

<p>AGREEMENT AMENDMENTS NOTICE NO 3</p> <p>Regarding the Variation No 3 in respect of additional services</p> <p>Registration No. 1.19/LV-2021-76-3</p>	
<p>AGREEMENT:</p>	<p>Engineering services for preparation, procurement and supervision of Rail Baltica Control-Command and Signalling subsystem deployment No 1.19/LV-2021-76 dated 18 January 2022</p>
<p>AGREEMENT PARTIES:</p>	<ol style="list-style-type: none"> 1. RB Rail AS a joint-stock company duly incorporated and operating under the laws of the Republic of Latvia, registration number 40103845025, registered address: Satekles street 2B, Riga, LV-1050, Latvia (hereinafter – the Client), 2. A partnership consisting of: <ul style="list-style-type: none"> - SYSTRA, a company organized and existing under the laws of France having its registered office at 72-76, rue Henry Farman; 75015 Paris; France, registered with the Registrar of Paris under number 387 949 530 - ITALFERR S.P.A. - Ferrovie dello Stato Italiane Group, a company with a sole shareholder subject to direction and coordination of Ferrovie dello Stato Italiane S.p.A., with registered office in Via Vito Giuseppe Galati no. 71, organized under the law of Italy, Fiscal Code N. 06770620588 - EGIS RAIL SA, , a company organized and existing under the laws of France, having its registered office at 168-170, Avenue Thiers, 69006 Lyon, registered with the registrar of Lyon under number 968 502 559 represented by the Leader of the Joint Venture SYSTRA, represented for the purpose herein by Frédéric Dufour, in the capacity of Western Europe Director and duly authorized, acting accordance with Clause 6 of Letter of Association signed on 18 January 2022, (hereinafter, the “Consultant”).
<p>DESCRIPTION OF THE AMENDMENTS:</p>	<ol style="list-style-type: none"> 1. The Parties have entered into Agreement “Engineering services for preparation, procurement and supervision of Rail Baltica Control-Command and Signalling subsystem deployment” No 1.19/LV-2021-76 dated 18 January 2022 (hereinafter – Agreement). 2. Based on the Clients request, the Consultant has submitted its proposal for additional services in respect of review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator (ID No CCS-SIE-RBR-2023-00028 dated 12 October 2023). 3. The Parties have agreed to conclude the Variation in respect of Additional Services of review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator for the Phase 1 (Preparatory phase) in line with the Agreement requirements in the total amount of EUR 62 378,00 EUR without VAT. 4. Taken into account that Additional services of review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator have impact on delivery of Service Package – 3 and Service Package – 6 within Phase 1 (Preparatory phase), the Parties agree to extend the milestones for Service Package – 3 and extend the deadline

	<p>for Service Package – 6, thus stipulating that the milestones for Service Package – 3 are in accordance with Clause 4.1.5. of Appendix 1 [Scope of Services] as set in Annex 1 of this Agreement Amendment Notice and deadline for Service Package – 6 and Additional services is one (1) month from the date of signing the Agreement Amendment Notice No 3.</p>
<p>AMENDMENT OF THE AGREEMENT:</p>	<p>The Agreement shall be amended as follows:</p> <ol style="list-style-type: none"> 1. The Consultant shall provide to the Client additional services of review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator (hereinafter - the Additional Services) for the Phase 1 (Preparatory phase) in line with the Agreement requirements, Technical specification and the Consultant’s Proposal. 2. The Parties agree that the total amount of Additional Services is EUR 62 378,00 (sixty-two thousand three hundred seventy-eight euros, 0 cents), (without VAT). 3. The Parties agree that the Additional services have impact on delivery of Service Package – 3 and Service Package – 6 within Phase 1 (Preparatory phase), thus the Parties agree to extend the milestones for Service Package – 3 and extend the deadline for Service Package – 6 and set deadline for Additional services, stipulating that the milestones for Service Package – 3 are in accordance with Clause 4.1.5. of Appendix 1 [Scope of Services] as set in Annex 1 of this Agreement Amendment Notice and deadline for Service Package – 6 and Additional services is one (1) month from the date of mutually signed Agreement Amendment Notice No 3. 4. The Sub-Clause 4.1.5. of Appendix 1 [Scope of Services] shall be introduced in a new wording as set forth in Annex 1 of this Agreement Amendment Notice. 5. The Additional Services shall be provided as one - off services and paid after completion in accordance with the Sub-Clause 7.2.1. of Particular Conditions of the Agreement. 6. As a result of the Additional Services, the Agreement Price for Preparatory phase (Phase 1 services) set in the Clause 10 a) of Form of Agreement and Appendix 3 [Remuneration and Payment] has been agreed to increase by EUR 62 378,00 and thus shall in aggregate be in the amount of EUR 1 761 115.18 (excluding VAT), thus the Clause 10 of Form of Agreement shall be amended and introduced in the new wording as set in Annex 1 of this Notice. 7. The Consultant’s Proposal for the Additional Services shall be attached to this Agreement Amendment Notice as Annex 2 thus becoming part of this Agreement Amendment Notice. 8. Technical specification for Additional Services (Annex 3 to this Agreement Amendment Notice) shall be added as an annex to the Appendix 1 [Scope of Services], thus becoming part of the Appendix 1 [Scope of Services]. This document annexes the existing Appendix 1 [Scope of Services] and does not replace it. All provisions and requirements included in the Appendix 1 [Scope of Services] of the Agreement are applicable to the Additional Services and deliverables included in the Variation No.3, if not directly specified otherwise in this Technical specification for Variation No.3.

	<p>9. Other Agreement conditions which are not affected by this notice shall remain unchanged.</p> <p>10. This notice is entered in in English language.</p> <p>11. This notice is entered into and governed by and shall be construed and interpreted in accordance with the applicable laws as set-forth in the Agreement and any dispute regarding this notice shall be resolved pursuant to the Agreement conditions.</p> <p>12. This notice shall be effective at the time of last electronic signature with time stamp.</p> <p>13. The document is signed by the duly authorized representatives of the Parties.</p> <p>14. By signing this document, the Consultant irrevocably certifies and confirms that this Variation and agreed changes in the Scope of Services and Remuneration has no other impact to the Agreement other that directly agreed in this Variation.</p> <p>15. By signing this document, the Consultant irrevocably certifies and confirms that there are no claims or circumstances, caused due to this Agreement amendments notice (Variation No 3) that could cause any additional variations concerning extension of time for completion, compensation of costs, extra remuneration or exceptional costs, as provided in this Agreement Amendments notice and other provisions introduced by this Agreement Amendments notice and its appendices that are related to the subject-matter of this Amendment Agreement Notice.</p> <p>16. Upon signing this Agreement Amendments notice Parties have fully resolved all aspects in respect to Variation requests with the reference: No CCS-SIE-RBR-2023-00021 dated 30 May 2023 "CCS Engineer Shadow Operator deliverables extra activities" superseded by No CCS-SIE-RBR-2023-00028 dated 12 October 2023 "CCS Engineer Shadow Operator deliverables extra activities_amendments".</p>
NOTES:	The Consultant's Representative having authority to execute this document shall sign it and return copy to the Client's Representative at the earliest convenience.

Annexes:

1. Annex 1 to the Agreement Amendments Notice No 3.
2. Annex 2 to the Agreement Amendments Notice No 3 – the Proposal.
3. Annex 3 to the Agreement Amendments Notice No 3 – the Technical specification.

On behalf of the Client:

Name Surname: Emilien Leonard Nicolas Dang
Position: Member of the Management Board
RB Rail AS

On behalf of the Consultant:

Name Surname: Frédéric Dufour
Position: Western Europe Director
SYSTRA

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*THIS DOCUMENT IS SIGNED ELECTRONICALLY WITH A SAFE ELECTRONIC SIGNATURE AND
CONTAINS A TIME STAMP*

*Annex 1 to the Agreement Amendment notice No 3
Engineering services for preparation, procurement and
supervision of Rail Baltica Control-Command and Signalling subsystem deployment,
Agreement registration No 1.19/LV-2021-76*

1. The Parties agree to amend the Clause 10 of Form of Agreement and introduce in a new wording:

“10. The Agreement Price for performance of all Services under the Agreement is EUR 32 625 980,50 (thirty-two million six hundred twenty - five thousand nine hundred eighty Euros and 50 cents) (excluding VAT), which consists of the following:

- a. **Preparatory phase** (Phase I services) – **EUR 1 761 115.18 (excluding VAT);**
 - b. **Works implementation phase** (Phase II services) – **EUR 27 927 514 (excluding VAT);**
 - c. **The Client’s Reserve - EUR 2 937 351,32 (excluding VAT).”**
2. The Parties agree to amend the Sub-Clause 4.1.5. of Appendix 1 [Scope of Services] of the Agreement and introduce Sub-Clause 4.1.5. of Appendix 1 [Scope of Services] in a new wording:

“4.1.5. Preparatory phase consists of the following Service Packages to be provided by the CCS Engineer within indicated deadlines and deliverables:

Table 9. Service Packages in Preparatory phase.

Preparatory phase – Service Packages	Milestones [after CD]	Deadlines* [after CD]	Deliverables**
PrepPhase SP-1. Inception			
Inception report	18.02.2022	18.04.2022	Report
Draft CCS Deployment Management Plan	18.02.2022		Draft report
Draft LCC / MCA / Environmental impact Plan	18.02.2022		Report
CCS Engineer Mobilization plan	18.02.2022		Report
CCS Deployment Management Plan	18.04.2022		Report
PrepPhase SP-2. Initial data review			
Initial data collection list	01.02.2022	18.03.2022	List
Initial data (Including DG, Rail Baltica main line design, Local Facility design, Employers design concepts) review	18.03.2022		Report
PrepPhase SP-3. CCS Concept Design preparation			

System engineering plan	13.07.2022	31.12.2023	Report
Concept Design structure	09.05.2022		Report
Review of the draft Rail Baltica Operational Concept provided by Shadow Operator	15.11.2023		Draft report
Draft Concept Designs incl. LCC / MCA / Environmental impact report and draft CCS subsystems requirements specifications	15.10.2023		Draft report
Review and finalisation of the Rail Baltica Operational Concept provided by Shadow Operator	31.12.2023		Report
Proposal for civil works provisions for CCS subsystem in DTD and preparation of updates for DG	31.12.2023		Report
TSI CCS Concept Design and TSI CCS requirements specifications for submission for approval by the EU Agency for Railways	23.12.2022		Report
All Concept Designs incl. LCC / MCA / Environmental impact report and RAMS analysis	31.12.2023		Report
Requirements specifications for all systems of CCS subsystem according to scope definition in Chapter 2	30.12.2023		Report
PrepPhase SP-4. Radio coverage Concept Design			
Collection of input data and assumptions	18.02.2022	18.09.2022	List
Approach on Radio coverage Concept Design	18.03.2022		Presentation
Draft radio coverage Concept Design report	18.05.2022		Draft Report
Final radio coverage Concept Design report	18.09.2022		Report

PrepPhase SP-5. CCS Deployment Strategy preparation			
Supplier market research	16.06.2022	31.10.2023	Report
CCS subsystem procurement strategy	09.08.2022		Report
CCS Deployment Strategy Draft	28.11.2022		Report
CCS Deployment Strategy including technical agreements	15.10.2023		Report
Verification and Validation plan	31.10.2023		Report
Elaboration of cost estimates for all systems of CCS subsystem and its deployment based on SP-3, SP-4, SP-5	31.01.2023		Report incl. Cost Breakdown structure
PrepPhase SP-6. Assistance to procurement*			
Draft technical part for the Regulations of the first stage of Works procurement	20.12.2022	Within one (1) month after mutually signed Agreement Amendment Notice No 3	Report
Draft technical part for the Regulations of the second stage of Works procurement	31.07.2023		Report
Recommendations/review of Works Contract	29.12.2023		Report
Draft Technical Specifications for Works Contract	29.12.2023		Report
Technical Specifications for Works Contract	Within one (1) month after mutually signed Agreement Amendment Notice No 3		Report
Support for supplier market consultation	N/A***	N/A***	N/A***
Assistance in Works procurement process	N/A***	N/A***	N/A***

**Milestones are the time when the indicated documents shall be approved by Employer. Deadlines indicated are contractual – it is recommended to submit draft deliverables one week beforehand, in order to have first feedback on deliverable from the Employer.*

***Full content deliverables shall be considered for the review by the Employer.*

****Deadlines to be agreed with the Employer depending on the Works procurement process"*

3. The Parties agree that the Additional services in respect of review and analysis report of CCS Concept design according to "Operational Brief" prepared by the Shadow operator shall be provided in accordance with the requirements set in Technical specification [Annex 3] of Agreement Amendment Notice No 3 within one (1) month after mutually signed Agreement Amendment Notice No 3, and paid after completion in accordance with the Agreement.
4. Other Agreement conditions which are not affected by this Annex 1 to the Agreement Amendments shall remain unchanged and the Consultant shall fully comply with the requirements set in Agreement.

On behalf of the Client:

Name Surname: Emilien Leonard Nicolas Dang
Position: Member of the Management Board
RB Rail AS

On behalf of the Consultant:

Name Surname: Frédéric Dufour
Position: Western Europe Director
SYSTRA

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N/REF: CCS-SIE-RBR-2023-00028

V/REF: CCS-SIE-RBR-2023-00021

Business followed by:

Sandro BENETTI

Mobile (FR): +33 6 68 06 92 95

sbenetti@systra.com

RB RAIL AS

Attention of Andris Losāns

Satekles iela 2B,

Rīga,

LV-1050,

Latvia

Paris, October 12th, 2023

Subject: CCS Engineer Shadow Operator deliverables extra activities_amendments

Dear M. Losāns,

Reference is made to our previous communication (ref. CCS-SIE-RBR-2023-00021) and to the need to provide an estimation of the already achieved and remaining tasks.

We have amended the previous estimation and we are now able to provide a refined one that you may find in the Annex 1 of this communication.

The present estimation does not take into account any potential additional activity that the CCS Engineer experts might endeavour if the outcomes of the current activity need to implement some changes either in the Concept Design or in the Technical Specifications.

The CCS Engineer is herein asking for an additional funding of **62 378 €**.

Waiting for your feedback and approval.

Yours Faithfully,

Sandro BENETTI

CCS Engineer / Consultant Project Manager

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Annex 1: Refined estimation for extra Shadow Operator deliverables review activities

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DUFOUR Frédéric
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Annex 1

Track Log ID	ID#010
Detailed description of the task	Shadow Operator's deliverable "Draft Review and Analysis Report" of CCS Concept Design_ amendment
Author	P.Amodio, S.Benetti
Date	12/10/2023
Origin	Request of RBR
Impact	Change in the CCS Engineer scope
Cost impact	62 378 €

No	Position	Daily rate remote office (€)	Task Details										Sub-Totale (€)	
			Review of the draft version of Shadow Operator's deliverable "Draft Review and Analysis Report" 11/05/2023-29/05/2023	Review of the final version of Shadow Operator's deliverable "Draft Review and Analysis Report" only chapter 6 and 9	Kickoff meeting 21/04/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 28/04/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 08/05/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 11/05/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 16/05/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 30/06/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 02/08/2023	Participation of the CCS Engineer's expert in planned Q&A meetings and workshops with Shadow Operator 30/08/2023		
			Achieved	To be done	Achieved	Achieved	Achieved	Achieved	Achieved	Achieved	Achieved	Achieved		
			man/days	man/days	man/days	man/days	man/days	man/days	man/days	man/days	man/days	man/days	man/days	man/days
1	Project manager	1 200 €	1	1	0,20		0,20	0,25		0,20				3 420 €
2	Technical manager	1 200 €	5	3	0,20	0,10	0,20	0,25	0,25	0,20	0,25	0,20		11 580 €
3	ETCS system senior expert	1 050 €	3	3	0,20		0,20	0,25	0,25					7 245 €
4	Traffic Management System expert	1 050 €	3	3	0,20		0,20	0,25						6 983 €
6	Cyber Security expert	1 050 €		1										1 050 €
7	Systems integration manager	1 050 €	1											1 050 €
8	Interlocking system senior expert	1 050 €	3	3	0,20		0,20	0,25						6 983 €
9	Railway communication systems expert (ICT)	1 050 €	1	1										2 100 €
10	Signalling system expert 1520	1 050 €	1											1 050 €
11	Documentation manager	600 €	0,5	0,5										600 €

18	Interface expert	700 €	3	1	0,20		0,20	0,25	0,25				3 430 €
21	Non traction power supply senior expert	700 €	1	1									1 400 €
25	Operational expert	700 €	1	3	0,20		0,20	0,25					3 255 €
28	Expert of remote monitoring and control for power supply/ signalling/ telecom (SCADA)	700 €	1	1									1 400 €
29a	Signalling system expert	1 050 €	1										1 050 €
31.1	Station system experts (PIS/PAS)	1 050 €	1										1 050 €
31.2	Station system experts (AFC)	1 050 €	1	1									2 100 €
31,4	Station system experts (PG)	1 050 €	2	1	0,20		0,20	0,25					3 833 €
32	Ancillary system experts	1 050 €	1	1					-				2 100 €
36	Maintenance expert	700 €		1									700 €

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BENETTI Sandra
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DUFOUR Frédéric
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*Annex 3 to the Agreement Amendment notice No 3
Engineering services for preparation, procurement and
supervision of Rail Baltica Control-Command and Signalling subsystem deployment,
Agreement registration No 1.19/LV-2021-76*

TECHNICAL SPECIFICATION

SUBJECT: Review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator

Additional services according to Consultant’s services proposal dated 12 October 2023 (Ref.No RB-N/REF: CCS-SIE-RBR-2023-00021)

Scope of review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator:

1. CCS Engineer shall provide Review report of the Draft version of Shadow Operator’s deliverable “Draft Review and Analysis Report of the Operational Brief” and perform a preliminary analysis of requirements and recommendations provided by the Shadow Operator which are affecting the CCS Concept Designs.
2. CCS Engineer shall provide Review report of the Final version of Shadow Operator’s deliverable “Draft Review and Analysis Report of the Operational Brief” and finalise the analysis of requirements and recommendations provided by the Shadow Operator which are affecting the CCS Concept Designs.
3. CCS Engineer shall participate in Q&A meetings and workshops with Shadow Operator during elaboration and review of Shadow Operator’s deliverables mentioned in clauses 1 and 2.
4. CCS Engineer shall implement required updates in all CCS Concept designs and Technical specifications according to received operational inputs provided in Draft versions of Shadow Operator’s deliverable “Draft Review and Analysis Report” of CCS Concept Design according to “Operational Brief” and incorporate requirements in
 - 4.1. CCS system Concept designs which is deliverable of CCS Engineering service “PrepPhase SP-3. CCS Concept Design preparation” [deliverable “All Concept Designs incl. LCC / MCA / Environmental impact report and RAMS analysis”]
 - 4.2. CCS system Technical specifications which is deliverable of CCS Engineering service “PrepPhase SP-6. Assistance to procurement” [deliverable “Draft Technical specifications for Works Contract”]
5. To implement required CCS Technical specifications update according to received operational inputs provided in Final versions of Shadow Operator’s deliverable “Draft Review and Analysis Report” of CCS Concept Design according to “Operational Brief”.
 - 5.1. CCS system Technical specifications which is deliverable of CCS Engineering service “PrepPhase SP-6. Assistance to procurement” [deliverable “Draft Technical specifications for Works Contract”]

Affected deliverables:

1. Draft technical Specifications for Works Contract within PrepPhase Service Package – 6 “Assistance to procurement”.
2. Technical Specifications for Works Contract within PrepPhase Service Package – 6 “Assistance to procurement”.

Deliverable: review and analysis report of CCS Concept design according to “Operational Brief” prepared by the Shadow operator, in accordance with the Technical specification [Annex 3] of Agreement Amendment Notice No 3.

Time impact: additional services shall be delivered within one (1) month from the date of mutually signed Agreement Amendment Notice No 3.

