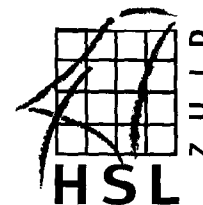


Notulen - intern



Date 27 July 2000

Subject Base case / co-operation SNCF, SNCB

Attendants NMBS: Pardon; Desnyder
SNCF: Queille; Cecile ?
HSL: Kok; Testroote; Bos

Agenda:

1. Update tender process - co-operation Dutch State - NMBS
2. Base case
3. Planning of activities esp. up to October 2000

ad 1 Co-operation HSL - NMBS

Kok informs Queille on the co-operation with NMBS, the signed agreement between HSL and NMBS and the importance of it for the tender process.

Pardon explains that the agreement on State level between the Netherlands and Belgium formed the basis for the co-operation. In this agreement the two States guarantee the existence of train transport between Amsterdam and Brussels.

Agreement with HSL contains:

1. HSL TOC will co-operate with NMBS on line Amsterdam - Brussels
2. NMBS will act as an advisor for the HSL
3. TOC will negotiate with NMBS in more detail concerning the exploitation Amsterdam - Brussels
4. In case of a fall back option in which a State developing company will be established, co-operation with NMBS is guaranteed.
5. NMBS will not bid in the tender for HSL

Kok: during the tender process the co-operation between HSL and NMBS will intensify. The ITT will contain roughly 30 % of the required information (paths and other information for the base case).

Pardon mentions that although many discussions have been held with HSL, no figures have been given by NMBS on Thalys International.

Queille says that co-operation between HSL and NMBS does not surprise her. In fact, SNCF is not bidding for the tender of the HSL for the same reason: the two roles of co-operating with HSL and acting as a possible bidder did not go well together. SNCF has therefore decided, as a whole, not to bid, directly or indirectly. This will be put on a fax and send to the HSL tomorrow.

Datum

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Ons kenmerk

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Uw kenmerk

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Contactpersoon

Project Directie

Doorkiesnummer

-

E-mail

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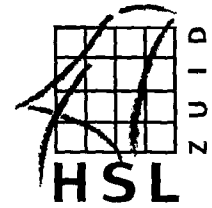
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Queille says that the current Thalys partners would like to continue their product: She suggests to discuss per item/ aspect in which way the future TOC will co-operate with the current Thalys partners.

Kok underlines that in the tender procedure, the NS has the same position as any other Registered Party. The aim of the Dutch State is a fair and transparent process.

Ad 2 Base Case

Parties agreed upon the following items to be discussed:

1. passengers volumes, frequencies of trains; stops and routes
2. revenue sharing
3. cost sharing :
 - Rolling Stock : technical , procedural; maintenance
 - access to infrastructure and stations
 - stations facilities (essential facilities)
 - operational aspects (driver, electricity)

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Three blocks of work are identified:

1. Market volumes and forecasts;
2. Cost and revenue sharing (starting point will be the existing agreements: protocol d'accords)
3. Technical specifications and their implications on costs

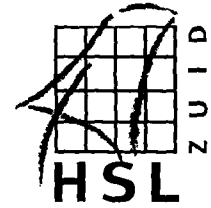
HSL will draft a first list of top divisions of work. This will be send to Queille tomorrow. Working teams should be organised around these blocks. Queille will provide names and capacity of persons in August. Mid august: technical meeting should be held.

Queille: Existing protocol arrangements are the starting point for the cost and revenue sharing arrangements for the tender. However, Protocol d'accords will not be opened up for HSL on cost and revenue sharing (because of confidence with NS). Queille and NMBS will describe the principles of these aspects and send them to the HSL. HSL will provide SNCF with the current available information on market volume tomorrow, which is also shared with NMBS.

It is very import to not get lost in over- detailed discussions. One of the more complicated issues is a decision on technical specifications of Rolling Stock and whether or not to split Amsterdam – Brussels apart from Amsterdam – Paris.

Desnyder mentions that Thalys Rolling Stock needs modification for HSL track further then Brussels (PBA). Queille could not confirm this.

Queille mentions that in case NS wants to sell their rolling stock, it should first be offered to the other Thalys partners.



Ad 3 Actions and planning

Actions:

1. HSL: Send agenda for detailed questions to SNCF, NMBS, in order to come to a common understanding;
2. SNCF sends fax confirming that they will not bid – directly or indirectly – and this goes for SNCF on a whole;
3. HSL will prepare a list of issues: decide on which can we start dealing on now;
4. Identify participants in technical meetings (first in mid august).

Next meeting:

31 august, 1400 hrs, office of NMBS, Brussels. Working meeting. First draft ready.

Holidays:

Desnyder - next week, 7 august back

Queille : 1 August – 23 august

Replacement:

1/8 – 8/8: Cecile ?

8/8 – 15/8: Philip ?

15/8 – 23/8: ?

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1. volumes of the Amsterdam – Paris route (in the year 2010);

| O/D | Volume |
|-------------------|---------|
| Amsterdam – Paris | 920.000 |

2. number of services per day between Amsterdam and Paris;

16 services per day per direction between Amsterdam and Paris.

3. journey / schedule times;

| time in minutes | Total | Amsterdam Brussels | Brussels Paris ¹ |
|-------------------|-------|-----------------------|--------------------------------|
| Amsterdam – Paris | 183 | 93 | 90 |

¹ Including 8 minute stop in Brussels

| kilometres | Total | Amsterdam Brussels | Brussels Paris ¹ |
|-------------------|-------|-----------------------|--------------------------------|
| Amsterdam – Paris | 527 | 213 | 314 |

4. expected pool size Amsterdam – Paris;

In the Invitation to Tender we would like to present the minimum number of sets needed to run the proposed 'production model' (16 trains (1 train per hour) between Amsterdam and Brussels and 16 trains (1 train per hour) between Amsterdam and Paris). The following we will take into account:

- 377 seats per train set
- no pooling with international traffic
- no trains to London
- 300 km/hr or equivalent
- no trains to Junctions
- real kilometres and driving time

This results in the following base fleet size:

| | Short turnaround (20-30 minutes) | Long turnaround (50 minutes) |
|--|-------------------------------------|---------------------------------|
| Minimum number of Running production sets | 13 | 15 |

5. the pooled costs and the sharing mechanisms of the costs;

| Cost element | Allocation Principle |
|------------------------------|--|
| Driving personnel | Personnel provided relative to the time requirement on each network, corrected for factor costs. |
| Train personnel | Personnel provided relative to the time requirement on each network, corrected for factor costs. |
| Maintenance of rolling stock | Cost shared between companies based on 50% kilometres and 50% driving time (inclusive depot time). |

| | |
|-------------------------------|--|
| Capital charges rolling stock | Annuity calculation for 15 years, based on residual value. Cost of finance (Government loan) will be corrected for The Netherlands and France. |
| Energy | |
| | |

6. revenue sharing percentages between the Dutch, Belgian and French operator;

| | NL | | B | | Fr | |
|-------------------|-------------------|---------------------|-------------------|---------------------|-------------------|---------------------|
| | Protocol d'accord | Opening of the line | Protocol d'accord | Opening of the line | Protocol d'accord | Opening of the line |
| Amsterdam – Paris | 27,3 | 28,1 | 31,7 | 32,0 | 41,0 | 39,9 |
| Rotterdam – Paris | 14,3 | 12,2 | 37,4 | 39,5 | 48,3 | 48,3 |

7. infrastructural requirements from France, Belgium and the Netherlands;

This is currently in progress.

8. all relevant sections of the agreement between the SNCB and the HSL-Zuid.

As soon as the translation is ready we will send the relevant parts.