

06 June 2023

**MODIFICATION 0829**

**UPDATES TO THE SUPPLEMENTAL AGREEMENT AMENDMENTS PROCESS**

[Proposed] legal text

**OFFTAKE ARRANGEMENTS DOCUMENT**

**SECTION N – GENERAL**

*Amend paragraph 1.2.1 to read as follows:*

1.2.1 In this Document, "**Offtake Subsidiary Document**" means each of the following documents:

- (a) ...
- (g) the OAD Template Agreements Document (referred to in Section A3.1.1 and paragraph 3.1.2);
- (h) the Process for the Update and Retention of Shared Site Drawings (referred to in Section B1.6.1);
- (i) the Supplemental Agreement Amendment Process (referred to in paragraphs 3 and 10); and
- (ii) any other document which may be specified or may be agreed by the Parties to be an Offtake Subsidiary Document.

*Amend paragraph 3.2.1 as follows:*

3.2.1 A Supplemental Agreement may be amended by agreement of the Parties and in accordance with the Supplemental Agreement Amendment Process and not otherwise (save for a Designated Offtake or Non-Designated Offtake which may be amended (limited to amendments to Designated or Non-Designated components) by National Grid NTS if both Parties cannot agree); and accordingly, a Supplemental Agreement shall not be subject to modification pursuant to the Modification Rules (but without prejudice to any modification of any provisions of this Document which apply to or are incorporated into such Supplemental Agreement).

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*Amend paragraph 3.3.1 to read as follows:*

3.3.1 Whenever any Parties are required pursuant to this Document to enter into a new Supplemental Agreement, or to amend an existing Supplemental Agreement, unless the Parties otherwise agree the Parties shall in each case follow and comply with the Supplemental Agreement Amendment Process:

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- (a) ~~the downstream Party shall promptly provide such information (relating to the Offtake) as the upstream Party may request for the purposes of preparing the draft Supplemental Agreement;~~

(b) the upstream Party shall, within 10 Business Days after receiving the requested information from the downstream Party, prepare a draft of the Supplemental Agreement or amendment thereof and submit the draft to the downstream Party for the downstream Party's approval;

(c) the downstream Party shall reply, within 10 Business Days after receiving the draft Supplemental Agreement, either approving the draft or specifying any proposed revision of the draft;

(d) if the upstream Party does not approve any revisions proposed by the downstream Party, ~~the provided that if Parties are unable to agree on the terms of the new or amended Supplemental Agreement the Parties shall promptly meet with a view to resolving the matter (failing which the matter may be resolved by a determination of either Party with Condition A11(18) Approval).~~

3.3.2 Following approval by each Party of the draft or revised draft Supplemental Agreement (or resolution of any dispute relating thereto) ~~the upstream Party shall prepare a final version which shall be executed by both Parties agreed form of the Supplemental Agreement shall be prepared and executed in accordance with the requirements of the Supplemental Agreement Amendment Process.~~

Add new paragraph 3.3.3 to read as follows:

3.3.3 Where a new Supplemental Agreement is entered into (and such agreement is to replace and supersede an existing Supplemental Agreement) such new Supplemental Agreement shall take effect in accordance with its terms, following which the existing Supplemental Agreement shall cease to have any further legal effect and shall cease to be binding on the parties to it.

Amend paragraph 10.1.3 to read as follows:

10.1.3 A Shared Site Agreement may be amended by the agreement of the Parties and in accordance with the Supplemental Agreement Amendment Process and not otherwise; and accordingly a Shared Site Agreement shall not be subject to a modification pursuant to the Modification Rules.

Amend paragraph 10.1.5 to read as follows:

10.1.5 Where a new Shared Site is established, or any change is made to an existing Shared Site, the Parties will enter into a new Shared Site Agreement or (as the case may be) amend the existing Shared Site Agreement, in each case in accordance with the Supplemental Agreement Amendment Process; and where an Offtake (including a Closed Offtake) is to be established at a Shared Site the Parties shall enter into a Supplemental Agreement.

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