Facsimile Cover Sheet

To:	Wellington Regional Council
Attention:	Oave Watson
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Date:	18 June 2002
Total Pages:	(including **this** page)

Tranz Rail

Tranz Rail Limited
Level 1, Clear Centre
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Takapuna
Auckland
New Zealand

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Urban Rail Services Contract between The Wellington Regional Council ("WRC") and Tranz Rail Ltd (formerly New Zealand Rail Ltd) dated 24 **April 1995 as** amended **from time to time (the "Agreement").**

I refer to your discussion with Ross Hayward relating to the restructuring of Tranz Rail Limited. As part of this process, all of the assets and liabilities of Tranz Rail Ltd are being transferred to wholly owned subsidiaries for **each** area of the business. Therefore all contracts relating to **passenger** services in Wellington are being transferred to Tranz Metro Wellington Limited. Other areas of the business, such as the freight business **and the** Interisland Line are similarly being transferred to separate wholly owned subsidiaries. it is anticipated **that** this will take place over **the next** few weeks.

We therefore seek the consent of the WRC **to transfer the** Agreement from Tranz Rail Ltd to Tranz Metro Wellington Ltd in accordance with the **terms** of the Agreement.

Please advise in writing if this is acceptable to the WRC by signing the acknowledgement below and returning it to me. If you have **any** queries please contact me before Tuesday 25 June if possible.

Regards

Philippa McKegg
Corporate Counsel

Acknowledged and Agreed:

on behalf of the Wellington Regional Council