,733.02 |
| Variation 42 – Porton 18 Area 3 Redfern (CB002) – Level Transition | \$58,158.70 |
| Variation 43 – Porton 8 Area 8 (CB002) NIT Modifications | \$211,747.64 |
| Variation 44 – Porton 7 Area 8 Harris Park & Murrumbidgee (MOD-008 & MOD-011) | \$135,810.12 |
| Variation No. 45 – Porton 23 Area 3 & Area 6 ETOB Train Stops | TBA |
| Variation 46 – Porton 5 Area 8 NIT Defects Modification and Level Transition Removal | \$138,812.20 |
| Variation 47 – Porton 3 Area 6 NIT Defects Modification and Level Transition Removal | \$228,653.38 |
| Total Variations 48 – Porton 10 Area 3 Leppington Speed Sign Modifications | \$177,037.02 |
| Retired Fee | \$32,282,504.51 |

Abcon Transport Australia Pty Ltd
10 G Street, Sydney,
North Sydney NSW 2157

Abcon to:

Dear

Automatic Train Protection Program (ATP)
AMS Area 1, 8, 9, T, 8 and 9 Trackside Data Design (SD-17-050) (Agreement)
Subject: Variation No. 40 – Portion 17 Area 9 – Flemington & Lalcombe Design
Modifications MOD 006

THIS note makes reference to the following correspondence regarding the subject matter:

- Abcon's letter referenced above, dated 22 November 2021, where it submitted a variation proposal for Flemington and Lalcombe modified Signaling Design (MOD-006) in Area 9
- TNSW's letter ref. 6515655, dated 17 August 2021, directing Abcon to comply with the modified Design Package (MOD 011) issued under TeamBinder transmittal of ATP-TFNWA-A10-TN-011061 dated 17 August 2021 and
- TNSW's letter ref. 661216, dated 25 July 2021, directing Abcon to comply with the modified Design Package (MOD-006) issued under TeamBinder transmittal ATP-TFNWA-A10-A-000257 dated 27 July 2021.

Further to above, TNSW acknowledges that the above noted modified Design Package (MOD-006) has resulted in variance to the Contract Material for Portion 17. As such, and pursuant to clause 15.2 of the Agreement, TNSW issues the variation no. 40 to Abcon as detailed below. Furthermore, TNSW notes that the modified Design Package (MOD-011) has no impact on the Contract Material for Portion 17.

Scope of Variation:

Amend the Contract Material for Portion 17, Area 9, as per the modified Design Package (MOD 006) transmittal via TeamBinder transmittal ref. ATP-TFNWA-A10-A-000257 dated 27 July 2021 (copy enclosed).

Variation Amount:

Estimated in accordance with 10.2 (b) of the Agreement, variation amount assessed at \$416,275.94 (incl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TNSW letter ref. 6559220 dated 12 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount.

Table 1

| Role | Hours | Rate | Amount |
|---------------------------|-------|------|--------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |

| | | | |
|---------------------------------|--|--|---------------------|
| System Assurance | | | |
| Independent Professional Review | | | |
| Project Management | | | |
| Total Variation Amount | | | \$118,270.04 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$118,270.04 (incl. GST) to a new value of \$52,405,750.57 (incl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 17 arising from this variation and the key milestones are detailed in table 2 below.

Table 2

| Description | Date |
|-------------------------|------|
| Varied Date Delivery | |
| Assurance Date Delivery | |
| Definitive Completion | |

TMW requests Airtel's acceptance of this variation on IR by signing in the space provided below and returning a signed copy in its entirety to English Mumbert (English.Mumbert@airtel.com.au).

Your sincerely,



Alia Karimian
Principal's Representative

Date: 24/11/2021

Witness: [Redacted] (Witness Name) [Redacted] (Witness Title)

Variation IR is accepted for and on behalf of Airtel Transport Australia Pty Ltd

Signature: [Redacted]

Name prints: [Redacted]

Position: [Redacted]

Date: [Redacted]

Attachment 6 - Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$73,129,071.75 |
| Option - Data Design Resources for Area 7 | \$795,123.20 |
| Variation 1 - Reworks to Port on 1 Contract Material | \$82,447.44 |
| Variation 2 - Unproductive man-hours claim (April 10 - June 10) | \$504,600.00 |
| Variation 3 - Unproductive man-hours claim (July 19 - Oct 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (March 21) | \$84,095.20 |
| Variation 5 - Mission Draw Generation for Areas 1, 2, 7, 8 and 8 | \$57,247.40 |
| Variation 6 - Unproductive man-hours claim (Nov 2018 - Feb 2020) | \$66,040.00 |
| Variation 7 - Reworks to the Contract Material for Port on 1 to 4 | \$506,172.20 |
| Variation 8 - Non-Productive Man Hours (Costs) (Mar 20 to May 20) | \$779,811.54 |
| Variation 9 - Revised Scope of Services - Fibred Balise Solution Areas 8, 7,2 and 8 | \$405,142.00 |
| Variation 10 - Reworks to the Contract Material for Port on 11 Kulumbra to Mt Victoria | \$81,777.00 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Port on 3 - Pools | \$84,361.52 |
| Variation 12 - Reworks to the Contract Material for Port on 4 - Concord West to Darwood - MCD-002 | \$102,947.00 |
| Variation 13 - Non-Productive Man-hours Costs (June 20 to Aug 20) | \$285,831.00 |
| Variation 14 - Yard Entry & Exit Balise Groups (2-Link) (Port on 9-10 (Area 5&6) | \$77,314.01 |
| Variation 15 - Yard Entry & Exit Balise Groups (2-Link) (March 11 (Area 7,2) | \$6,303.04 |
| Variation 16 - Port on 6 Signalling Design MDOs | \$23,625.00 |
| Variation 17 - Port on 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,810.01 |
| Variation 18 - (March 2 Hornsby (MCD-002) Mt Victoria | \$98,923.00 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$502,915.00 |
| Variation 20 - Area 8 Port on 8 (Fairfield - Sefton Park - Hammond) Balise - Max Speed Sign changes MCD-001 | \$84,805.00 |
| Variation 21 - Kangy Angy Mainwarrak Facility (CAHF) Yard Entry and Exit Balise Groups Data Design | \$164,691.00 |
| Variation 22 - Port on 5 Revised Signalling Design (MDO-005) | \$84,823.00 |
| Variation 23 - Port on 5 Airport Line Speed sign changes | \$106,825.01 |
| Variation 24 - Area 8 Fibred Balise Solution | \$133,740.00 |
| Variation 25 - Port on 7 (MCD-003) Avon Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man Hours Claim - Jan 2021 - Mar 2021 | \$279,620.10 |
| Variation 27 - Port on 5 (MCD-002) N11 Defects | \$136,163.00 |
| Variation 28 - Port on 7 and Port on 8 - Pine Road Level Crossing | \$81,260.00 |
| Variation 29 - Port on 4 (Area 8,2) MCD-003 | \$0,114.41 |
| Variation 30 - Port on 15 (Area 6,2) (MCD-001 and CB451 L) changes | \$264,710.01 |
| Variation 31 - Port on 17 (Area 9,5) (MCD-002) Flemington and Upperville | \$147,873.00 |
| Variation 32 - Port on 6 (Area 6,2) - MT Defects (MCD-002, MCD- 001, MCD-004) | \$31,817.24 |

| | |
|--|------------------------|
| Variant 33 – Portion 7 Area 6 (1) – Auburn Lidscombe LT (CE001) | \$172,331.51 |
| Variant 34 – Portion 5 Area 5 Level Transition Removal (N/W) | \$15,627.01 |
| Variant 35 – Portion 5 (Area 1) Data Design Changes Due to Level Transition Removal and Flagging (CE001) | \$103,279.91 |
| Variant 36 – Portion 12 (Area 9 1) Data Design Changes Due to Level Transition Removal (at St Leonard and Track Side) (Area CE001) | \$152,425.47 |
| Variant 37 – Area 6 Portion 7 NIT Modifications | \$21,439.05 |
| Variant 38 – SIT and RAMP for bus accommodation | \$99,112.44 |
| Variant 39 – Portion 12 Area 9 Modified Signalling Design (CE001) | \$74,017.02 |
| Variant 40 – Area 9 Portion 9 (CE002) Signalling Design Change | \$0.00 |
| Variant 41 – Area 9 Portion 10 NIT Modifications | \$203,733.52 |
| Variant 42 – Portion 18 Area 2 Platform (CE002) – Level Transition | \$66,125.70 |
| Variant 43 – Portion 8 Area 2 (CE002) NIT Modifications | \$90,747.74 |
| Variant 44 – Portion 7 Area 8 Harris Park & Merrylands (MOD 108 & MOD 111) | \$132,915.12 |
| Variant 45 – Portion 22 Area 5 & Area 6 F TCS Train Stop | T/A |
| Variant 46 – Portion 5 Area 5 NIT Signals Modification and Level Transition Removal | \$139,922.20 |
| Variant 47 – Portion 5 Area 5 NIT Signals Modification and Level Transition Removal | \$533,623.35 |
| Variant 48 – Portion 10 Area 7 Engineering Speed Sign Modifications | \$177,677.02 |
| Total Variant 48 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications (MOD-006) | \$416,278.84 |
| Revised Fee | \$32,483,732.37 |

| | | | |
|--|--|--|---------------------|
| Costs included in Financial System Assumptions | | | |
| Independent Professional Review | | | |
| Project Management | | | |
| Total Variation Amount | | | \$310,513.06 |

Adjustment to the Fee

The fee is adjusted by a lump sum amount of \$310,513.06 (incl GST) to a total value of \$82,719,298.48 (incl GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 1B arising from this variation and the key milestones are detailed in table 2 below.

Table 2

| Description | Date |
|--------------------------|------|
| Validated Data Delivery | |
| Appearance Pack Delivery | |
| Date for Completion | |

THESE requests require acceptance of the variation (incl GST) by signing in the space provided below and returning a signed copy to the address in Enquiry Mismatched (E) plan Numbered@transportnsw.gov.au.

Your name is:

[Redacted Name]

Allia Karanani
Principal's Representative

Date: 24/11/21

Address: TeamOrder team @ number ATT@TNSW-AUS-TX-002345
TeamOrder team @ number ATT@TNSW-AUS-TX-002368

variation 10 is accepted for and on behalf of Airline Transport Australia Pty Ltd

Signature: [Redacted Signature]

Name (print): [Redacted Name]

Position: [Redacted Position]

Date: [Redacted Date]

Attachment 6 – Revised Fee

| Description | Value |
|--|-----------------|
| Original Fee | \$21,458,456.00 |
| Option – Data Design Resources for Area 7 | \$755,123.20 |
| Variation 1 – Provision for Erection 1 Concrete Material | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April 19 – June 19) | \$634,438.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Dec 2019) | \$167,736.00 |
| Variation 4 – Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$84,698.26 |
| Variation 5 – Miss on Files Generation for Areas 4, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov 2019 – Feb 2020) | \$651,040.00 |
| Variation 7 – Remarks to the Contract Material for Portions 1 to 4 | \$708,112.99 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$779,817.84 |
| Variation 9 – Revised Groups of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$196,112.00 |
| Variation 10 – Remarks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$80,773.75 |
| Variation 11 – Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$51,351.67 |
| Variation 12 – Remarks to the Contract Material for Portion 4 – Concord West to Eastwood – MOD-003 | \$101,847.05 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$205,051.25 |
| Variation 14 – Yard Entry & Exit Balise Groups (2 Link) Portions 6-10 (Areas 655) | \$27,347.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (2 Link) Portion 11 (Area 7.2) | \$6,006.74 |
| Variation 16 – Portion 6 Excavation – Section 850A | \$28,636.67 |
| Variation 17 – Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$31,716.04 |
| Variation 18 – Portion 7 Hornsby (M11-402) NIT – Cables | \$46,633.87 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$382,516.75 |
| Variation 20 – Area 8 Portion 8 (Fairfield – Serton Park – Liverpool) Serton Park Speed Sign changes MOD 001 | \$54,758.07 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,651.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD 002) | \$50,433.27 |
| Variation 23 – Portion 3 Airport Line Speed Sign Changes | \$104,028.81 |
| Variation 24 – Area 9 Fixed Balise Solution | \$130,140.99 |
| Variation 25 – Portion 7 (M11-403) Airport Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man Hours Claim – Jan 2021 – Mar 2021 | \$278,626.10 |
| Variation 27 – Portion 5 (MOD 002) NIT Defects | \$105,163.03 |
| Variation 28 – Portion 7 and Portion 8 – Park Road Level Crossing | \$91,258.70 |
| Variation 29 – Portion 11 (Area 9.2) MOD-003 | \$53,347.44 |

| | |
|--|------------------------|
| Variation 30 – Portion 15 (Area 9.5) (MCD401 and CMF) IT changes | \$264,210.04 |
| Variation 31 – Portion 17 (Area 9.2) (MCD402) Interchange and Eskdale | \$117,873.20 |
| Variation 32 – Portion 6 (Area 8.2) – Hill Doreen (MCD403, MCD403A, MCD404) | \$11,717.34 |
| Variation 33 – Portion 7 (Area 8.1) – Auburn Interchange 1 (CMF) | \$107,357.84 |
| Variation 34 – Portion 8 Area 6 Level Transition Removal (Vest) | \$15,777.04 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes, Data In-Level Transition Removal and Merging CBC09 | \$108,250.94 |
| Variation 36 – Portion 12 (Area 8.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slow Works CBC08 | \$132,430.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,458.05 |
| Variation 38 – BIT and KMF As-Built documentation | \$98,112.44 |
| Variation 39 – Portion 12 Area 2 Mod Feed Signalling Design (CBC05) | \$74,818.02 |
| Variation 40 – Area 8 Portion 8 (CMF) Signalling Design (Vest) | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$120,750.87 |
| Variation 42 – Portion 18 Area 2 (MCD405) – Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CBC22) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MCD400 & MCD 011) | \$100,518.14 |
| Variation No. 45 – Portion 23 Area 3.5 Area 6 ETCS Train Stops | TEA |
| Variation 46 – Area 8 Area 8 NIT Doreen Modification and Level Transition Removal | \$108,022.20 |
| Variation 47 – Portion 7 Area 6 NIT Doreen Modification and Level Transition Removal | \$100,693.35 |
| Variation 48 – Portion 10 Area 8 Wappington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 10 Area 8 Wappington Speed Sign Modifications | \$116,278.84 |
| Total Variation 50 – Portion 15 Area 8 – Newman to Burwood Design Modifications MOD-00/a & MOD13 | \$310,503.06 |
| Revised Fee | \$32,719,283.43 |

Alstom Transport Australia Pty Ltd
10 Gifford Avenue,
North Ryde NSW 2113

Attends: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 8, T, 8 and 9 Trackside Data Design (SD-AT-050) (Agreement)
Subject: Variation No. 51 – Portion 22 KAMP NIT Modifications (MOD-003)**

TNSW makes reference to Alstom's above referenced letter, dated 18 November 2021, where it submitted a variation proposal for Network Integration Testing (NIT) modifications (MOD 003) for Kangaroo Bay Maintenance Facility (KBMF). In response to TNSW's letter ref. 6516906, dated 3 September 2021, directing Alstom to comply with the modified Signaling Design (MOD 003) issued via TeamBinder transmittal ref. ATP-TNSW-ALS-TX-000376 on 1 September 2021.

TNSW acknowledges that the above-named modified Signaling Package has been realized in networks for the Confined Maintenance Portion 22. As such, and pursuant to clause 16.1 of the Agreement, TNSW issues this variation no. 51 to Alstom as detailed below.

Scope of Variation

Amend the Confined Maintenance for Portion 22, KBMF, as per modified Signaling Design issued via TeamBinder transmittal of ATP-TNSW-ALS-TX-000376 (copy enclosed).

Variation Amount

Pursuant to clause 16.2 (b) of the Agreement, variation amount assessed at \$64,521.60 (incl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TNSW letter ref. 6586090 dated 12 May 2021.

Please refer to table 1 below for detailed breakdown of the variation amount:

Table 1

| Role | Hours | Rate | Amount |
|---------------------------------|------------|------------|------------------|
| Data Preparation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Preparation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Engineer | [REDACTED] | [REDACTED] | [REDACTED] |
| Data Validation Manager | [REDACTED] | [REDACTED] | [REDACTED] |
| System Assurance | [REDACTED] | [REDACTED] | [REDACTED] |
| Independent Professional Review | [REDACTED] | [REDACTED] | [REDACTED] |
| Design Management | [REDACTED] | [REDACTED] | [REDACTED] |
| Total Variation Amount | | | 64,521.60 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$54,321.00 (plus GST) to a total value of \$59,813.55 (plus GST) as detailed in Attachment A.

Date for Completion

The request for the Date for Completion in Section 22 is varied from that stated and the key milestones are detailed in Table 2 below.

Table 2

| Description | Date |
|---------------------------|------------|
| Validated Data Delivery | [REDACTED] |
| Accountant Check Delivery | [REDACTED] |
| Date for Completion | [REDACTED] |

TfNSW requests Axiom's acceptance of this variation no. 01 by signing in the space provided below and returning a signed copy in its entirety to Bridget Muzumbar (Bridget.Muzumbar@transport.nsw.gov.au).

Your sincerely,

[REDACTED]

Alia Karimian
Principal's Representative

Date: 24/11/2021

Address: Transport Services Unit, ATN-TfNSW, GPO Box 900, Sydney NSW 2000

Version 01 is accepted for and on behalf of Axiom Transport Australia Pty Ltd.

Signature: [REDACTED]

Name print: [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment 6 – Revised Fee

| Description | Value |
|---|------------------------|
| Original Fee | \$23,438,404.80 |
| Option – Data Design Resources for Area 7 | \$708,123.20 |
| Variation 1 – Rework to Port on 1 Contract Mowat | \$701,747.44 |
| Variation 2 – Unproductive man-hours Claim (April 18 – June 18) | \$701,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 18 – Oct 2018) | \$100,760.00 |
| Variation 4 – Amendment to Yard entry & exit Balise Groups at Hornsby (Port on 2) | \$5,580.00 |
| Variation 5 – Mission Plan Generation for Areas 1, 3, 7, 8 and 8 | \$52,247.40 |
| Variation 6 – Unproductive man-hours Claim (Nov 2018 – Feb 2020) | \$701,040.00 |
| Variation 7 – Rework to the Contract Mowat for Port on 1 to 4 | \$700,177.88 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar 20 to May 20) | \$733,671.84 |
| Variation 9 – Revised Scope of Services – Crowd Police Solution Areas 6, 7, 2 and 8 | \$150,112.00 |
| Variation 10 – Rework to the Contract Mowat for Port on 11 Koroorewa to NI Victoria | \$80,271.11 |
| Variation 11 – Amendment to Yard entry and exit Balise Groups Area 1 Port on 3 – Epping | \$50,061.60 |
| Variation 12 – Rework to the Contract Mowat for Port on 4 – Concord West to Eastwood – MCD-003 | \$100,847.00 |
| Variation 13 – Non-Productive Man-Hours Costs (June 20 to Aug 20) | \$209,081.28 |
| Variation 14 – Yard Entry & Exit Balise Groups (2-Link) Port on 2-10 (Area 588) | \$27,314.04 |
| Variation 15 – Yard Entry & Exit Balise Groups (2-Link) Port on 11 (Area 7,2) | \$6,001.74 |
| Variation 16 – Port on 6 Signaling Design MCOs | \$20,537.00 |
| Variation 17 – Port on 6 Data Design of Additional Balise Groups CB17 Level Transition Rework | \$30,610.04 |
| Variation 18 – Port on 2 Hornsby (MCD-002) NIT Defects | \$90,580.00 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep 20 to Dec 2020) | \$592,575.00 |
| Variation 20 – Area 8 Port on 8 (Fairfield- Swifton Park - Liverpool) Swifton Park Speed Sign changes MCO-001 | \$6,600.00 |
| Variation 21 – Kangy Angg Maintenance Facility (SMF) Yard Entry and Exit Balise Groups Data Design | \$10,501.00 |
| Variation 22 – Port on 2 Revised Signaling Design (MCO-005) | \$50,432.20 |
| Variation 23 – Port on 8 Airport Line Speed Sign Changes | \$100,600.00 |
| Variation 24 – Area 2 Road Balise Solution | \$138,140.00 |
| Variation 25 – Port on 7 (MCO-003) 4-arm Signaling Design Changes | \$7.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,630.00 |
| Variation 27 – Port on 2 (MCO-002) NIT Defects | \$108,160.00 |
| Variation 28 – Port on 7 and Port on 8 – Fine Road Level Crossing | \$91,041.00 |
| Variation 29 – Port on 11 (Area 8,2) MCD-001 | \$50,114.44 |
| Variation 30 – Port on 15 (Area 8,2) (MCD-001 and CB16) IT changes | \$20,273.04 |
| Variation 31 – Port on 11 (Area 8,2) (MCO-002) Harrington and Lidcombe | \$147,970.00 |
| Variation 32 – Port on 5 (Area 8,2) – NIT Calceda (MCO-002, MCD-003, MCO-004) | \$311,670.00 |

| | |
|--|------------------------|
| Variation 23 – Portion 7 Area 6.01 – Auburn Lidoombe LT (CE005) | \$172,881.61 |
| Variation 24 – Portion 5 Area 6 Level Transition Removal (K&M) | \$151,877.64 |
| Variation 25 – Portion 5 (Area 1) Data Design Changes Due to Level Transition Removal and Marging (CE006) | \$108,205.94 |
| Variation 26 – Portion 12 Area 6.2; Data Design Changes Due to Level Transition Installation at SH Road and Track Side (CE007) | \$132,498.47 |
| Variation 27 – Area 6 Portion 7 NIT Mod Features | \$212,489.66 |
| Variation 28 – SII and K&M As-built documentation | 188,112.44 |
| Variation 29 – Portion 12 Area 6 Modified Signaling Design (CE008) | \$74,613.02 |
| Variation 30 – Area 6 Portion 9 (CE009) Signaling Design Cost | \$0.00 |
| Variation 41 – Area 1 Portion 10 NIT Modifications | \$720,701.07 |
| Variation 42 – Portion 18 Area 6 Redfern (CE002) Level Transition | \$58,158.71 |
| Variation 43 – Portion 5 Area 6 (CE002) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 (Iarna Park & Merrylands) (MOU-088 & MOU-011) | \$139,918.12 |
| Variation No. 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | BA |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$108,877.30 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$518,892.38 |
| Variation 48 – Portion 10 Area E Leppington Speed Sign Modifications | \$127,877.07 |
| Variation 49 – Portion 10 Area E Leppington Speed Sign Modifications | \$116,273.34 |
| Variation 50 – Portion 15 Area 9 – Newtown to Turwood Design Modifications (MOU-016 & MOU-019) | \$110,000.00 |
| Total Variation 97 – Portion 22 K&M NIT Modifications Design (MOU-003) | \$57,521.62 |
| Revised Fee | \$22,783,805.03 |

ATP Letter Ref: 6646227

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 52 - Portion 10 Area 8 - CB137 Modification and Portion 9 Area 8 Level Transition Removals – Amount Determination

TfNSW makes reference to Alstom's letter referenced above, dated 6 December 2021, where Alstom submitted a variation proposal for Portion 9 and Portion 10 in Area 8, in response to:

1. TfNSW's letter ref. 6636839 dated 22 October 2021, where it directed Alstom to to comply with the modified Signalling Design for Virtual Balise Cover and Level Transition removal at Canley Vale and amend the Contract Material for Portion 9 (Area 8); and
2. TfNSW's letter ref. 6644026 dated 26 November 2021, where it issued variation order 52 to Alstom to amend the Contract Material for Portion 10, circuit book CB137.

Further to Alstom's letter above, TfNSW advises that it has assessed the variation proposal and pursuant to clause 16.2 of the Agreement, re-issues variation no. 52 with an agreed adjustment to the Fee as detailed below:

Scope of Variation

Alstom to:

- Amend the Contract Material for Portion 9, Area 8, as per modified Signalling Design issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000344 (copy enclosed); and
- Amend the Contract Material for Portion 10, CB137 in order to, resolve the NIT observation report NIT_Area 8.2_0013 issued via TeamBinder letter ref. ATP-TFNSW-ALS-CORR-000670 (copy enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB015 | 1 |
| CB137 | 2 |
| Total | 3 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, the variation amount is assessed at \$74,818.02 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 74,818.02 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$74,818.02 (excl. GST) to a total value of \$33,254,572.15 (excl. GST) as detailed in Attachment A.

Date for Completion:

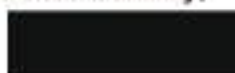
The impact to the Date for Completion of Portion 9 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom’s acceptance of this variation no. 52 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Allia Karaman
Principal’s Representative

Dated: 30/03/2022

Attachment: TeamBinder transmittal number ATP-TFNSW-ALS-TX-000344
TeamBinder letter number ATP-TFNSW-ALS-CORR-000670

Variation 52 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |

| | |
|--|------------------------|
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| This Variation 52 – Portion 10 Area – CB137 Modification and Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Built Documentation (Portion 20 and Portion 21) | \$262,435.58 |
| Revised Fee | \$33,254,572.15 |



ATP Letter Ref: 6660936

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 53 - Splitting of As-Builts Documentation (Portion 20
and Portion 21)**

TfNSW makes reference to Alstom's above referenced letter dated 11 March 2022, where Alstom submitted a variation proposal in response to TfNSW's Variation Proposal Request made under letter ref. 6643844, dated 24 November 2021, to split Portion 20 and Portion 21.

TfNSW advises that it has assessed Alstom's variation proposal noted above and pursuant to clause 6.2 of the Agreement, issues this variation no. 53 to Alstom as detailed below.

Scope of Variation

Alstom to split Portion 20 and Portion 21 in order to submit all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation as per table 1 below.

Further, pursuant to clause 18.9(a) of the Agreement, TfNSW advises that additional sub-Portions Portions 20a, 20b, 20c, 21a, 21b and 21c are created as per table 1 below:

Table 1

| Portion | Signalling Design As-Built Input date | Revised Signalling Design As-Built Input date |
|--|--|--|
| Portion 20a – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation for Area 6 | 24 December 2021 | 07 February 2022 |
| Portion 20b – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built | 11 March 2022 | 11 March 2022 |

Infrastructure & Place
Automatic Train Protection Program
7 Harvest Street, Macquarie Park NSW 2113.
PO Box K659, Haymarket NSW 1240.
T (02) 9200 0200
ABN: 18 804 239 602

| | | |
|--|------------------|------------------|
| documentation for Area 7.2 | | |
| Portion 20c – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation for Area 8 | 29 April 2022 | 13 May 2022 |
| Portion 21a – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation for Area 9 North | 18 November 2021 | 18 November 2021 |
| Portion 21b – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation for Area 9 West | 13 May 2022 | 17 June 2022 |
| Portion 21c – submission of all relevant supporting documentation required for submission to CCB Gate 5, including final safety assurance and as-built documentation for Area 9 Central | 24 June 2022 | 15 July 2022 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount is assessed at \$262,435.58 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Description | Price |
|---|---------------------|
| Portion 20a (effort included in base scope) | \$0.00 |
| Portion 20b | ██████████ |
| Portion 20c | ██████████ |
| Portion 21a (effort included in base scope) | \$0.00 |
| Portion 21b | ██████████ |
| Portion 21c | ██████████ |
| Total | \$262,435.58 |

Further, please refer to table 3 below for a revised Payment Schedule:

Table 3

| Description | Current – Lump sum amount | Revised – Lump sum amount | Difference |
|---|---------------------------|---------------------------|----------------------|
| Portion 20 | | | |
| Portion 20a (Area 6) | \$237,736.90 | \$122,984.90 | -\$114,752.00 |
| Portion 20b (Area 7.2) | N/A | \$122,984.90 | \$122,984.90 |
| Portion 20c (Area 8) | N/A | \$122,984.90 | \$122,984.90 |
| Total Portion 20 | \$237,736.90 | \$368,954.70 | \$131,217.80 |
| Portion 21 | | | |
| Portion 21a (Area 9 North) | \$159,813.03 | \$97,010.27 | -\$62,802.76 |
| Portion 21b (Area 9 West) | N/A | \$97,010.27 | \$97,010.27 |
| Portion 21c (Area 9 Central) | N/A | \$97,010.27 | \$97,010.27 |
| Total Portion 21 | \$159,813.03 | \$291,030.82 | \$131,217.80 |
| Total Variation Amount for Portion 20 & Portion 21 | | | \$262,435.58 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$262,435.58 (excl. GST) to a total value of \$33,179,754.13 (excl. GST) as detailed in Attachment A.

Date for Completion:

TfNSW advises that the Date for Completion arising from this Variation will be assessed at a later date in conjunction with other variations.

TfNSW requests Alstom’s acceptance of this variation no. 53 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal’s Representative

Dated:



Variation 53 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar | \$279,626.10 |

| | |
|--|------------------------|
| 2021 | |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 & Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Changes | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - LT | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Areas 3 & 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification | TBA |
| Variation 53 – Splitting of As-Builts Documentation (Portion 20 and Portion 21) – This Variation | \$262,435.58 |
| Revised Fee | \$33,179,754.13 |

ATP Letter Ref: 6646391

Alstom Ref [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 54 - Portion 16 Area 9.7 Modified Signaling Design
(MOD008)**

TfNSW makes reference to Alstom's letter referenced above, dated 6 December 2021, where it submitted a variation proposal for Portion 16, Area 9, in response to TfNSW's letter ref. 6611950 dated 3 August 2021, where it directed Alstom to comply with the modified Signalling Design (MOD-008) for Portion 16, issued via TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000359 on 29 July 2021.

Further to above, TfNSW acknowledges that the MOD-008 has resulted in reworks to the Contract Material for Portion 16. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 54 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 16, Area 9, as per modified Signalling Design issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000359 (copy enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------------|----------------------|
| CB044 Merging A &B | 27 |
| CB044 Merging P9 | 14 |
| CB044 MOD 008 | 5 |
| Total | 46 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$226,049.46 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 226,049.46 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$226,049.46 (excl. GST) to a total value of \$33,481,397.49 (excl. GST) as detailed in Attachment A.

Date for Completion:

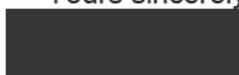
The impact to the Date for Completion of Portion 16 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom’s acceptance of this variation no. 54 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.ioseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal’s Representative

Dated:

Attachment: TeamBinder transmittal number ATP-TFNSW-ALS-TX-000359

Variation 54 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |

| | |
|--|------------------------|
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification and Portion 9 Area 8 LT removals | \$74,818.02 |
| Variation 53 – Splitting of As-Built Documentation (Portion 20 and Portion 21) | \$262,435.58 |
| This Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,825.34 |
| Revised Fee | \$33,481,397.49 |

ATP Letter Ref: 6648603

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 55 - Portion 13 Area 9 Modified Signaling Design (MOD-022)**

TfNSW makes reference to Alstom's letter referenced above, dated 16 December 2021, where it submitted a variation proposal for Portion 13 in response to TfNSW's letter ref. 6639132 dated 3 November 2021, where it directed Alstom to comply with the modified Signalling Design (MOD-022) combined with NIT Modifications for Portion 13, issued via TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000396 on 1 November 2021.

Further to above, TfNSW acknowledges that MOD-022) has resulted in reworks to the Contract Material for Portion 13. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 55 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 13, Area 9, as per modified Signalling Design issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000396 (copy enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB011 | 11 |
| CB444 | 1 |
| CBRR3 | 1 |
| Total | 13 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$127,392.62 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 127,392.62 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$127,392.62 (excl. GST) to a total value of \$33,608,789.49 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 16 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom's acceptance of this variation no. 55 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted Signature]

Alia Karaman
Principal's Representative

Dated:

Attachment: TeamBinder transmittal number ATP-TFNSW-ALS-TX-000396

Variation 55 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted]

Name (print): [Redacted]

Position: [Redacted]

Date: [Redacted]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |

| | |
|--|------------------------|
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 18 Area 9 Design Modifications (MOD005) | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portion 20 and Portion 21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,825.34 |
| This Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Revised Fee | \$33,608,789.49 |

ATP Letter Ref: 6648756

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 56 - Portion 15 Area 9 West Level Transition Removal
Design**

TfNSW makes reference to Alstom’s letter referenced above, dated 17 December 2021, where Alstom submitted a variation proposal for Portion 15 (Area 9) in response to the following TfNSW correspondence:

1. TfNSW’s letter ref. 6613119, dated 6 August 2021, which directed Alstom to amend the Contract Material for Portion 15 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000361 on 2 August 2021;
2. TfNSW’s letter ref. 6615666, dated 17 August 2021, which directed Alstom to amend the Contract Material for Portion 15 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000368 on 13 August 2021; and
3. TfNSW’s letter ref. 6637070, dated 22 October 2021, which directed Alstom to amend the Contract Material for Portion 15 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000376 on 27 August 2021.

TfNSW acknowledges that the afore-noted modified Signaling Package has resulted in reworks to the Contract Material for Portion 15. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 56 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 15, Area 9, as per modified Signalling Designs issued via afore-mentioned TeamBinder transmittals (copies enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|------------------------|----------------------|
| Area 1 Portion 4 CB019 | 7 |
| Area 1 Portion 4 CB245 | 1 |

| | |
|-------------------------|-----------|
| Area 6 Portion 7 CB095 | 18 |
| Area 8 Portion 8 CB022 | 8 |
| Area 9 Portion 15 CBASH | 3 |
| Area 9 Portion 15 CB481 | 18 |
| Area 9 Portion 15 CB481 | 2 |
| Total | 57 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$333,939.00 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 333,939.00 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$333,939.00 (excl. GST) to a total value of \$33,941,953.23 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 15 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom's acceptance of this variation no. 56 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal's Representative

Dated:

Attachment: TeamBinder transmittal number ATP-TFNSW-ALS-TX-000361
TeamBinder transmittal number ATP-TFNSW-ALS-TX-000368
TeamBinder transmittal number ATP-TFNSW-ALS-TX-000376

Variation 56 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |

| | |
|--|------------------------|
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20 & Portion 21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| This Variation 56 – Portion 15 Area 9 West Level Transition Removal Design | \$333,939.00 |
| Revised Fee | \$33,941,953.23 |

ATP Letter Ref: 6648797

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 57 - Portion 15 Area 9 Central Level Transition
Removals Design

TfNSW makes reference to Alstom's letter referenced above, dated 17 December 2021, where Alstom submitted a variation proposal for Portion 15 (Area 9) in response to TfNSW's letter ref. 6642136, dated 18 November 2021, which directed Alstom to amend the Contract Material for Portion 15 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000398 on 15 November 2021.

TfNSW acknowledges that the afore-noted modified Signaling Package has resulted in reworks to the Contract Material for Portion 15. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 57 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 15, Area 9, as per modified Signalling Design issued via TeamBinder transmittal ref. ATP-TFNSW-ALS-TX-000398 (copy enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|-------------------------|-----------------------------|
| Area 4 Portion 2 CB010 | 4 |
| Area 4 Portion 4 CB027 | 16 |
| Area 8 Portion 9 CB032 | 13 |
| Area 8 Portion 9 CB475 | 9 |
| Area 9 Portion 12 CB008 | 1 |
| Area 9 Portion 12 CB028 | 7 |
| Area 9 Portion 16 CB044 | 10 |
| Total | 60 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$341,807.46 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 341,807.46 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$341,807.46 (excl. GST) to a total value of \$34,283,760.69 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 15 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom’s acceptance of this variation no. 57 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted Signature]

30/03/2022

Alia Karaman
Principal’s Representative

Dated:

Attachment: TeamBinder transmittal number ATP-TFNSW-ALS-TX-000398



Variation 57 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 - Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |

| | |
|--|------------------------|
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - LT | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT removals | \$74,818.02 |
| Variation 53 – Splitting of As-Built Documentation (Portions 20 & 21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West Level Transition Removal Design | \$333,939.00 |
| This Variation 57 – Portion 15 Area 9 West Level Transition Removal Design | \$341,807.46 |
| Revised Fee | \$34,283,760.69 |

ATP Letter Ref: 6652781

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 58 - Portion 11 - Area 7.2 (Katoomba to Mt. Victoria)
Design Modifications due to MOD-005 to MOD-009**

TfNSW makes reference to Alstom's above referenced letter dated 11 February 2022, where Alstom submitted a variation proposal for Portion 11 (Area 7.2) in response to:

1. TfNSW's letter ref. 6637702, dated 28 October 2021, where it directed Alstom to amend the Contract Material for Portion 11 to incorporate arising from the modified Signalling Design (MOD-005 to MOD-008) issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000393, ATP-TFNSW-ALS-TX-000394 and ATP-TFNSW-ALS-TX-000395 on 25 August 2021;
2. TfNSW's letter ref. 6643490, dated 26 November 2021, where it directed Alstom to amend the Contract Material for Portion 11 to incorporate the modified AEO Design Package (MOD-006) issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000405 on 19 November 2021;
3. TfNSW's letter ref. 6646627, dated 9 December 2021, where it directed Alstom to amend the Contract Material for Portion 11 to incorporate the modified AEO Design Package (MOD-009) issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000413, ATP-TFNSW-ALS-TX-000414 and ATP-TFNSW-ALS-TX-000415 on 7 December 2021; and
4. TfNSW's letter ref. 6647872, dated 16 December 2021, where it directed Alstom to amend the Contract Material for Portion 11 to incorporate the VBC Stage 2 AEO approved Design Package (MOD-009) issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000417 on 13 December 2021.

Further to Alstom's letter noted above, TfNSW acknowledges that the above modified Signaling Design(s) has resulted in reworks to the Contract Material for Portion 11. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 58 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 11, Area 7.2, as per modified Signalling Design issued via above-listed TeamBinder transmittals.

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB123 | 0 |
| CB124 | 2 |
| CB125 | 4 |
| CB126 | 7 |
| Total | 13 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$144,913.94 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|----------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total Variation Amount | | | \$ 144,913.94 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$144,913.94 (excl. GST) to a total value of \$34,428,674.63 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 11 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |



TfNSW requests Alstom's acceptance of this variation no. 58 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted signature area]

Alia Karaman
Principal's Representative

30/03/2022

Dated:

Variation 58 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted signature] _

Name (print): [Redacted name]

Position: [Redacted position]

Date: [Redacted date]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, | \$311,817.34 |

| | |
|--|------------------------|
| MOD-004) | |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portion 20 and Portion 21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West Level Transition Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West Level Transition Removal Design | \$341,807.46 |
| This Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Revised Fee | \$34,428,674.63 |

ATP Letter Ref: 6657099

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 59 - Merging of Split Circuit Book Data – Circuit Book
CB 078 (Area 6) and CB 015 (Area 8)**

TfNSW makes reference to Alstom's above referenced letter dated 14 February 2022, where Alstom submitted a variation proposal in response to TfNSW's letter ref. 6653882, dated 7 February 2022, where it directed Alstom to amend the Contract Material of Portion 5 by merging the split circuit book CB078 and Portion 8 by merging the split circuit book CB015.

Further to Alstom's letter noted above, TfNSW acknowledges that the afore-noted changes has resulted in reworks to the Contract Material for Portion 5 and Portion 8. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 59 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 5 in Area 6 and Portion 8 in Area 8, by merging the split circuit books CB078 (Area 6) and CB015 (Area 8) as directed under TfNSW letter referenced above.

TfNSW summarises in table 1 below the number of balise groups impacted due to this Variation Order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB078 | 38 |
| CB015 | 16 |
| Total | 54 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$185,707.08 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|-------------------------------|-------|------|----------------------|
| Portion 5 Area 6 CB078 | | | |
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| Design Management | | | |
| Sub-Total Portion 5 | | | \$ 120,431.56 |
| Role | Hours | Rate | Amount |
| Portion 8 Area 8 CB015 | | | |
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| Design Management | | | |
| Sub-Total Portion 8 | | | \$ 65,275.52 |
| Total Variation Amount | | | \$ 185,707.08 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$185,707.08 (excl. GST) to a total value of \$34,614,381.71 (excl. GST) as detailed in Attachment A.

Date for Completion:

There is no impact to the Date for Completion of Portion 5 (Area 6) and Portion 8 (Area 8) arising from this variation.

Please refer to table 3 below detailing the schedule dates associated with the delivery of this Variation Order:

Table 3

| Description/Activity | Date |
|------------------------------------|------|
| Merged Area 6 CB078 Validated Data | |
| Merged Area 8 CB015 Validated Data | |

TfNSW requests Alstom's acceptance of this variation no. 59 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Allia Karaman
Principal's Representative

30/03/2022

Dated:



Variation 59 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Revised Scope of Services – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Amendment to Yard Entry and Exit Balise Groups Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit Balise Groups (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit Balise Groups (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional Balise Groups CB117 Level Transition Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 2020) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |

| | |
|--|------------------------|
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and Level Transition Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West Level Transition Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| This Variation 59 – Merging of Split Circuit Book Data – Circuit Book CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Revised Fee | \$34,614,381.71 |

ATP Letter Ref: 6663454
Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a)

TfNSW makes reference to Alstom's above referenced letter dated 21 March 2022, where Alstom submitted a variation proposal for Portion 15, Area 9, in response to TfNSW's letter ref. 6650017, dated 18 January 2022, where it directed Alstom to comply with the modified Signalling Design (MOD-021a & MOD-029a) for Portion 15, issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000421 on 24 December 2021.

Further to the above, TfNSW acknowledges that the MOD-021a and MOD-029a have resulted in reworks to the Contract Material for Portion 15. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 60 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 15, Area 9, as per modified Signalling Design issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000421 (copy enclosed).

Further, TfNSW summarises in table 1 below the number of balise groups impacted due to this Variation Order:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| P15-CBHH | 10 |
| P15-CBSTR | 4 |
| Total | 14 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$131,881.84 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$131,881.84 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$131,881.84 (excl. GST) to a total value of \$34,746,263.55 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 15 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TFNSW requests Alstom's acceptance of this variation no. 60 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted Signature]

Alia Karaman
Principal's Representative

30/03/2022

Dated:

Attachment - TeamBinder transmittal number ATP-TFNSW-ALS-TX-000421

Variation 60 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted]

Name (print): [Redacted]

Position: [Redacted]

Date: [Redacted]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit BGs at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit BGs (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 –Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |

| | |
|--|------------------------|
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 Central LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| This Variation 59 – Merging of Split Circuit Book Data – Circuit Book CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| This Variation 60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Revised Fee | \$34,746,263.55 |

ATP Letter Ref: 6663455

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 61 - Portion 17 Design Modifications - Flemington
(Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-
032, MOD-036 and MOD-037)**

TfNSW refers to Alstom's letter noted above dated 21 March 2022, where Alstom submitted a variation proposal for Portion 17, Area 9, in response to the following correspondences:

1. TfNSW's letter ref. 6651044, dated 18 January 2022, where it directed Alstom to comply with modified Signalling Design (MOD-037) for Portion 17, issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000424 on 17 January 2022; and
2. TfNSW's letter ref. 6652275, dated 27 January 2022, which directed Alstom to amend the Contract Material for Portion 17 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000427 on 27 January 2022.

Further to the above, TfNSW acknowledges that afore-noted modified Signaling Packages has resulted in reworks to the Contract Material for Portion 17. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 61 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 17, Area 9, as per modified Signalling Design issued via following TeamBinder transmittals (copies enclosed):

- a. ATP-TFNSW-ALS-TX-000424, dated 17 January 2022, and
- b. ATP-TFNSW-ALS-TX-000427, dated on 27 January 2022..

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| P17-CBFCS | 8 |
| P17-CBFGJ | 4 |
| P17-CBLID | 8 |
| P17-CBNST | 5 |
| Total | 25 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$230,619.70 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$230,619.70 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$230,619.70 (excl. GST) to a total value of \$34,976,883.25 (excl. GST) as detailed in Attachment A.

Date for Completion:

The impact to the Date for Completion of Portion 17 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |



TfNSW requests Alstom's acceptance of this variation no. 61 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted signature area]

30/03/2022

Alia Karaman
Principal's Representative

Dated:

Attachment - TeamBinder transmittal number ATP-TFNSW-ALS-TX-000424
TeamBinder transmittal number ATP-TFNSW-ALS-TX-000427

Variation 61 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted signature]

Name (print): [Redacted name]

Position: [Redacted position]

Date: [Redacted date]

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit Balise Groups at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks to the Contract Material for Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks to the Contract Material for Portion 4 -Concord West to Eastwood – MOD-003 | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit BGs (Q-Link) Portions 5-10 (Areas 6&8) | \$27,314.04 |
| Variation 15 - Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 Data Design of Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – Kangy Angy Maintenance Facility (KAMF) Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 and CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington and Lidcombe | \$147,973.30 |

| | |
|---|------------------------|
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to Level Transition Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West Level Transition Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| This Variation 59 – Merging of Split Circuit Book Data – Circuit Book CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Variation 60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| This Variation 61 - Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Revised Fee | \$34,976,883.25 |

ATP Letter Ref: 6664492

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1,6,7,8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Extension of Time and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9)

TfNSW makes reference to Alstom's letter noted above, dated 25 March 2022, where it submitted a Claim seeking additional amount of \$477,406.50 (excl GST) for preliminaries arising due to extension of time to the Date for Completion of Portion 11 (sub-Area 7.2), Portions 13 to 18 (Area 9) and Portions 20 and 21 (as-builts for Areas 6, 7.2, 8 and 9) resulting from various variations as summarised below:

Portion 11 (sub-Area 7.2)

| Variation Number / Description | TfNSW Letter Ref | Date Issued |
|---|------------------|-------------|
| VO#58 - Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | 6652781 | [REDACTED] |

Portions 13-18 (Area 9)

| Variation Number / Description | Letter Ref | Date Issued |
|--|------------|-------------|
| VO#29 – Portion 14 Area 9.2 (MOD-003) | 6602582 | [REDACTED] |
| VO#30 - Portion 15 Area 9.5 (MOD-001 & CB481 Level Transition changes) | 6603474 | [REDACTED] |
| VO#31 - Portion 17 Area 9.6 (MOD-002) Flemington and Lidcombe | 6603478 | [REDACTED] |
| VO#39 - Portion 12 Area 9 (CB008) Signalling Design Changes | 6624483 | [REDACTED] |
| VO#42 - Portion 18 Area 9 CB202 Level Transition Installation Modification | 6624860 | [REDACTED] |

| | | |
|--|---------|------------|
| VO#47 - Portion 18 Area 9 Design Modifications (MOD-005) | 6643372 | [REDACTED] |
| VO#49 - Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | 6643537 | [REDACTED] |
| VO#50 - Portion 15 Area 9 Newtown to Burwood Design Modifications (MOD-007a & MOD-013) | 6643572 | [REDACTED] |
| VO#54 - Portion 16 Area 9 Modified Signalling Design (MOD008) | 6646391 | [REDACTED] |
| VO#55 - Portion 13 Area 9 Modified Signalling Design (MOD022) | 6648603 | [REDACTED] |
| VO#56 - Portion 15 Area 9 West Level Transition Removals Design | 6648756 | [REDACTED] |
| VO#57 - Portion 15 Area 9 Central Level Transition Removals Design | 6648797 | [REDACTED] |
| VO#60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | 6663454 | [REDACTED] |
| VO#61 - Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | 6663455 | [REDACTED] |

Portions 20-21 (As-Built)

| Variation Number / Description | Letter Ref | Date Issued |
|---|------------|-------------|
| VO# 53 – Splitting of as-builts for Portion 20 and 21 | 6660936 | [REDACTED] |

TfNSW acknowledges that the above variations have resulted in extension to the Date for Completion of Portions 11 (sub-Area 7.2), 13 to 18 (Area 9) and Portions 20 and 21 (as-builts for Areas 6,7.2, 8 and 9) and have resulted in additional costs.

Date for Completion

Pursuant to Clause 18.4 of the Agreement, TfNSW hereby grants an extension of time to the Date for Completion as detailed in table 1 below:

Table 1

| Portion | Area | Current Date for Completion | Revised Date for Completion | EOT (Business Days) |
|---------|----------|-----------------------------|-----------------------------|---------------------|
| 11 | Area 7.2 | [REDACTED] | [REDACTED] | 239 |
| 12 | Area 9.4 | [REDACTED] | [REDACTED] | 82 |
| 13 | Area 9.3 | [REDACTED] | [REDACTED] | 190 |
| 14 | Area 9.2 | [REDACTED] | [REDACTED] | 138 |
| 15 | Area 9.5 | [REDACTED] | [REDACTED] | 231 |

| | | | | |
|----|-------------------------------|------------|------------|-----|
| 16 | Area 9.7 | [REDACTED] | [REDACTED] | 225 |
| 17 | Area 9.6 | [REDACTED] | [REDACTED] | 109 |
| 18 | Area 9.1 | [REDACTED] | [REDACTED] | 205 |
| 20 | As Built for Areas 6, 7.2 & 8 | [REDACTED] | [REDACTED] | 173 |
| 21 | As Built for Area 9 | [REDACTED] | [REDACTED] | 160 |

Adjustment to the Fee (Claim Amount):

TfNSW has assessed Alstom's proposed Claim for an additional amount of \$ 477,406.50 (excl. GST) for the additional project management costs associated with the overall extended duration, using the unit rates set out in Schedule 6 of the Agreement.

Please refer to Table 2 below for the breakdown of the Claimed amount of \$ 477,406.50 (excl. GST)

For avoidance of doubt, TfNSW clarifies that Alstom has agreed to claim the preliminary costs for 150 business days instead of 160 business days of extension.

Table 2

| Role | Daily Rate | Business Days | Amount |
|-------------------------------|------------|---------------|---------------------|
| Project Management [REDACTED] | [REDACTED] | [REDACTED] | [REDACTED] |
| Total excl. GST | | | \$477,406.50 |

Revised Fee:

The Fee is adjusted by a lump sum amount of \$477,406.50(excl GST) to a total value of \$35,454,289.75 (excl. GST) as detailed in Attachment A.

TfNSW requests Alstom's acceptance of this letter in the space provided on the following page and returning a signed copy in its entirety to Simmi Joseph via email to simmi.joseph@transport.nsw.gov.au .

Yours sincerely,

[REDACTED]

Allia Karaman
Principal's Representative
ATP Program

Dated: 19/04/2022

Attachment(s): Attachment A – Revised Contract Sum

Extension of Time Claim to the Date for Completion and associated project management costs is accepted for and behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Nam _____

Title _____

Date _____

Attachment A – Revised Fee

| Description | Value |
|---|-----------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks - Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks - Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 - Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 - Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 –KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |

| | |
|--|--------------|
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington & Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & | \$74,818.02 |

| | |
|--|------------------------|
| Portion 9 Area 8 LT Removals | |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Variation 60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Variation 61 - Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Claim - Extension of Time and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9) | \$477,406.50 |
| Revised Fee | \$35,454,289.75 |

ATP Letter Ref: 6669484

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 62 - Area 7.2 Portion 11 (Zig-Zag to Lithgow) MOD-014
(NIT Observation Reports 17&18)

TfNSW refers to Alstom's letter noted above dated 9 May 2022, where Alstom submitted a variation proposal for Portion 11, Area 7, in response to TfNSW's letter ref. 6657898, dated 25 February 2022, where it directed Alstom to comply with modified Signalling Design (MOD-014) for Portion 11, issued under TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000439 on 25 February 2022.

Further to the above, TfNSW acknowledges that afore-noted modified Signaling Package has resulted in reworks to the Contract Material for Portion 11. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 62 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 11, Area 7.2, as per modified Signalling Design, issued via TeamBinder transmittal ATP-TFNSW-ALS-TX-000439 dated 25 February 2022 (copy enclosed):

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB124 | 2 |
| CB125 | 4 |
| Total | 6 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$81,956.78 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|--------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$81,956.78 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$81,956.78 (excl. GST) to a total value of \$35,536,246.53 (excl. GST) as detailed in **Attachment A**.

Date for Completion:

The impact to the Date for Completion of Portion 11 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom’s acceptance of this variation no. 62 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal’s Representative

Dated:

Attachment - TeamBinder transmittal number ATP-TFNSW-ALS-TX-000439



Variation 62 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [REDACTED]

Name (print): [REDACTED]

Position: [REDACTED]

Date: [REDACTED]

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 - Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 - Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 - Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 - Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 - Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 - Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 - Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 - Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 - Reworks - Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 - Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 - Reworks - Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 - Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 - Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 - Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 - Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 - Portion 6 - Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 - Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 - Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 - Area 8 Portion 8 (Fairfield- Sefton Park - Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 –KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 - Unproductive Man-Hours Claim - Jan 2021 - Mar 2021 | \$279,626.10 |
| Variation 27 - Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington & Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) - NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) - Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |

| | |
|---|------------------------|
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) - Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Variation 60 - Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Variation 61 - Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Claim - Extension of Time and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9) | \$477,406.50 |
| Variation 62- Area 7.2 Portion 11 (Zig-Zag to Lithgow) MOD-014 (NIT Observation Reports 17&18) | \$81,956.78 |
| Revised Fee | \$35,536,246.53 |

ATP Letter Ref: 6670937

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 63 - Area 9 Portion 13 and Portion 14 Design
Modifications (NIT Observation Reports 22, 25 & 28)**

TfNSW refers to Alstom's letter noted above dated 16 May 2022, where Alstom submitted a variation proposal for Portion 13 and Portion 14 in Area 9, in response to the following:

1. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000693, dated 9 December 2021, where it issued to Alstom the NIT observation report 025 for sub-Areas 9.5 & 9.6;
2. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000790, dated 21 March 2022, where it issued to Alstom the NIT observation report 028 for sub-Areas 9.1,9.2,9.3 & 9.7;
3. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000792, dated 22 March 2022, where it issued to Alstom the NIT Observation report 025 (North Sydney-D_LINK) for sub-Areas 9.1,9.2,9.3 & 9.7; and
4. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000799, dated 23 March 2022, where it issued to Alstom the NIT Observation report 022 for sub-Areas 9.1,9.2,9.3 & 9.7.

Further to the above, TfNSW acknowledges that afore-noted NIT observation reports have resulted in reworks to the Contract Material for Portion 13 and Portion 14. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 63 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 13 and Portion 14, Area 9, as per NIT observation reports issued via following TeamBinder correspondences (copies enclosed):

- a. ATP-TFNSW-ALS-CORR-000693, dated 9 December 2021;
- b. ATP-TFNSW-ALS-CORR-000790, dated 21 March 2022;
- c. ATP-TFNSW-ALS-CORR-000792, dated 22 March 2022; and
- d. ATP-TFNSW-ALS-CORR-000799, dated 23 March 2022.

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CB011 | 2 |
| CB031 | 3 |
| CB440 | 7 |
| CB442 | 3 |
| CB444 | 3 |
| CB448 | 1 |
| Total | 7 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$129,309.52 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$129,309.52 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$129,309.52 (excl. GST) to a total value of \$35,665,556.05 (excl. GST) as detailed in **Attachment A**.

Date for Completion:

The impact to the Date for Completion of Portion 13 and Portion 14 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |



TfNSW requests Alstom's acceptance of this variation no. 63 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal's Representative

Dated:

Attachment – TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000693
TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000790
TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000792
TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000799

Variation 63 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: _____

Name (print): _____

Position: _____

Date: _____

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 – Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 – Reworks – Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 – Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 – Reworks – Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 – Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 – Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 – Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 – Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 – Portion 6 – Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 – Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 – Area 8 Portion 8 (Fairfield- Sefton Park – Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 –KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington & Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) – NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) – Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |

| | |
|---|------------------------|
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) – Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Variation 60 – Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Variation 61 – Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Claim – Extension of Time and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9) | \$477,406.50 |
| Variation 62- Area 7.2 Portion 11 MOD-014 (NIT Observation Reports 17&18) | \$81,956.78 |
| Variation 63 - Area 9 Portion 13 and Portion 14 Design Modifications (NIT Observation Reports 22, 25 & 28) | \$129,309.52 |
| Revised Fee | \$35,665,556.05 |

ATP Letter Ref: 6671513

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 64 – Area 9 Portion 17 Design Modifications (NIT
Observation Reports 37, 38 & 42)**

TfNSW refers to Alstom's letter noted above dated 19 May 2022, where Alstom submitted a variation proposal for Portion 17, in response to the following:

1. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000793, dated 23 March 2022, where it issued to Alstom the NIT observation report 037 for sub-Areas 9.5 and 9.6;
2. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000794, dated 23 March 2022, where it issued to Alstom the NIT observation report 038 for sub-Areas 9.5 and 9.6; and
3. TfNSW's TeamBinder correspondence ref ATP-TFNSW-ALS-CORR-000795 dated 23 March 2022, where it issued to Alstom the NIT observation report 042 for sub-Areas 9.5 and 9.6.

Further to the above, TfNSW acknowledges that afore-noted NIT observation reports have resulted in reworks to the Contract Material for Portion 17. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 64 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 17, Area 9, as per NIT observation reports issued via following TeamBinder correspondences (copies enclosed):

- a. ATP-TFNSW-ALS-CORR-000793, dated 23 March 2022;
- b. ATP-TFNSW-ALS-CORR-000794, dated 23 March 2022; and
- c. ATP-TFNSW-ALS-CORR-000795, dated 23 March 2022.

Further, TfNSW summarises in table 1 below the number of balise groups impacted under this variation:

Table 1

| Circuit Book | Impacted BG/IP Count |
|--------------|----------------------|
| CBFCS | 1 |
| CBFGJ | 5 |
| CBLID | 1 |
| Total | 7 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$113,514.38 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$113,514.38 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$113,514.38 (excl. GST) to a total value of \$35,779,070.43 (excl. GST) as detailed in **Attachment A**.

Date for Completion:

The revised Date for Completion including other key milestones for Portion 17 are summarised in table 3 below:

Table 3

| Milestone Portion 17 | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |



TfNSW requests Alstom's acceptance of this variation no. 64 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,



Alia Karaman
Principal's Representative

Dated:

Attachment – TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000793
TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000794
TeamBinder correspondence number ATP-TFNSW-ALS-CORRO-000795

Variation 64 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: 

Name (print): 

Position: 

Date: 

Attachment A – Revised Fee

| Description | Value |
|---|----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 – Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 – Reworks – Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 – Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 – Reworks to Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 – Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 – Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 – Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 – Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 – Portion 6 – Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 – Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 – Area 8 Portion 8 (Fairfield- Sefton Park – Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 – KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |

| | |
|--|--------------|
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |
| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington & Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) – NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) – Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) – Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Defects Modification and LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |

| | |
|---|------------------------|
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
| Variation 60 – Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Variation 61 – Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Claim – EoT and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9) | \$477,406.50 |
| Variation 62- Area 7.2 Portion 11 MOD-014 (NIT Observation Reports 17&18) | \$81,956.78 |
| Variation 63 - Area 9 Portion 13 and Portion 14 Design Modifications (NIT Observation Reports 22, 25 & 28) | \$129,309.52 |
| Variation 64 - Area 9 Portion 17 Design Modifications (NIT Observation Reports 37, 38 & 42) | \$113,514.38 |
| Revised Fee | \$35,779,070.43 |



ATP Letter Ref: 6669485

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 65 - Area 9 Portion 16 and Portion 18 Design
Modifications (Various, including MTMS)**

TfNSW refers to Alstom's letter noted above dated 3 June 2022, where Alstom submitted a variation proposal for Portion 16 and Portion 18 in Area 9, in response to the following:

1. TfNSW's letter ref. 6656752, dated 23 February 2022, where it directed Alstom to comply with revised Signalling Design (MOD-047 & MOD 048B) pertaining to Portion 16, issued via TeamBinder transmittal ref ATP-TFNSW-ALS-TX-000437 on 22 February 2022; and
2. TfNSW's letter ref. 6656756, dated 23 February 2022, which directed Alstom to amend the Contract Material for Portion 18 arising from the modified Signalling Design issued via Teambinder transmittal ref. ATP-TFNSW-ALS-TX-000436 on 22 February 2022.

Further to the above, TfNSW acknowledges that the revised Signaling Design issued via Teambinder transmittals noted above has resulted in reworks to the Contract Material for Portion 16 and Portion 18. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 65 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 16 and Portion 18, Area 9, to incorporate the revised Signalling Design issued via following TeamBinder transmittals (copies enclosed):

- a. ATP-TFNSW-ALS-TX-000436, dated 22 February 2022.
- b. ATP-TFNSW-ALS-TX-000437, dated 22 February 2022, and

Further, TfNSW summarises in table 1 below the total number of balise groups impacted under this variation:

Table 1

| | Impacted BG/IP Count | | |
|------------------|-------------------------|------------------|---------------------|
| Circuit Book | MTMS STAR | MTMS DR Sheet | NIT Observations |
| CB044 | | | 2 |
| CBRR1 | | 3 | |
| CBRR3 | | | 7 |
| CBRR4 | | | 3 |
| CBRR6 | 3 | | |
| CBRR7 | 1 | | |
| CBRR9 | | 2 | |
| CBWSA | 2 | | |
| Sub-Total | 6 | 5 | 12 |
| | | Total | 23 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$240,748.30 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| MTMS STAR Modifications | | | |
|----------------------------------|-------|------|--------------------|
| Role | Hours | Rate | Amount |
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Sub-Total | | | \$95,898.56 |
| MTMS DR Sheet / NIT Observations | | | |
| Role | Hours | Rate | Amount |
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |

| | | | | |
|---------------------------------|--|--|------------------|---------------------|
| Independent Professional Review | | | | |
| Design Management | | | | |
| | | | Sub-Total | \$144,849.74 |
| | | | Total | \$240,748.30 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$240,748.30 (excl. GST) to a total value of \$36,019,818.73 (excl. GST) as detailed in **Attachment A**.

Date for Completion:

The impact to the Date for Completion of Portion 16 and Portion 18 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |

TfNSW requests Alstom's acceptance of this variation no. 65 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted Signature]

Allia Karaman
Principal's Representative

2/06/2022
Dated:

*Attachment – TeamBinder transmittal number ATP-TFNSW-ALS-TX-000436
TeamBinder transmittal number ATP-TFNSW-ALS-TX-000437*

Variation 65 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted]
Name (print): [Redacted]
Position: [Redacted]
Date: [Redacted]

Attachment A – Revised Fee

| Description | Amount (excl. GST) |
|---|-----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 – Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 – Reworks – Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 – Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 – Reworks – Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 – Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 – Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 – Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 – Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 – Portion 6 – Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 – Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 – Area 8 Portion 8 (Fairfield- Sefton Park – Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 –KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |
| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |

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| Variation 31 – Portion 17 (Area 9.6) (MOD-002) Flemington & Lidcombe | \$147,973.30 |
| Variation 32 – Portion 6 (Area 6.2) – NIT Defects (MOD-002, MOD-003, MOD-004) | \$311,817.34 |
| Variation 33 – Portion 7 (Area 9.6) – Auburn-Lidcombe LT (CB095) | \$172,331.94 |
| Variation 34 – Portion 5 Area 6 Level Transition Removal (West) | \$151,677.64 |
| Variation 35 – Portion 2 (Area 1) Data Design Changes Due to Level Transition Removal and Merging CB009 | \$108,259.94 |
| Variation 36 – Portion 12 (Area 9.3) Data Design Changes Due to LT Installation at St Leonard and Track Slew Works CB008 | \$132,498.47 |
| Variation 37 – Area 6 Portion 7 NIT Modifications | \$212,489.68 |
| Variation 38 – SIT and KAMF As-built documentation | \$66,112.44 |
| Variation 39 – Portion 12 Area 9 Modified Signalling Design (CB008) | \$74,818.02 |
| Variation 40 – Area 8 Portion 9 (CB032) Signalling Design Chan | \$0.00 |
| Variation 41 – Area 8 Portion 10 NIT Modifications | \$228,783.82 |
| Variation 42 – Portion 18 Area 9 Redfern (CB202) – Level Transition | \$58,158.70 |
| Variation 43 – Portion 8 Area 9 (CB022) NIT Modifications | \$60,747.74 |
| Variation 44 – Portion 7 Area 6 Harris Park & Merrylands (MOD-008 & MOD-011) | \$135,918.12 |
| Variation 45 – Portion 23 Area 3 & Area 6 ETCS Train Stops | \$133,513.52 |
| Variation 46 – Portion 5 Area 6 NIT Modification and LT Removal | \$138,922.20 |
| Variation 47 – Portion 5 Area 6 NIT Modification & LT Removal | \$508,693.38 |
| Variation 48 – Portion 10 Area 8 Leppington Speed Sign Modifications | \$127,627.02 |
| Variation 49 – Portion 17 Area 9 – Flemington & Lidcombe Design Modifications MOD-006 | \$116,278.84 |
| Variation 50 – Portion 15 Area 9 – Newtown to Burwood Design Modifications MOD-007a & MOD013 | \$310,503.06 |
| Variation 51 – Portion 22 KAMF NIT Modifications Design (MOD-003) | \$64,521.60 |
| Variation 52 – Portion 10 Area – CB137 Modification & Portion 9 Area 8 LT Removals | \$74,818.02 |
| Variation 53 – Splitting of As-Builts Documentation (Portions 20&21) | \$262,435.58 |
| Variation 54 – Portion 16 Area 9 Modified Signaling Design (MOD008) | \$226,049.46 |
| Variation 55 – Portion 13 Area 9 Modified Signaling Design (MOD022) | \$127,392.62 |
| Variation 56 – Portion 15 Area 9 West LT Removal Design | \$333,939.00 |
| Variation 57 – Portion 15 Area 9 West LT Removal Design | \$341,807.46 |
| Variation 58 – Portion 11 Area 7.2 Katoomba to Mt. Victoria Design Modifications (MOD-005-MOD-009) | \$144,913.94 |
| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |

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|---|------------------------|
| Variation 60 – Area 9 Portion 15 Design Modifications (MOD-021a and MOD-029a) | \$131,881.84 |
| Variation 61 – Area 9 Portion 17 Design Modifications Flemington (Goods Junction, Car Sidings), Lidcombe & North Strathfield (MOD-032, MOD-036 and MOD-037) | \$230,619.70 |
| Claim – Extension of Time and Associated Project Management Costs – Portions 11 (Sub-Area 7.2), 13-18 (Area 9) and Portions 20 and 21 (As-Built for Areas 6,7.2, 8 and 9) | \$477,406.50 |
| Variation 62- Area 7.2 Portion 11 (Zig-Zag to Lithgow) MOD-014 (NIT Observation Reports 17&18) | \$81,956.78 |
| Variation 63 - Area 9 Portion 13 and Portion 14 Design Modifications (NIT Observation Reports 22, 25 & 28) | \$129,309.52 |
| Variation 64 - Area 9 Portion 17 Design Modifications (NIT Observation Reports 37, 38 & 42) | \$113,514.38 |
| This Variation 65 - Area 9 Portion 16 and Portion 18 Design Modifications (Various, including MTMS) | \$240,748.30 |
| Revised Fee | \$36,019,818.73 |



ATP Letter Ref: 6674602

Alstom Ref: [REDACTED]

Alstom Transport Australia Pty Ltd
16 Giffnock Avenue,
North Ryde, NSW 2113

Attention: [REDACTED]

Dear [REDACTED]

**Automatic Train Protection Program (ATP)
AMS Area 1, 6, 7, 8 and 9 Trackside Data Design (ISD-17-6580) (Agreement)
Subject: Variation No. 66 - Portion 18 (Area 9.1) Signalling Design
Modifications - Network Integration Testing (NIT) Observation
Reports 31, 32 & 36**

TfNSW refers to Alstom's letter noted above dated 3 June 2022, where Alstom submitted a variation proposal for Portion 18 (Area 9.1), in response to the following:

1. TfNSW's TeamBinder correspondence ref. letter ref. ATP-TFNSW-ALS-CORR-000815, dated 11 April 2022 (copy enclosed), where it issued to Alstom the NIT observation report 031 for sub-Areas 9.1, 9.2, 9.3 & 9.7;
2. TfNSW's TeamBinder correspondence ref. letter ref. ATP-TFNSW-ALS-CORR-000816, dated 11 April 2022 (copy enclosed), where it issued to Alstom the NIT observation report 032 for sub-Areas 9.1, 9.2, 9.3 & 9.7; and
3. TfNSW's TeamBinder correspondence ref. letter ref. ATP-TFNSW-ALS-CORR-000841, dated 12 May 2022 (copy enclosed), where it issued the NIT observation report 036 for sub-Areas 9.1, 9.2, 9.3 & 9.7.

Further to the above, TfNSW acknowledges that afore-noted NIT observation reports (31, 332 and 36) have resulted in reworks to the Contract Material for Portion 18. As such, and pursuant to clause 16.2 of the Agreement, TfNSW issues this variation no. 66 to Alstom as detailed below:

Scope of Variation

Amend the Contract Material for Portion 18, Area 9.1, as per NIT observation reports 31, 32 and 36 transmitted via TeamBinder correspondence noted above.

TfNSW summarises in table 1 below the total number of balise groups impacted under this variation:

Table 1

| Circuit Book | Impacted BG/IP Count |
|------------------|----------------------|
| CB202 | 4 |
| CBRR9 | 2 |
| CB044 | 1 |
| Sub-Total | 7 |

Variation Amount

Pursuant to clause 16.3 (b) of the Agreement, variation amount assessed at \$113,514.38 (excl. GST) using the hourly rates under Schedule 6 of the Agreement, and as amended under TfNSW letter ref. 6589030 dated 12 May 2021.

Please refer to table 2 below for detailed breakdown of the variation amount:

Table 2

| Role | Hours | Rate | Amount |
|---------------------------------|-------|------|---------------------|
| Data Preparation Engineer | | | |
| Data Preparation Manager | | | |
| Data Validation Engineer | | | |
| Data Validation Manager | | | |
| System Assurance | | | |
| Independent Professional Review | | | |
| Design Management | | | |
| Total | | | \$113,514.38 |

Adjustment to the Fee

The Fee is adjusted by a lump sum amount of \$113,514.38 (excl. GST) to a total value of \$ 36,133,333.11 (excl. GST) as detailed in **Attachment A**.

Date for Completion:

The impact to the Date for Completion of Portion 18 arising from this variation and the key milestones are detailed in table 3 below:

Table 3

| Description/Activity | Date |
|-------------------------|------|
| Validated Data Delivery | |
| Assurance Pack Delivery | |
| Date for Completion | |



TfNSW requests Alstom's acceptance of this variation no. 66 by signing in the space provided below and returning a signed copy in its entirety to Simmi Joseph (simmi.joseph@transport.nsw.gov.au).

Yours sincerely,

[Redacted signature area]

Alia Karaman
Principal's Representative

Dated:

Attachment – TeamBinder transmittal number ATP-TFNSW-ALS-CORR-000815
TeamBinder transmittal number ATP-TFNSW-ALS-CORR-000816
TeamBinder transmittal number ATP-TFNSW-ALS-CORR-000841

Variation 66 is accepted for and on behalf of Alstom Transport Australia Pty Ltd:

Signature: [Redacted]

Name (print): [Redacted]

Position: [Redacted]

Date: [Redacted]

Attachment A – Revised Fee

| Description | Amount (excl. GST) |
|---|-----------------------|
| Original Fee | \$23,438,464.80 |
| Option – Data Design Resources for Area 7 | \$735,123.20 |
| Variation 1 – Reworks to Portion 1 Contract Material | \$80,447.44 |
| Variation 2 – Unproductive man-hours Claim (April' 19 – June 19) | \$504,400.00 |
| Variation 3 – Unproductive man-hours Claim (July 19 – Oct' 2019) | \$362,765.00 |
| Variation 4 – Amendment to Yard Entry & Exit BG at Hornsby (Portion 2) | \$64,596.26 |
| Variation 5 – Mission Files Generation for Areas 1, 6, 7, 8 and 9 | \$52,242.40 |
| Variation 6 – Unproductive man-hours Claim (Nov' 2019 – Feb' 2020) | \$651,040.00 |
| Variation 7 – Reworks to the Contract Material for Portions 1 to 4 | \$508,112.99 |
| Variation 8 – Non-Productive Man-Hours Costs (Mar' 20 to May' 20) | \$773,811.84 |
| Variation 9 – Fixed Balise Solution Areas 6, 7.2 and 8 | \$156,112.60 |
| Variation 10 – Reworks – Portion 11 Katoomba to Mt Victoria | \$92,273.28 |
| Variation 11 – Yard Entry and Exit BGs Area 1 Portion 3 – Epping | \$53,351.52 |
| Variation 12 – Reworks – Portion 4 Concord West to Eastwood (MOD003) | \$103,947.03 |
| Variation 13 – Non-Productive Man-Hours Costs (June' 20 to Aug' 20) | \$205,081.28 |
| Variation 14 – Yard Entry & Exit BGs (Q-Link) Portions 5-10 | \$27,314.04 |
| Variation 15 – Yard Entry & Exit BGs (Q-Link) Portion 11 (Area 7.2) | \$6,303.24 |
| Variation 16 – Portions 6 Signalling Design MODs | \$28,535.67 |
| Variation 17 – Portion 6 – Additional BGs CB117 LT Removal | \$30,816.84 |
| Variation 18 – Portion 2 Hornsby (MOD-002) NIT Defects | \$96,533.97 |
| Variation 19 – Non-Productive Man-Hours Costs (Sep' 20 to Dec' 20) | \$592,515.76 |
| Variation 20 – Area 8 Portion 8 (Fairfield- Sefton Park – Liverpool) Sefton Park Speed Sign changes MOD-001 | \$84,858.87 |
| Variation 21 –KAMF Yard Entry and Exit Balise Groups Data Design | \$164,581.05 |
| Variation 22 – Portion 2 Revised Signalling Design (MOD-003) | \$50,433.27 |
| Variation 23 – Portion 9 Airport Line Speed Sign Changes | \$106,628.91 |
| Variation 24 – Area 9 Fixed Balise Solution | -\$138,140.59 |
| Variation 25 – Portion 7 (MOD-003) Auburn Signalling Design Changes | \$0.00 |
| Variation 26 – Unproductive Man-Hours Claim – Jan 2021 – Mar 2021 | \$279,626.10 |
| Variation 27 – Portion 5 (MOD-002) NIT Defects | \$135,163.83 |
| Variation 28 – Portion 7 and Portion 8 – Pine Road Level Crossing | \$91,398.70 |
| Variation 29 – Portion 14 (Area 9.2) MOD-003 | \$53,114.44 |

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| Variation 30 – Portion 15 (Area 9.5) (MOD-001 & CB481 LT changes) | \$264,218.04 |
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| Variation 59 – Merging of Split CB Data – CB 078 (Area 6) and CB 015 (Area 8) | \$185,707.08 |
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| Variation 65 - Area 9 Portion 16 and Portion 18 Design Modifications (Various, including MTMS) | \$240,748.30 |
| This Variation 66 - Area 9 Portion 18 Design Modifications (NIT Observation Reports 31, 32 & 36) | \$113,514.38 |
| Revised Fee | \$36,133,333.11 |