

Thirty 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 15 May 2019

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THIS THIRTY SECOND SUPPLEMENTAL AGREEMENT is dated 2025 and made

BETWEEN:

- (1) **NETWORK RAIL INFRASTRUCTURE LIMITED**, a company registered in England under number 2904587 having its registered office at Network Rail, Waterloo General Office, London, SE1 8SW (“**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**”).

WHEREAS:

The parties have been directed under Section 22A of the Act to enter into this Thirty Second Supplemental Agreement in order to amend the Contract as described below

IT IS HEREBY AGREED as follows:

1. **INTERPRETATION**

In this Thirty Second Supplemental Agreement, unless the context otherwise requires:

- (A) 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
- (B) “Effective Date” means: The later of: the date on which ORR issued its direction pursuant to Section 22A of the Act; and 02.00 on the Principal Change Date 2025

2. **EFFECTIVE DATE AND TERM**

The amendments made to the Contract as set out in this Supplemental Agreement shall have effect from the Effective Date and shall cease to have effect at the Expiry Date or earlier termination of the Contract except where specified otherwise in footnotes to the Schedule 5 tables.

3. **AMENDMENTS TO SCHEDULE 5**

- 3.1 Table 2.1 Passenger Train Slots of Schedule 5 of the Contract shall be deleted in its entirety and replaced by the version as set out in Annex A to this Supplemental Agreement
- 3.2 Table 2.2 Passenger Train Slots of Schedule 5 of the Contract shall be deleted in its entirety and replaced by the version as set out in Annex B to this Supplemental Agreement

4. **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.

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 English Law.

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 Denise Wetton Route Director, Central 05-12-25
Duly authorised for and on behalf of
NETWORK RAIL INFRASTRUCTURE LIMITED



SIGNED by..... ..

Print name...Ian McConnell.....
Duly authorised for and on behalf of
WEST MIDLANDS TRAINS

ANNEX A

Table 2.1 Passenger Train Slots

1						2		
16thService Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham Snow Hill	Dorridge	Direct	1.1	12257320	172	19	19	10
Birmingham Snow Hill	Kidderminster	Direct	1.2	12332320	172	28	27	0
Birmingham Snow Hill	Leamington Spa	Direct	1.3	12332320	172	4	2	0
Birmingham Snow Hill	Stratford upon Avon	Whitlocks End	1.4	12332320	172	17	17	11
Birmingham Snow Hill	Stratford upon Avon	Dorridge	1.5	22254000	172	13	12	0
Birmingham Snow Hill	Whitlocks End	Direct	1.6	22332000	172	14	16	1
Birmingham Snow Hill	Stourbridge Junction	Direct	1.7	12332320	172	0	1	8
Birmingham Snow Hill	Worcester Foregate Street	Direct	1.8	12332320	172	28	28	9
Birmingham Snow Hill	Worcester Shrub Hill	Direct	1.9	12332320	172	7	6	0
Birmingham Moor Street	Worcester Shrub Hill	Direct	1.10	12332320	172	0	0	5
Birmingham Moor Street	Great Malvern	Direct	1.11	22332000 12332320	172	0	0	0

1						2		
16thService Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Dorridge	Birmingham Snow Hill	Direct	1.12	12257320	172	22	19	11
Kidderminster	Birmingham Snow Hill	Direct	1.13	12332320	172	30	29	0
Leamington Spa	Birmingham Snow Hill	Direct	1.14	12332320	172	5	3	0
Stourbridge Junction	Birmingham Snow Hill	Direct	1.15	12332320	172	1 ^{45th}	1	7
Stratford upon Avon	Birmingham Snow Hill	Dorridge	1.16	12257320 22257000	172	15	13	0
Stratford upon Avon	Birmingham Snow Hill	Whitlocks End	1.17	12254320 22254000	172	17	18	11
Whitlocks End	Birmingham Snow Hill	Direct	1.18	12254320	172	15	16	1
Worcester Foregate Street	Birmingham Snow Hill	Direct	1.19	22332000 12332320	172	28	28	10
Worcester Shrub Hill	Birmingham Snow Hill	Direct	1.20	22332000 12332320	172	7	5	6
Worcester Foregate Street	Great Malvern	Direct	1.21	22332000	172	0	0	0
Worcester Foregate Street	Birmingham Moor Street	Direct	1.22	22332000 12332320	172	0	0	5
Stourbridge Junction	Stourbridge Town	Direct	1.23	12251310	139	107	107	44
Stourbridge Town	Stourbridge Junction	Direct	1.24	12251310	139	107	107	44

1						2		
16thService Group EJ01 West Midlands Snow Hill								
Service description								
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Leamington Spa	Stratford upon Avon	Direct	1.25	22257000	172	1	0	0

1						2		
7thService Group EJ02 Trent Valley								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Coventry	Nuneaton	Direct	2.1	22328000	172	18	17	12
Nuneaton	Coventry	Direct	2.2	22328000	172	18	17	13 ^{32nd}
Crewe	Northampton	Madeley Nuneaton	2.3 (110)	22330000	350/110	3	1	4 ^{13th}
Northampton	Crewe	Nuneaton Madeley	2.4	22330000	350	2	2	4 ^{13th}
Crewe	Northampton	Stoke-on-Trent	2.7 (110)	22330000	350/110	0	0	0
Coventry	Leamington Spa	Kenilworth	2.8	22255000	172	18	18 ^{13th}	14
Leamington Spa	Coventry	Kenilworth	2.9	22255000	172	18	18 ^{13th}	14
Crewe	Rugby	Madeley	2.31 (110)	22330000	350/110	16 ^{13th}	15	9
Rugby	Crewe	Madeley	2.41 (110)	22330000	350/110	16	15	8

1						2		
2nd 16th 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	1	1	0
Birmingham New Street	Lichfield Trent Valley	Direct	3.2	12272323 22272000	323	35	35	29
Birmingham New Street	Bromsgrove	Direct	3.3	12272820	323	35	33	15
Birmingham New Street	Redditch	Direct	3.4	12272323 12272820	323	36	36	29
Birmingham New Street	Longbridge	Direct	3.5	12272323	323	1	3	0
Blake Street	Birmingham New Street	Direct	3.6	12272323	323	0	0	1
Lichfield City	Birmingham New Street	Direct	3.7	22272000 12272323	323	0	0	0
Birmingham New Street	Blake Street	Direct	3.8	12272323	323	0	0	0
Lichfield Trent Valley	Birmingham New Street	Direct	3.11	12272323 22272000	323	36	36	29
Bromsgrove	Birmingham New Street	Direct	3.14	12272820 12272323	323	35	33	14
Redditch	Birmingham New Street	Direct	3.19	12272323 12272820	323	36	36	28
Longbridge	Birmingham New Street	Direct	3.75	12272323	323	1	2	1
Four Oaks	Birmingham New Street	Direct	3.67	12272323	323	35	36	1
Birmingham	Four Oaks	Direct	3.68	12272323	323	36	36	0

1						2		
2nd 16th Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
New Street								

1						2		
2nd Service Group EJ03 West Midlands New Street Locals								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham International	Birmingham New Street	Direct	3.22	12259320	350 ^{11th}	34	34 ^{13th}	12 ^{32nd}
Birmingham New Street	Birmingham International	Direct	3.23	12259320	350 ^{11th}	33	34 ^{13th}	11 ^{13th}
Birmingham New Street	Coventry	Direct	3.24	12259320	350	3 ^{13th}	2 ^{13th}	1 ^{13th}
Birmingham New Street	Northampton	Direct	3.25	22259000	350	36 ^{13th}	35 ^{13th}	29 ^{13th}
Coventry	Birmingham New Street	Direct	3.26	12259320	350	1 ^{13th}	1 ^{13th}	1 ^{13th}
Coventry	Northampton	Direct	3.27	22259000	350	1 ^{13th}	1 ^{13th}	0
Northampton	Birmingham New Street	Direct	3.28	22259000	350	36 ^{13th}	38 ^{13th}	27
Northampton	Coventry	Direct	3.29	22259000	350	0	0	0
Birmingham New Street	Wolverhampton	Direct	3.30	12256320	350	36 ^{13th}	37 ^{13th}	16
Wolverhampton	Birmingham New Street	Direct	3.31	12256320	350	35 ^{13th}	35 ^{32nd}	17 ^{13th}
Coventry	Wolverhampton	Birmingham New Street	3.32	22259000	350	0	0	0

1						2		
2ndService 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	Hednesford	Walsall	3.34	12263310	350	0	1	0
Birmingham New Street	Rugeley Trent Valley	Walsall	3.36	12263310 12263810	350	36 ^{13th}	34	15
Birmingham New Street	Walsall	Direct	3.38	12263310	350	32 ^{13th}	32 ^{13th}	16
Rugeley Trent Valley	Birmingham New Street	Walsall	3.41	22263000 12263810	350	35	35 ^{13th}	14
Walsall	Birmingham New Street	Direct	3.45	22329000	350	33 ^{13th}	33 ^{13th}	15
Birmingham New Street	Great Malvern	Five Ways	3.50	22329000	170	1	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	4	0	2
Worcester Foregate Street	Birmingham New Street	Direct	3.54	22339000	170	0	0	3

1						2		
2ndService 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	2	3
Hereford	Worcester Shrub Hill	Direct	3.59	22332000	170	2	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	1	0
Worcester Shrub Hill	Great Malvern	Direct	3.62	22332000	170	0	1	1
Rugby	Birmingham New St	Direct	3.70	22259000	350	0	0	1

1						2		
Service Group EJ04 West Midlands Inter Urban								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Crewe	Penkridge / Madeley	4.1	22300000	350/110	0	2	0
Birmingham New Street	Liverpool Lime Street	Crewe, Runcorn	4.2	22300000	350/110	29	28	13
Crewe	Birmingham New Street	Penkridge / Madeley	4.4	22300000	350/110	1	1	0
Crewe	Liverpool Lime Street	Runcorn	4.5	22300000	350/110	3	2	1
Liverpool Lime Street	Birmingham New Street	Crewe, Runcorn	4.6	22300000	350/110	31	31	12
Liverpool Lime Street	Crewe	Runcorn	4.7	22300000	350/110	2	1	2 ^{13th}
Birmingham New Street	Shrewsbury	Wolverhampton	4.8	22266000	170	34 ^{32nd}	32	14
Shrewsbury	Birmingham New Street	Wolverhampton	4.9	22266000	170	32 ^{32nd}	33	14

1						2		
Service Group EJ04 West Midlands Inter Urban								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Shrewsbury	Wolverhampton	Direct	4.10	22266000	170	0 ^{13th}	0	0
Wolverhampton	Shrewsbury	Direct	4.11	22266000	170	0 ^{13th}	0	0
Crewe	Birmingham New Street	Stoke-on-Trent, Penkridge	4.13	22300000	350/110	16	16	15
Birmingham New St	Crewe	Stoke-on-Trent, Penkridge	4.14	22300000	350/110	16	16	14

1						2					
7th Service Group EJ05 WCML: London – Northampton											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Total Weekday ³	Peak times ¹		Off-Peak times ²	Saturday	Sunday
							morning Peak	evening Peak			
Bletchley	London Euston	Direct	5.1	22209000	319	4	3	0	1	3	0
Bletchley	Northampton	Direct	5.2	22209000	350	0	0	0	0	1	0
London Euston	Bletchley	Direct	5.3	22209000	319	6 ^{13th}	0	3 ^{13th}	3	2 ^{29th}	1 ^{29th}
London Euston	Milton Keynes Central	Direct	5.4	22209000	319	33	0	6 ^{13th}	27	27	18 ^{32nd}
London Euston	Northampton	Direct	5.6 Express service (110mph)	22209000	350/110	3 ^{13th}	0	2	3	9 ^{13th}	0
London Euston	Northampton	Direct	5.8 All stations service (100mph)	22209000	350	6 ^{13th}	0	0 ^{13th}	6 ^{13th}	12 ^{13th}	20 ^{13th}

Notes to Table:

1 Peak times – arriving Euston between 0700 and 0959, departing Euston between 1600 and 1859

2 Off-Peak times – arriving at and departing from a relevant station outside Peak times

3 Passenger Train Slots listed under the sub-headings “Peak times” and “Off-Peak times” are the constituent parts of, and are not in addition to, those listed under the sub-heading “Weekday”.

1						2					
7th Service Group EJ05 WCML: London – Northampton											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Total Weekday	Peak times		Off-Peak times	Saturday	Sunday
							morning Peak	evening Peak			
London Euston	Rugby	Weedon	5.9 (100mph)	22209000	350	0	0	0	0	1	0
London Euston	Tring	Direct	5.11	22209000	319	33	0	7	26	25	0
London Euston	Watford Junction	Direct	5.12	22209000	350	0 ^{13th}	0	0 ^{13th}	0 ^{13th}	0	0
Milton Keynes Central	London Euston	Direct	5.13	22209000	319	32 ^{13th}	4	0	28 ^{13th}	26 ^{13th}	24 ^{13th}
Northampton	London Euston	Direct	5.16 Express service (110mph)	22209000	350/110	3 ^{13th}	1 ^{13th}	0	2 ^{13th}	2	0

1						2					
7th Service Group EJ05 WCML: London – Northampton											
Service description						Passenger Train Slots					
From	To	Via	Description	TSC	Timing Load	Total Weekday	Peak times		Off-Peak times	Saturday	Sunday
							morning Peak	evening Peak			
Northampton	London Euston	Direct	5.18 All Stations service (100mph)	22209000	350	6 ^{13th}	0 ^{13th}	0	6 ^{13th}	6	13 ^{13th}
Rugby	London Euston	Weedon	5.19 (100mph)	22209000	350	0	0	0	0	1	0
Tring	London Euston	Direct	5.21	22209000	319	35 ^{13th}	10 ^{13th}	0	25 ^{13th}	26 ^{13th}	0 ^{13th}
Watford Junction	London Euston	Direct	5.22	22209000	350	0 ^{13th}	0 ^{13th}	0	0	0	0
Milton Keynes	Northampton	Direct	5.25	22209000	350	1	0	0	1	1 ^{13th}	0

1							2				
7th Service Group EJ05 WCML: London – Northampton											
Service description							Passenger Train Slots				
From	To	Via	Description	TSC	Timing Load	Total Weekday	Peak times		Off-Peak times	Saturday	Sunday
							morning Peak	evening Peak			
Rugby	London Euston	Weedon	5.31 (110)	22209000	350/110	16 ^{13th}	3 ^{13th}	0	13 ^{13th}	15 ^{13th}	8 ^{13th}
Northampton	London Euston	Direct	5.32 (110)	22209000	350/110	33 ^{13th}	9 ^{13th}	0	24	34 ^{13th}	20 ^{13th}
London Euston	Rugby	Weedon	5.41 (110)	22209000	350/110	16	0	3	13	15 ^{13th}	8
London Euston	Northampton	Direct	5.42 (110)	22209000	350/110	32	0	8	24	23 ^{32nd}	17 ^{29th}

1						2		
Service Group EJ06 WCML Branch Lines								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Bedford	Bletchley	Direct	6.1	22212000	153	17	17	0
Bletchley	Bedford	Direct	6.2	22212000	153	17	17	0
St Albans Abbey	Watford Junction	Direct	6.3	22213000	319	22	22	16
Watford Junction	St Albans Abbey	Direct	6.4	22213000	319	22	22	16

Annex B

Table 2.2: Additional Passenger Train Slots 33rd 34th 35th 36th 37th 38th 41st 42nd 43rd 32nd

1						2		
Service Group EJ02 Trent Valley ¹								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Crewe	Rugby	Madeley	2.31 (110)	22330000	350/110	0	0	2 ^{32nd}

1 Rights shall expire at 01:59 on the Subsidiary Change Date 2026

1						2		
Service Group EJ03 West Midlands New Street Locals ¹								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Coventry	Direct	3.24	12259320	350	0	-1 ^{32nd}	0
Northampton	Birmingham New Street	Direct	3.28	22259000	350	0	0	1 ^{32nd}
Northampton	Coventry	Direct	3.29	22259000	350	0	0	1 ^{32nd}
Wolverhampton	Birmingham New Street	Direct	3.31	12256320	350	1 ^{32nd}	0	0
Birmingham New Street	Great Malvern	Five Ways	3.50	22329000	170	0	2 ^{32nd}	0
Birmingham New Street	Kings Norton	Moseley	3.76	22310010	196	31 ^{41st 2 3}	31 ^{41st 2 3}	14 ^{41st 2 3}
Kings Norton	Birmingham New Street	Moseley	3.77	22310010	196	32 ^{41st 2 3}	31 ^{41st 2 3}	14 ^{41st 2 3}

1 Rights shall expire at 01:59 on the Subsidiary Change Date 2026

2 These Passenger Trains Slots will take effect when the Camp Hill Stations are complete and commissioned, but, in any event no earlier than the Principal Change Date 2025.

3 Notwithstanding footnote 1, rights will expire at 01:59 on the Principal Change Date 2026

1						2		
Service Group EJ04 West Midlands Inter Urban ¹								
Service description						Passenger Train Slots		
From	To	Via	Description	TSC	Timing Load	Weekday	Saturday	Sunday
Birmingham New Street	Crewe	Penkrige / Madeley	4.1	22300000	350/110	2 ^{32nd 2}	0	0
Birmingham New St	Crewe	Stoke-on-Trent, Penkrige	4.14	22300000	350/110	0	1 ^{32nd}	0

1 Rights shall expire at 01:59 on the Subsidiary Change Date 2026 ^{32nd}

2 Required to operate as a 4 Carriage Unit only between Birmingham New Street and Crewe until the right expire at 01:59 on the Subsidiary Change Date 2026 ^{32nd}

