

74th Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

FIRST GREATER WESTERN LIMITED

as Train Operator

relating to the Track Access Contract (Passenger Services) dated 8th December 2006

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THIS 74TH SUPPLEMENTAL AGREEMENT is dated 25 January 2012 and made

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under number 2904587 having its registered office at Kings Place, 90 York Way, London, N1 9AG ("Network Rail"); and
- (2) **FIRST GREATER WESTERN LIMITED**, (the "Train Operator"), a company registered in England under number 05113733 having its registered office at Milford House, 1 Milford Street, Swindon SN1 1HL.

WHEREAS:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 8th December 2006 on terms approved, and pursuant to directions issued, by ORR under section 18 of the Act which has been amended by various Supplemental Agreements, each in a form approved by ORR pursuant to section 22 of the Act (the "Contract").
- (B) The parties propose to enter into this Supplemental Agreement in order to add Class 150 to Specified Equipment for Reading – Basingstoke services.

IT IS HEREBY AGREED as follows:

1 INTERPRETATION

In this Supplemental Agreement, unless the context otherwise requires:

Words and phrases defined in, and rules of interpretation set out in, the Contract shall have the same meaning and effect when used in this Supplemental Agreement; and

"Effective Date" means the date on which this document is signed.

2 EFFECTIVE DATE AND TERM

The amendments made to the Contract shall have effect from the Effective Date and shall cease to have effect at 01:59 hours on the Expiry Date or earlier termination of the Contract.

3 ORR – GENERAL APPROVAL

This Supplemental Agreement is entered into pursuant to the Passenger Access (Short Term Timetable and Miscellaneous Changes) General Approval 2009.

4 AMENDMENTS TO THE CONTRACT

4.1 Schedule 5 shall be amended through

4.1.1 The deletion of the current Table 5.1 Specified Equipment as it applies to EF07

4.1.2 The insertion of new Table 5.1 Specified Equipment as it applies to EF07

4.2 Schedule 7 shall be amended through

4.2.1 The deletion of the current Appendix 7C

4.2.2 The insertion of a new Appendix 7C

5 GENERAL

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 during the period in which the amendments made by this Supplemental Agreement are to have effect, all references in the Contract to “the contract” or, as the case may be, the “Agreement”, “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.

6 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.

7 LAW

This Supplemental Agreement shall be governed by, construed and given effect to in all respects in accordance with English Law.

8 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.....*PATRICK HUGGARE*

Duly authorised for and on behalf of

NETWORK RAIL INFRASTRUCTURE LIMITED

SIGNED by.....

Print name.....*MATTHEW GOLTON*

Duly authorised for and on behalf of

FIRST GREATER WESTERN LIMITED

Table 5.1: Specified Equipment.

1					2	3
EF 07 ^{24th, 40th}						
READING AND OXFORD SUBURBAN						
Between	And	Via	Description	TSC	Standard Specified Equipment ¹	Additional Specified Equipment ¹
Oxford	Reading			25513005	Class 165/1 and 166	Class 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Didcot Parkway	Reading			25513005	Class 165/1 and 166	Class 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Oxford	Didcot Parkway			25513005	Class 165/1 and 166	Class 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Reading	Banbury			25514005	Class 165/1 and 166	Class 168, 180, and between Reading and Oxford 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Oxford	Banbury			25514005	Class 165/1 and 166	Class 158, 168, 180
Reading	Basingstoke			25518007	Class 150	Class 158, Class 165/1 and 166
Newbury	Bedwyn			25519007	Class 165/1 and 166	Class 158, 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Reading	Newbury			25519007	Class 165/1 and 166	Class 158, 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Reading	Bedwyn			25519007	Class 165/1 and 166	Class 158, 168, 180, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches

1					2	3
EF 07^{24th, 40th}						
READING AND OXFORD SUBURBAN						
Between	And	Via	Description	TSC	Standard Specified Equipment¹	Additional Specified Equipment¹
Oxford	Worcester Shrub Hill			25524005	Class 165/1 and 166	Class 150, 158, 180, 2 Class 43 High Speed Train Power Cars and up to 9 Mk3 coaches, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Oxford	Worcester Foregate Street			25524005	Class 165/1 and 166	Class 142 or 143 between Worcester Shrub Hill and Worcester Foregate Street, Class 150, 158, 180, 2 Class 43 High Speed Train Power Cars and up to 9 Mk3 coaches, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Oxford	Great Malvern			25524005	Class 165/1 and 166	Class 142 or 143 between Worcester Shrub Hill and Great Malvern, Class 150, 158, 180, 2 Class 43 High Speed Train Power Cars and up to 9 Mk3 coaches, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Evesham	Worcester Foregate Street			25524005	Class 165/1 and 166	Class 150, 158, 180, 2 Class 43 High Speed Train Power Cars and up to 9 Mk3 coaches, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches
Great Malvern	Evesham			25524005	Class 165/1 and 166	Class 142 or 143 between Worcester Shrub Hill and Great Malvern, Class 150, 158, 180, 2 Class 43 High Speed Train Power Cars and up to 9 Mk3 coaches, 2 x Class 67 Locomotive and up to 10 Mark II or Mark III coaches

Notes to Table:

¹ Any Standard Specified Equipment or Additional Specified Equipment included in this Table 5.1 may not be used until and unless the necessary route clearance has been obtained.

APPENDIX 7C

DEFAULT TRAIN CONSIST DATA ^{25TH, 27TH, 51ST}

Train Service Code	Train Movement	Default Train Consist Data
25370002	Paddington – Bristol / Weston SM / Exeter (London – Bristol Service Group)	HST 2 + 8
25375002	Paddington – Cardiff Central / Swansea (London - South Wales Service Group)	HST 2 + 8
25390003	Paddington – Cheltenham Spa (London - Cotswolds Service Group)	HST 2 + 8
25392003	Paddington – Worcester / Hereford (London - Cotswolds Service Group)	HST 2 + 8
25396002	Sleeper – (London – West of England Service Group)	57 + 7 Mk3
25397003	Paddington – Plymouth / Penzance (London - West of England Service Group)	HST 2 + 8
25506005	Paddington - Oxford (Stopping Services). (Outer Thames Valley – London Service Group, Peak & Off Peak)	3 car 165/1
25507005	Paddington – Oxford / Banbury (Outer Thames Valley – London Service Group, Peak & Off Peak)	HST 2 + 8
25517005	Paddington – Bedwyn / Newbury (Outer Thames Valley – London Service Group, Peak & Off Peak)	3 car 166
25508006	Paddington - Greenford (Inner Thames Valley – London Service Group, Peak & Off Peak)	2 car 165/1
25516005	Paddington – Henley / Reading (Inner Thames Valley – London Service Group, Peak & Off Peak)	3 car 165/1
25513005	Oxford - Reading (stopping services) (Reading & Oxford Suburban Service Group)	2 car 165/1
25514005	Oxford - Banbury (Reading & Oxford Suburban Service Group)	3 car 166
25518007	Reading – Basingstoke (Reading & Oxford Suburban Service Group)	3 car 150
25519007	Reading - Newbury - Bedwyn (Reading & Oxford Suburban Service Group)	2 car 165/1
25524005	Oxford – Worcester - Hereford (Reading & Oxford Suburban Service Group)	3 car 166
25509007	Maidenhead - Bourne End / Marlow (Thames Valley Branches Service Group)	2 car 165/1
25510006	Slough - Windsor (Thames Valley Branches Service Group)	2 car 165/1
25511007	Twyford - Henley-on-Thames (Thames Valley Branches Service Group)	2 car 165/1
25521007	Reading - Gatwick Airport (North Downs Service Group)	3 car 166
25522007	Reading - Guildford / Redhill (North Downs Service Group)	2 car 165/1
25460001	Bristol - Cardiff Central (Bristol Suburban Service Group)	2 car 143
25466001	Bristol - Severn Beach (Bristol Suburban Service Group)	2 car 143
25467001	Bristol – Weston super Mare / Taunton (Bristol Suburban Service Group)	2 car 143
25484001	Bristol - Gloucester/Worcester (Bristol Suburban Service Group)	2 car 150
25486001	Cheltenham Spa / Gloucester - Swindon (Bristol	2 car 150

Train Service Code	Train Movement	Default Train Consist Data
	Suburban Service Group)	
25488001	Bath - Bristol – Filton (Bristol Suburban Service Group)	2 car 143
25462001	Exeter - Paignton / Plymouth (Devon)	2 car 142
25480001	Exeter – Barnstaple (Devon)	2 car 142
25482001	Exeter – Exmouth (Devon)	2 car 142
25473001	Plymouth – Gunnislake (Plymouth & Cornwall)	single 153
25474001	Plymouth – Penzance (Plymouth & Cornwall)	2 car 150
25476001	Liskeard - Looe (Plymouth & Cornwall)	single 153
25477001	Par – Newquay (Plymouth & Cornwall)	2 car 150
25478001	Truro - Falmouth (Plymouth & Cornwall)	single 153
25479001	Penzance - St Erth / St Ives (Plymouth & Cornwall)	2 car 150
25470001	Cardiff Central – Southampton / Portsmouth / Brighton (South Wales – South Coast)	3 car 158
25471001	Cardiff Central / Bristol Temple Meads - Weymouth (South Wales – South Coast)	2 car 150
25485001	Swindon - Westbury (South Wales – South Coast)	2 car 150
25505005	Paddington and Hayes & Harlington	5 car 360/2