

40th Supplemental Agreement

between

NETWORK RAIL INFRASTRUCTURE LIMITED

as Network Rail

and

TRANSPORT FOR WALES RAIL LTD

as Train Operator

relating to the Track Access Contract (Passenger Services) dated 6th August 2020

CONTENTS

1.	INTERPRETATION	1
2.	EFFECTIVE DATE AND TERM.....	1
3.	ORR - GENERAL APPROVAL.....	1
4.	AMENDMENTS TO THE CONTRACT	1
5.	GENERAL.....	2
6.	THIRD PARTY RIGHTS.....	2
7.	LAW.....	2
8.	COUNTERPARTS	2
9.	ANNEX 1	3

THIS 40TH 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 Waterloo General Office, London, United Kingdom, SE1 8SW (“Network Rail”); and
- (2) **TRANSPORT FOR WALES RAIL LTD** (the “Train Operator”), a company registered in England and Wales under number 12619906, whose registered office is at 3 Llys Cadwyn, Pontypridd, CF37 4TH

WHEREAS:

- (A) The parties entered into a Track Access Contract (Passenger Services) dated 6th August 2020 on terms approved, and pursuant to directions issued, by ORR under section 17 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 amend Appendix 1 of Schedule 8 within the Track Access Contract to reflect revised berthing offsets in service groups HL03 and HL08.

IT IS HEREBY AGREED as follows:

1. INTERPRETATION

In this Supplemental Agreement:

- (A) 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;
- (B) “Effective Date” means the date of this Supplemental Agreement

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.

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

Appendix 1 of Schedule 8 shall be deleted in its entirety and replaced with the entry set out in Annex 1.

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.....

Nick Millington

Print name.....

Duly authorised for and on behalf of

NETWORK RAIL INFRASTRUCTURE LIMITED



SIGNED by.....

Jan Chaudhry-van der velde

Print name.....

Duly authorised for and on behalf of

TRANSPORT FOR WALES RAIL LTD

ANNEX 1

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
HL02 South, West & Central Wales All Trains	2024-25	█	█	█	74	270	431	Cardiff – Maesteg	Forward	CARDIFF CENTRAL	█
	2025-26	█					431	Cardiff – Maesteg	Reverse	BRIDGEND	█
	2026-27	█					431	Cardiff - Maesteg	Reverse	MAESTEG	█
	2027-28	█					431	Cardiff - Maesteg	Reverse	PONTYCLUN	█
	2028-29	█					432	Swansea - Milford Haven (Fast)	Forward	CARMARTHEN	█
							432	Swansea - Milford Haven (Fast)	Forward	CLARBESTON ROAD	█
							432	Swansea - Milford Haven (Fast)	Forward	LLANELLI	█
							432	Swansea - Milford Haven (Fast)	Forward	SWANSEA	█

A	B	C	D	E	F	G	H	I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)						
							43 2 Swansea - Milford Haven (Fast)	Reverse	CARMARTHEN	██████
							43 2 Swansea - Milford Haven (Fast)	Reverse	CLARBESTON ROAD	██████
							43 2 Swansea - Milford Haven (Fast)	Reverse	FISHGUARD HARBOUR	██████
							43 2 Swansea - Milford Haven (Fast)	Reverse	LLANELLI	██████
							43 2 Swansea - Milford Haven (Fast)	Reverse	MILFORD HAVEN	██████
							43 2 Swansea - Milford Haven (Fast)	Reverse	PEMBROKE DOCK	██████
							43 5 Swansea - Shrewsbury	Forward	LLANDRINDOD	██████
							43 5 Swansea - Shrewsbury	Forward	SHREWSBURY	██████
							43 5 Swansea - Shrewsbury	Reverse	LLANDRINDOD	██████
							43 5 Swansea - Shrewsbury	Reverse	SWANSEA	██████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							438	South Wales Mainline	Forward	BRIDGEND	██████
							438	South Wales Mainline	Forward	CARDIFF CENTRAL	██████
							438	South Wales Mainline	Forward	PONTYCLUN	██████
							438	South Wales Mainline	Reverse	NEATH	██████
							438	South Wales Mainline	Reverse	PORT TALBOT	██████
							438	South Wales Mainline	Reverse	SWANSEA	██████
							439	Barry - Bridgend via Aberthaw	Forward	BARRY	██████
							439	Barry - Bridgend via Aberthaw	Reverse	BRIDGEND	██████
HL03	2024-25 ██████	██████	██████	██████	65	270	429	Cardiff - Birmingham	Forward	CHELTENHAM SPA	██████
Wales to	2025-26 ██████						429	Cardiff - Birmingham	Forward	GLOUCESTER	██████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
England All Trains	2026-27						429	Cardiff - Birmingham	Forward	NEWPORT	
	2027-28						429	Cardiff - Birmingham	Reverse	CARDIFF CENTRAL	
	2028-29						429	Cardiff - Birmingham	Reverse	NEWPORT	
							444	Cardiff - Ebbw Vale	Forward	EBBW VALE TOWN	
							444	Cardiff - Ebbw Vale	Reverse	CARDIFF CENTRAL	
							444	Cardiff - Ebbw Vale	Reverse	NEWPORT	
HL04 Cambrian All Trains	2024-25				101	270	261	Shrewsbury - Wrexham - Chester	Forward	BIRMINGHAM NEW STREET	
	2025-26						261	Shrewsbury - Wrexham - Chester	Forward	CHESTER	
	2026-27						261	Shrewsbury - Wrexham - Chester	Forward	SHREWSBURY	

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
	2027-28 [REDACTED]						261	Shrewsbury - Wrexham - Chester	Forward	WELLINGTON	[REDACTED]
	2028-29 [REDACTED]						261	Shrewsbury - Wrexham - Chester	Forward	WREXHAM GENERAL	[REDACTED]
	261						Shrewsbury - Wrexham - Chester	Reverse	BIRMINGHAM INTERNATIONAL	[REDACTED]	
	261						Shrewsbury - Wrexham - Chester	Reverse	BIRMINGHAM NEW STREET	[REDACTED]	
	261						Shrewsbury - Wrexham - Chester	Reverse	SHREWSBURY	[REDACTED]	
	261						Shrewsbury - Wrexham - Chester	Reverse	WOLVERHAMPTON	[REDACTED]	
	261						Shrewsbury - Wrexham - Chester	Reverse	WREXHAM GENERAL	[REDACTED]	
	334						Aberystwyth - Birmingham	Forward	ABERYSTWYTH	[REDACTED]	
	334						Aberystwyth - Birmingham	Forward	MACHYNLLET	[REDACTED]	
	334						Aberystwyth - Birmingham	Reverse	MACHYNLLET	[REDACTED]	

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							334	Aberystwyth - Birmingham	Reverse	SHREWSBURY	████
							335	Machynlleth - Pwllheli	Forward	BARMOUTH	████
							335	Machynlleth - Pwllheli	Forward	PWLLHELI	████
							335	Machynlleth - Pwllheli	Reverse	MACHYNLLETH	████
HL05 Cardiff Valleys Off-Peak	2024-25	████	████	████	39	150	430	Cardiff Queen Street - Cardiff Bay	Forward	CARDIFF QUEEN STREET	████
	2025-26	████					430	Cardiff Queen Street - Cardiff Bay	Reverse	CARDIFF BAY	████
	2026-27	████					440	Cardiff - Radyr via City Line	Forward	CARDIFF CENTRAL	████
	2027-28	████					440	Cardiff - Radyr via City Line	Reverse	RADYR	████
	2028-29	████					441	Cardiff - Aberdare	Forward	ABERDARE	████
							441	Cardiff - Aberdare	Forward	MOUNTAIN ASH	████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							441	Cardiff - Aberdare	Forward	PONTYPRIDD	████
							441	Cardiff - Aberdare	Reverse	CARDIFF QUEEN STREET	████
							441	Cardiff - Aberdare	Reverse	PONTYPRIDD	████
							442	Barry Island - Cardiff Central	Forward	CARDIFF CENTRAL	████
							442	Barry Island - Cardiff Central	Reverse	BARRY	████
							442	Barry Island - Cardiff Central	Reverse	BARRY ISLAND	████
							443	Penarth - Cardiff Central	Forward	CARDIFF CENTRAL	████
							443	Penarth - Cardiff Central	Reverse	PENARTH	████
							445	Cardiff Central - Coryton	Forward	CORYTON	████
							445	Cardiff Central - Coryton	Reverse	CARDIFF QUEEN STREET	████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							44 6	Cardiff Central - Merthyr	Forward	MERTHYR TYDFIL	██████
							44 6	Cardiff Central - Merthyr	Forward	PONTYPRIDD	██████
							44 6	Cardiff Central - Merthyr	Reverse	CARDIFF QUEEN STREET	██████
							44 6	Cardiff Central - Merthyr	Reverse	PONTYPRIDD	██████
							44 7	Cardiff Central - Treherbert	Forward	PONTYPRIDD	██████
							44 7	Cardiff Central - Treherbert	Forward	TREHERBERT	██████
							44 7	Cardiff Central - Treherbert	Reverse	CARDIFF QUEEN STREET	██████
							44 7	Cardiff Central - Treherbert	Reverse	PONTYPRIDD	██████
							44 7	Cardiff Central - Treherbert	Reverse	TAFFS WELL	██████
							44 8	Cardiff Central - Rhymney	Forward	BARGOED	██████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							448	Cardiff Central - Rhymney	Forward	CAERPHILLY	████
							448	Cardiff Central - Rhymney	Forward	RHYMNEY	████
							448	Cardiff Central - Rhymney	Reverse	CAERPHILLY	████
							448	Cardiff Central - Rhymney	Reverse	CARDIFF QUEEN STREET	████
HL05 Cardiff Valleys Peak	2024-25 ████	████	████	████	29	150	430	Cardiff Queen Street - Cardiff Bay	Forward	CARDIFF QUEEN STREET	████
	2025-26 ████						430	Cardiff Queen Street - Cardiff Bay	Reverse	CARDIFF BAY	████
	2026-27 ████						440	Cardiff - Radyr via City Line	Forward	CARDIFF CENTRAL	████
	2027-28 ████						440	Cardiff - Radyr via City Line	Reverse	RADYR	████
	2028-29 ████						441	Cardiff - Aberdare	Forward	ABERDARE	████
							441	Cardiff - Aberdare	Forward	MOUNTAIN ASH	████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							441	Cardiff - Aberdare	Forward	PONTYPRIDD	████
							441	Cardiff - Aberdare	Reverse	CARDIFF QUEEN STREET	████
							441	Cardiff - Aberdare	Reverse	PONTYPRIDD	████
							442	Barry Island - Cardiff Central	Forward	CARDIFF CENTRAL	████
							442	Barry Island - Cardiff Central	Reverse	BARRY	████
							442	Barry Island - Cardiff Central	Reverse	BARRY ISLAND	████
							443	Penarth - Cardiff Central	Forward	CARDIFF CENTRAL	████
							443	Penarth - Cardiff Central	Reverse	PENARTH	████
							445	Cardiff Central - Coryton	Forward	CORYTON	████
							445	Cardiff Central - Coryton	Reverse	CARDIFF QUEEN STREET	████

A	B	C	D	E	F	G	H	I	J	K			
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting			
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)									
							44 6	Cardiff Merthyr	Central	-	Forward	MERTHYR TYDFIL	██████
							44 6	Cardiff Merthyr	Central	-	Forward	PONTYPRIDD	██████
							44 6	Cardiff Merthyr	Central	-	Reverse	CARDIFF QUEEN STREET	██████
							44 6	Cardiff Merthyr	Central	-	Reverse	PONTYPRIDD	██████
							44 7	Cardiff Treherbert	Central	-	Forward	PONTYPRIDD	██████
							44 7	Cardiff Treherbert	Central	-	Forward	TREHERBERT	██████
							44 7	Cardiff Treherbert	Central	-	Reverse	CARDIFF QUEEN STREET	██████
							44 7	Cardiff Treherbert	Central	-	Reverse	PONTYPRIDD	██████
							44 7	Cardiff Treherbert	Central	-	Reverse	TAFFS WELL	██████
							44 8	Cardiff Rhymney	Central	-	Forward	BARGOED	██████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							448	Cardiff Central - Rhymney	Forward	CAERPHILLY	████
							448	Cardiff Central - Rhymney	Forward	RHYMNEY	████
							448	Cardiff Central - Rhymney	Reverse	CAERPHILLY	████
							448	Cardiff Central - Rhymney	Reverse	CARDIFF QUEEN STREET	████
HL06 Marches All Trains	2024-25	████	████	████	77	270	267	Shrewsbury - Crewe	Forward	CREWE	████
	2025-26	████					267	Shrewsbury - Crewe	Reverse	SHREWSBURY	████
	2026-27	████					434	Cardiff - Manchester / Liverpool / Holyhead	Forward	ABERGAVENNY	████
	2027-28	████					434	Cardiff - Manchester / Liverpool / Holyhead	Forward	CRAVEN ARMS	████
	2028-29	████					434	Cardiff - Manchester / Liverpool / Holyhead	Forward	CREWE	████
							434	Cardiff - Manchester / Liverpool / Holyhead	Forward	HEREFORD	████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting	
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Forward	MANCHESTER PICCADILLY	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Forward	NEWPORT	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Forward	SHREWSBURY	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	ABERGAVENN Y	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	CARDIFF CENTRAL	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	CRAVEN ARMS	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	CREWE	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	HEREFORD	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	NEWPORT	████
							43 4	Cardiff - Manchester / Liverpool / Holyhead	Reverse	SHREWSBURY	████

A	B	C	D	E	F	G	H		I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
HL07 North Wales Rural All Trains	2024-25 [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	100	270	338	Blaenau Ffestiniog - Llandudno	Forward	LLANDUDNO	[REDACTED]
	2025-26 [REDACTED]						338	Blaenau Ffestiniog - Llandudno	Forward	LLANDUDNO JUNCTION	[REDACTED]
	2026-27 [REDACTED]						338	Blaenau Ffestiniog - Llandudno	Reverse	BLAENAU FFESTINIOG	[REDACTED]
	2027-28 [REDACTED]						338	Blaenau Ffestiniog - Llandudno	Reverse	LLANDUDNO JUNCTION	[REDACTED]
	2028-29 [REDACTED]						342	Wrexham - Bidston	Forward	BIDSTON	[REDACTED]
							342	Wrexham - Bidston	Forward	SHOTTON	[REDACTED]
							342	Wrexham - Bidston	Reverse	SHOTTON	[REDACTED]
							342	Wrexham - Bidston	Reverse	WREXHAM CENTRAL	[REDACTED]
HL08	2024-25 [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	77	180	340	Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Forward	BANGOR	[REDACTED]

A	B	C	D	E	F	G	H	I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)						
Inter Urban North Wales All Trains	2025-26 [REDACTED]						340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Forward	CHESTER	[REDACTED]
	2026-27 [REDACTED]						340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Forward	HOLYHEAD	[REDACTED]
	2027-28 [REDACTED]						340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Forward	LLANDUDNO JUNCTION	[REDACTED]
	2028-29 [REDACTED]						340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Reverse	BANGOR	[REDACTED]
							340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Reverse	CHESTER	[REDACTED]
							340 Llandudno/Bangor/Holyhead-	Reverse	CREWE	[REDACTED]

A	B	C	D	E	F	G	H	I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)						
							Chester/Crewe/Birmingham			
							340 Llandudno/Bangor/Holyhead-Chester/Crewe/Birmingham	Reverse	LLANDUDNO JUNCTION	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Forward	CHESTER	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Forward	RUNCORN	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Forward	RUNCORN EAST	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Forward	WARRINGTON BANK QUAY	██████

A	B	C	D	E	F	G	H	I	J	K
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code	Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)						
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Reverse	LIVERPOOL	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Reverse	MANCHESTER AIRPORT	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Reverse	MANCHESTER OXFORD ROAD	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Reverse	MANCHESTER PICCADILLY	██████
							345 Llandudno/Bangor/Holyhead-Chester/Crewe/Manchester	Reverse	RUNCORN	██████
							345 Llandudno/Bangor/Holyhead-	Reverse	RUNCORN EAST	██████

A	B	C	D	E	F	G	H	I	J	K	
Service Group	Network Rail		TOC		Cancellation Minutes	Cap	Service Code		Direction	Monitoring Point	Weighting
	Performance Point	Payment Rate (£)	Performance Point	Payment Rate (£)							
							Chester/Crewe/Manchester				
							34 5 Llandudno/Bangor/Holyhead- Chester/Crewe/Manchester	Reverse	WARRINGTON BANK QUAY		■