

Second Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED
as Network Rail

and

WEST MIDLANDS TRAINS LIMITED
as Train Operator

relating to the Track Access Contract (Passenger Services) dated 19 May 2019

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THIS SECOND SUPPLEMENTAL AGREEMENT is dated 21-10-2019 and made between:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under number 2904587 having its registered office at Network Rail, 1 Eversholt Street, London NW1 2DN ("Network Rail"); and
- (2) **WEST MIDLANDS TRAINS LIMITED**, a company registered in England under number 09860466 having its registered office at 2nd Floor St Andrew's House, 18-20 St Andrew Street, London, United Kingdom, EC4A 3AG (the "Train Operator").

Background:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 19 May 2019 as amended by various supplemental agreements (which track access contract as subsequently amended is hereafter referred to as the "**Contract**").
- (B) The parties wish to amend the Contract in the manner and on the terms described below.

IT IS HEREBY AGREED as follows:

1. **INTERPRETATION**

In this Supplemental Agreement words and expressions defined in and rules of interpretation set out in the Contract shall have the same meaning and effect when used in this Supplemental Agreement except where the context requires otherwise.

"Effective Date" means the later of 0200 hours on 15 December 2019 and the date on which the Office of Rail and Road gives its approval, pursuant to section 22 of the Act, of the terms of this Supplemental Agreement

2. **EFFECTIVE DATE AND TERM**

The amendments to the Contract as set out in this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect on the Expiry Date or earlier termination of the Contract.

3. **AMENDMENTS TO THE CONTRACT**

3.1 Schedule 5 of The Contract shall be amended as follows:

Table 2.1 (Passenger Train Slots) for Service Group EJ01 West Midlands Snow Hill and EJ03 West Midlands New Street Locals shall be deleted in their entirety and replaced with the versions set out in Annex 1.

4. **EFFECT OF THIS SUPPLEMENTAL AGREEMENT ON THE CONTRACT**

The parties agree that the Contract, as amended by this Supplemental Agreement, shall remain in full force and effect in accordance with its terms, and with effect from and including the date hereof and during the period in which the amendments made by this Supplemental Agreement are to have effect, all references in the Contract to the "Contract", "herein", "hereof", "hereunder" and other similar expressions shall, unless the context requires otherwise, be read and construed as a reference to the Contract as amended by this Supplemental Agreement.

5. **THIRD PARTY RIGHTS**

No person who is not a party to this Supplemental Agreement shall have any right under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this Supplemental Agreement.

6. **LAW**

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with law in England and Wales.

7. **COUNTERPARTS**

This Supplemental Agreement may be executed in two counterparts which, taken together, shall constitute one and the same document. Either party may enter into this Supplemental Agreement by signing either of such counterparts.

IN WITNESS of which the duly authorised representatives of Network Rail and the Train Operator have executed this Supplemental Agreement on the date first above written.

SIGNED by..........

Print name.....D. GOLDING.....

Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED

SIGNED by..........

Print name.....J. CHAUDHARY.....

Duly authorised for and on behalf of
WEST MIDLANDS TRAINS LIMITED

ANNEX 1

Table 2.1: Passenger Train Slots

1						2		
Service Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham Moor Street	Great Malvern	Direct	1.1	22332000 12332320	172	0	1	0
Birmingham Moor Street	Worcester Shrub Hill	Direct	1.3	22332000 12332320	172	0	1	3
Birmingham Snow Hill	Dorridge	Direct	1.4	12257320	172	5	3	1
Birmingham Snow Hill	Whitlocks End	Direct	1.5	12254320	172	2	2	1
Birmingham Snow Hill	Stratford upon Avon	Whitlocks End	1.6	12254320 22254000	172	3	2	1
Birmingham Snow Hill	Stratford upon Avon	Dorridge	1.7	12257320 22257000	172	2	2	0
Dorridge	Birmingham Snow Hill	Direct	1.8	12257320	172	3	3	2
Dorridge	Great Malvern	Birmingham Snow Hill	1.9	12257320 12332320	172	1	3	0
Service description								

1						2		
Service Group EJ01 West Midlands Snow Hill								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Dorridge	Kidderminster	Birmingham Snow Hill	1.10	12257320 12332320	172	12	12	0
Dorridge	Stourbridge Junction	Birmingham Snow Hill	1.11	12257320 12332320	172	5	2	8
Dorridge	Worcester Foregate Street	Birmingham Snow Hill	1.12	12257320 12332320	172	8	6	0
Dorridge	Worcester Shrub Hill	Birmingham Snow Hill	1.13	12257320 12332320	172	5	5	0
Great Malvern	Birmingham Snow Hill	Direct	1.14	22332000 12332320	172	0	0	1
Great Malvern	Dorridge	Birmingham Snow Hill	1.15	22332000 12332320	172	1	2	0
Great Malvern	Leamington Spa	Birmingham Snow Hill	1.52	22332000 12332320	172	0	1	0
Great Malvern	Whitlocks End	Birmingham Snow Hill	1.16	22332000 12332320	172	2	3	0
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday

1						2		
Service Group EJ01 West Midlands Snow Hill								
Great Malvern	Stratford upon Avon	Birmingham Snow Hill, Whitlocks End	1.17	22332000 12332320	172	1	0	4
Kidderminster	Dorridge	Birmingham Snow Hill	1.18	22332000 12332320	172	12	11	1
Kidderminster	Leamington Spa	Birmingham Snow Hill	1.19	22332000 12332320	172	2	0	0
Kidderminster	Whitlocks End	Birmingham Snow Hill	1.20	22332000 12332320	172	7	11	0
Kidderminster	Stratford upon Avon	Birmingham Snow Hill, Whitlocks End	1.21	22332000 12332320	172	4	4	0
Leamington Spa	Birmingham Snow Hill	Direct	1.23	12257320 22257000	172	3	1	0
Leamington Spa	Kidderminster	Birmingham Snow Hill	1.25	12257320 22257000	172	1	0	0
Leamington Spa	Worcester Shrub Hill	Birmingham Snow Hill	1.26	12257320 22257000	172	0	1	0
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Whitlocks End	Birmingham Snow Hill	Direct	1.27	12254320	172	1	2	0

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Service Group EJ01 West Midlands Snow Hill								
Whitlocks End	Kidderminster	Birmingham Snow Hill	1.28	12254320 12332320	172	13	9	0
Whitlocks End	Stourbridge Junction	Birmingham Snow Hill	1.29	12254320 12332320	172	2	2	0
Whitlocks End	Worcester Foregate Street	Birmingham Snow Hill	1.30	12254320 12332320	172	5	4	0
Stourbridge Junction	Dorridge	Birmingham Snow Hill	1.31	12332320 12257320	172	3	3	7
Stourbridge Junction	Leamington Spa	Birmingham Snow Hill	1.32	12332320 12257320	172	2	0	0
Stourbridge Junction	Whitlocks End	Birmingham Snow Hill	1.33	12332320 12254320	172	2	3	0
Stourbridge Junction	Stratford upon Avon	Birmingham Snow Hill, Whitlocks End	1.34	12332320 12254320	172	10	11	0

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Service Group EJ01 West Midlands Snow Hill								

Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Stratford upon Avon	Birmingham Snow Hill	Dorridge	1.35X	22254000	172	1	1	0
Stratford upon Avon	Birmingham Snow Hill	Whitlocks End	1.35	22254000 12254320	172	5	3	0
Stratford upon Avon	Great Malvern	Birmingham Snow Hill, Whitlocks End	1.36	22254000 12254320	172	0	1	2
Stratford upon Avon	Stourbridge Junction	Birmingham Snow Hill, Whitlocks End	1.37	22254000 12254320	172	11	11	0
Stratford upon Avon	Worcester Foregate Street	Birmingham Snow Hill, Whitlocks End	1.38	22254000 12254320	172	2	1	6
Stratford upon Avon	Worcester Shrub Hill	Birmingham Snow Hill, Whitlocks End	1.39	22254000 12254320	172	0	1	3

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Service Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Stratford upon Avon	Kidderminster	Birmingham Snow Hill, Whitlocks End	1.40	22254000 12254320	172	3	3	0
Worcester Foregate Street	Birmingham Moor Street	Direct	1.41	22332000 12332320	172	0	0	2
Worcester Foregate Street	Dorridge	Birmingham Snow Hill	1.42	22332000 12332320	172	7	6	0
Worcester Foregate Street	Whitlocks End	Birmingham Snow Hill	1.43	22332000 12332320	172	8	5	0
Worcester Foregate Street	Stratford Upon Avon	Birmingham Snow Hill, Whitlocks End	1.44	22332000 12332320	172	1	2	5
Worcester Shrub Hill	Birmingham Moor Street	Direct	1.45	22332000 12332320	172	0	0	2

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Service Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Worcester Shrub Hill	Dorridge	Birmingham Snow Hill	1.46	22332000 12332320	172	6	6	0
Worcester Shrub Hill	Leamington Spa	Birmingham Snow Hill	1.47	22332000 12332320	172	0	1	0
Worcester Shrub Hill	Whitlocks End	Birmingham Snow Hill	1.48	22332000 12332320	172	7	4	0
Worcester Shrub Hill	Stratford upon Avon	Birmingham Snow Hill, Whitlocks End	1.49	22332000 12332320	172	1	0	0
Leamington Spa	Worcester Foregate St	Direct	1.52	22332000 12332320	172	1	0	0
Leamington Spa	Stourbridge Jn	Direct	1.53	12332320 12257320	172	0	0	0
Whitlocks End	Great Malvern	Direct	1.54	22332000 12332320	172	4	2	1
Hereford	Dorridge	Direct	1.55	12257320 12332320	172	0	0	0

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Service Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Whitlocks End	Worcester Shrub Hill	Direct	1.56	22332000 12332320	172	4	5	0
Stourbridge Jn	Stratford upon Avon	Dorridge	1.58	12332320 12257320	172	7	7	0
Stratford upon Avon	Stourbridge Jn	Dorridge	1.59	12332320 12257320	172	8	9	0
Stratford upon Avon	Worcester Shrub Hill	Dorridge	1.60	12257320 12332320	172	1	0	3
Worcester Foregate St	Stratford upon Avon	Dorridge	1.61	22254000 12254320	172	0	1	0
Stourbridge Jn	Birmingham Snow Hill	Direct	1.62	12332320	172	2	0	0
Birmingham Snow Hill	Leamington Spa	Direct	1.63	12332320	172	1	0	0
Stourbridge Junction	Stourbridge Town	Direct	1.50	12251310	139	107	106	44
Stourbridge Town	Stourbridge Junction	Direct	1.51	12251310	139	107	107	43

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Lichfield City	Direct	3.1	12272323 22272000	323	0	0	0
Birmingham New Street	Lichfield Trent Valley	Direct	3.2	12272323 22272000	323	2	3	1
Birmingham New Street	Bromsgrove	Direct	3.3	12272820	323	3	3	28
Birmingham New Street	Redditch	Direct	3.4	12272323 12272820	323	4	3	2
Birmingham New Street	Longbridge	Direct	3.5	12272323	323	0	0	0
Blake Street	Longbridge	Direct	3.6	12272323	323	0	0	0
Four Oaks	Birmingham New St	Direct	3.67	12272323	323	1	1	0
Birmingham New St	Four Oaks	Direct	3.68	12272323	323	1	0	0
Four Oaks	Longbridge	Direct	3.73	12272323	323	1	0	0
Four Oaks	Bromsgrove	Direct	3.74	12272323 12272820	323	14	13	1

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Four Oaks	Redditch	Direct	3.7	12272323 12272820	323	13	18	0
Lichfield City	Bromsgrove	Direct	3.9	12272323 22272000 12272820	323	0	1	0
Lichfield City	Redditch	Direct	3.10	12272323 22272000	323	5	0	0
Lichfield Trent Valley	Birmingham New Street	Direct	3.11	12272323 22272000	323	3	1	1
Lichfield Trent Valley	Bromsgrove	Direct	3.12	12272323 22272000 12272820	323	30	30	0
Lichfield Trent Valley	Redditch	Direct	3.13	12272323 22272000	323	29	29	28
Bromsgrove	Birmingham New Street	Direct	3.14	12272820 12272323	323	5	4	28
Lichfield Trent Valley	Longbridge	Direct	3.71	12272323 22272000	323	3	2	0
Longbridge	Birmingham New Street	Direct	3.75	12272323	323	0	1	0

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Bromsgrove	Lichfield City	Direct	3.15	12272323 22272000	323	3	0	0
Longbridge	Lichfield Trent Valley	Direct	3.16	12272323 22272000	323	2	1	1
Bromsgrove	Four Oaks	Direct	3.17	12272323 12272820	323	10	18	0
Bromsgrove	Lichfield Trent Valley	Direct	3.72	12272820 12272323 22272000	323	30	28	0
Redditch	Four Oaks	Direct	3.69	12272323	323	14	15	0
Redditch	Birmingham New Street	Direct	3.19	12272323 12272820	323	4	5	1
Redditch	Lichfield City	Direct	3.20	12272323 12272820	323	5	1	0
Redditch	Lichfield Trent Valley	Direct	3.21	12272323 12272820	323	28	30	27
Longbridge	Four Oaks	Direct	3.76	12272323	323	2	0	0
Birmingham International	Birmingham New Street	Direct	3.22	12259320	323	17	17	1

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Birmingham International	Direct	3.23	12259320	323	17	16	1
Birmingham New Street	Coventry	Direct	3.24	12259320	350	7	7	2
Birmingham New Street	Northampton	Direct	3.25	22259000	350	49	49	37
Coventry	Birmingham New Street	Direct	3.26	12259320	350	4	4	15
Coventry	Northampton	Direct	3.27	22259000	350	2	0	0
Northampton	Birmingham New Street	Direct	3.28	22259000	350	50	50	38
Northampton	Coventry	Direct	3.29	22259000	350	0	0	1
Birmingham New Street	Wolverhampton	Direct	3.30	12256320	350	31	33	16
Wolverhampton	Birmingham New Street	Direct	3.31	12256320	350	30	34	16
Coventry	Wolverhampton	Birmingham New Street	3.32	22259000	350	0	0	0
From	To	Via	Description	TSC	Timing	Weekday	Saturday	Sunday

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
					Load			
Birmingham New Street	Hednesford	Walsall	3.34	12263310	350	1	1	1
Birmingham New Street	Rugeley Trent Valley	Walsall	3.36	12263310 12263810	350	33	33	15
Birmingham New Street	Walsall	Direct	3.38	12263310	323	31	28	19
Rugeley Trent Valley	Birmingham New Street	Walsall	3.41	22263000 12263810	350	35	34	14
Walsall	Birmingham New Street	Direct	3.45	22329000	350	29	29	19
Birmingham New Street	Great Malvern	Five Ways	3.50	22329000	170	2	1	1
Birmingham New Street	Hereford	Five Ways	3.51	22329000	170	16	15	8
Birmingham New Street	Worcester Shrub Hill	Five Ways	3.52	22329000	170	5	3	2
Worcester Foregate Street	Birmingham New Street	Direct	3.54	22339000	170	0	0	3

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Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Worcester Foregate Street	Direct	3.55	22339000	170	0	0	3
Great Malvern	Birmingham New Street	Five Ways	3.56	22329000	170	5	1	0
Hereford	Birmingham New Street	Five ways	3.57	22329000	170	15	15	8
Worcester Shrub Hill	Birmingham New Street	Five Ways	3.58	22329000	170	2	3	3
Hereford	Worcester Shrub Hill	Direct	3.59	22332000	170	3	2	1
Worcester Shrub Hill	Hereford	Direct	3.60	22332000	170	1	1	1
Great Malvern	Worcester Shrub Hill	Direct	3.61	22332000	170	0	0	0
Worcester Shrub Hill	Great Malvern	Direct	3.62	22332000	170	0	1	2
Rugby	Birmingham New St	Direct	3.70	22259000	350	0	0	1

