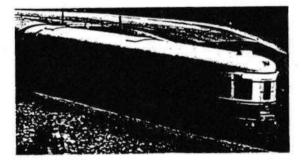


LEISURE RAIL WA



Project Information Package







Issued January 2001

PROJECT OUTLINE 1.

Capital Cost

\$7.5 million

Major Elements

- Maintenance and Servicing Depot
- Administration Centre (incorporated within the Maintenance and Servicing Depot)
- Three Diesel-Electric Locomotives
- 13 Passenger Cars comprising:
 - (2) x Power-Vans
 - (2) x Kitchen/Galley Cars
 - (2) x Club/Lounge Cars
 - (6) x 52 Seat "First Class" Long Distance Saloon/Restaurant Dining Cars
 - (1) x 12 Seat/6 Sleeping Berth "Director's Special" Lounge/Observation Car.

Project Timing

Start up of the venture is due to commence in the first quarter of 2001, when the funding is finalised and rollingstock acquired. To provide a "base", the rail siding depot and administration centre proposed at Cockburn, is to be erected and completed by June

The Project will be staged and implemented as follows:

First Quarter 2001

Finalise Funding March/April

Year 2001

Commence Depot Site-Works and Construction April/May

Substantive Completion of Depot Commence Major Refurbishing of Rollingstock May/June

Finalise Marketing, Advertising and Sales planning. July

Commence Advance Sales (subject to review confirming service start October

Operating Staff Recruitment/Training December

Marketing & Public Awareness Strategy (Intensive Promotion Stage) Year 2002 January

Commissioning and Running Trials Feb/Mar

Start of Full Revenue Services April

== Nestern Australia's Boutique Rail Experience =

2. OVERVIEW OF LEISURE RAIL WA

The concept of what has become known as "boutique rail travel" is firmly established in North America, Europe and the United Kingdom and is now emerging in Australia on the eastern seaboard. "Boutique rail travel" by its very name distinguishes itself from mainstream urban and long distance rail services, which in effect provide mass transportation. Similarly, "boutique rail travel" does not apply to picnic and historic type passenger rail services that are operated by enthusiast or preservation societies and groups on an infrequent basis.

"Boutique rail travel" of the style developed in this business plan and as is emerging elsewhere is focussed on quality, involving all the positive elements of rail travel arising from the "Golden Era" of railways. These include comfort, romance, fine service and attention to detail, whilst at the same time eliminating the negatives of rail travel such as being slow, dirty, unreliable and with very poor standards of customer service as was found in Australia and elsewhere during with very poor standards of customer service as was found in Australia and elsewhere world War 2 and following that period when rail travel standards declined with the emergence of the glamour and excitement of air travel.

The concept of "boutique rail travel" is as much about the quality of the travel experience aboard the train as it is with the enjoyment of the scenery and destination that the traveller expects to obtain from purchasing a particular rail package. Similarly, "boutique rail travel" operators obtain from purchasing a particular rail package. Similarly, "boutique rail travel" operators provide regular departures by way of an annual program of services that are linked to the rest of the tourism industry, and this will be a major first for leisure and tourism based rail travel in Western Australia.

Leisure Rail WA will have two principal rail-based activities. The first is a quality "restaurant on rails" product, known as "The Moondyner", which will provide lunch and evening Restaurant Services from Fremantle/Perth into the Swan and Avon Valleys and on through the Walyunga National Park. In terms of scenic quality the route offers a mix of vineyard, river, Darling Escarpment and Jarrah Forest country.

The second major product range is to be known as "Discovery Rail" tours. These regularly scheduled rail tours will provide services to the east of Perth to the Avon Valley, Toodyay and York as well as to the South West focussing on Donnybrook, Balingup and Bridgetown. "Discovery Rail" tours will also operate regular seasonal services to the Mid West, South West and Great Southern Regions for major special events such as "The Leeuwin Estate Concert" and during the Springtime wildflower season.

Within these two major product groups Leisure Rail WA will provide a number of other rail products such as a superior "Premium" or "Pullman" class product that is in addition to its standard First Class accommodation and there will also be other products such as "Rail Safari", standard First Class accommodation and there will also be other products such as "Rail Safari", Charter and "Director's Special" services that are intended to add value to the Operation, by maximising the utilisation of the rail carriage fleet. (These are fully described elsewhere).

Leisure Rail WA will be lead by a Chief Executive Officer/General Manager who is highly qualified and regarded in the passenger rail business, with extensive involvement in the tourism industry, a Marketing and Public Affairs Manager with a comprehensive background in banking finance plus business development, sales and promotion, a Passenger Services and Operations Manager with passenger transportation industry experience, an Accounting and Financial Services Manager with particular expertise related to the railway industry and an Engineering Services Consultant with a railway engineering background. Specially appointed multi-skilled engineering, finance and administrative staff will support this group.

Up to 60 full and part-time/casual passenger care, food and beverage, engineering and operatir staff will deliver international standard services to guests.

3 DETAILED PRODUCT DESCRIPTION

3.1 OVERVIEW OF SERVICES

Leisure Rail WA will have up to seven products/services that utilise the full fleet of 13 passenger vehicles. Each service has a basic consist/configuration that is then either expanded in size or pared back depending on passenger loadings. There is scope to have up to three separate consists running at any time, but the operating plan normally provides for two. These are in effect a semi-dedicated "The Moondyner" restaurant" fleet and a "Discovery Rail" tour consist.

The design and configuration of the entire fleet is such that individual coaches or groups of vehicles can be switched from one fleet to another to cover seasonal fluctuations in loading and/or for maintenance purposes. The entire service plan is based on the concept of regularly scheduled departures, the frequency of which is determined by seasonal factors and the mirroring of influencing factors in the rest of the tourism and dining out industries.

3.2 "THE MOONDYNER" RESTAURANT SERVICES

This service will operate as a regularly scheduled "restaurant-on-rails" providing both lunch time and evening dinner departures on a three to four hour schedule from Fremantle and Perth into the Swan and Avon Valleys to the Toodyay area. The name of the service has historical significance in that the area of the Avon Valley the train operates into was the reputed hideout for Western Australia's most notorious bushranger "Moondyne Joe". Similarly, the name has a romantic/ nostalgic connotation in connection with dining at night as the train glides through the Avon Valley.

The concept of a quality dining experience aboard an international standard train is well proven. Development of this product is based on extensive research into similar products, which are enormously popular in California. (Excellent restaurant trains are also found in Europe and the United Kingdom). The California region has a very similar climate and lifestyle to that of Western Australia. In the same way the dinner cruise trains in the USA focus on the vineyards of the Napa Valley and other wine growing regions, so "The Moondyner" service will feature travel through the Swan Valley Vineyards but in doing so, this Operation will be able to exploit the scenic beauty and the otherwise almost inaccessible areas of the Avon Valley and Walyunga National Park.

The service will be incorporated as a package where the ticket price not only includes "First Class Rail Travel" but also a "Welcome Aboard" refreshment, together with a 4-5-course meal. Guests will pay for their own drinks, which they may enjoy in two Club/Lounge Cars before being invited to one of two 52-seat restaurant cars to partake of their meal. Following the dining experience, passengers will have the option of enjoying post meal refreshments at their seat or in the Club/Lounge Cars as well as being able to purchase a range of merchandise/souvenirs of their journey.

Particular attention will be given to providing the appropriate ambience aboard the train, and this will be heightened on evening departures where external floodlights will illuminate the forest and passing scenery en-route. Itineraries and menus will be adjusted on a seasonal basis with a clear distinction in terms of price and menu selection being made between lunchtime and evening departures.

This product will retail at approximately \$80 (\$75 concession) per passenger for evening departures and \$70 (\$65 concession) per guest for the luncheon service. A fine wine bar service will be available to guests.

3 DETAILED PRODUCT DESCRIPTION Contd

3.3 "DISCOVERY RAIL" DAY TOURS

These services will be a "first" in the Western Australian Tourism Industry by providing regular, international touring standard, daytime rail services to a number of areas including the Avon Valley, Toodyay and York as well as to the South West and the centres of Donnybrook, Balingup and Bridgetown in particular.

These daytime services, in the case of the Avon Valley/York and the South West service, will operate on a consistent three-day per week timetable. In the case of the longer distance Albany and Cranbrook Great Southern services, these will operate once weekly, with the capability of running extra services as demand grows.

On a seasonal basis, daytime Wildflower tour services to the Lower Mid West (Wannamal Lakes/Moore River) Region will also operate with schedules and departures planned up to two and three years in advance.

The regular and consistent scheduling of these services will enable high levels of access by domestic, interstate and international travel sales agents and product development growth for these services includes partnering with road coach tour operators to provide "back to back" rail/coach/rail options. This has the benefit of exploiting the positive attributes of each transport mode and provides greater flexibility in the development of itineraries and destinations.

A standard "First Class" "Discovery Rail" day tour package incorporating rail travel, "Welcome Aboard" refreshment and both morning and afternoon refreshment will sell for \$65 to \$95 per person depending on length of itinerary. Guests purchase beverages and merchandise.

3.4 "DISCOVERY RAIL" SPECIAL EVENT TOURS

There are a number of premium special events that have developed in Western Australia, which have an international reputation and are especially popular with the local market. Events such as the "Leeuwin Estate Concert", "Rally Australia" and "Avon Descent" are ideally suited to the development of all-inclusive packages incorporating "First Class Rail Travel", on-board refreshments and/or meals, coach transfers (where required) and entry fees.

The full Leisure Rail WA passenger fleet has the capacity to convey as many as 360 guests to such events providing not only an added dimension to the event itself in terms of access and potentially increased attendance, but also these events demonstrate "rail's" unique ability to uplift large numbers of people with high levels of comfort and safety.

The ticket pricing on these services is dependent on the extent of what is included in the package, but a "Leeuwin Estate Concert" package, incorporating rail and coach travel, on-board meals and refreshments, concert entry and concert hamper, will be of the order of \$225 per guest, whereas an all-rail "Avon Descent Champagne and Luncheon" package will be approximately \$79. Passengers pay for all other drinks and merchandise.

3 DETAILED PRODUCT DESCRIPTION Contd

3.5 "DISCOVERY RAIL" FULLY PACKAGED DELUXE RAIL SAFARI HOLIDAYS

The Western Australian rail network lends itself to operating a number of extended two, three and four day fully packaged "Discovery Rail" safari holidays to various destinations and regional areas in the southern half of Western Australia. The safari packages will incorporate "First Class" rail travel, meals, and off-rail tours and transfers and first class hotel/motel accommodation.

Destinations include "Wildflower Safaris" to the Mid West (Geraldton and the hinterland), Wave Rock/Hyden, the Great Southern including Albany, the Stirling Ranges and Mt Barker Winelands and Manjimup/Pemberton featuring the Karri/Jarrah Forests. "Discovery Rail" safaris will also operate to certain festivals and events.

The South Coast and South West forest destinations lend themselves to development of a regular "4-Day Rail Safari" service, whereby guests travel to and from Albany and Bridgetown/ Pemberton by rail and then use five star touring coaches to link each rail-head across the Karri Forest, National Parks and South Coast regions.

A three-day, all-inclusive "Discovery Rail" safari package to Wave Rock/Hyden for the wildflower season will be priced at \$465 per guest. Passengers pay for beverages (other than tea/coffee) and merchandise.

3.6 "DIRECTOR'S SPECIAL" SERVICES

Leisure Rail WA will be placing into service a fully self-contained, premium/executive style, observation lounge and dining saloon with sleeping cabins for six guests and lounge/dining seating for 12 guests.

Based on a minimum number of advance bookings, guests will have the opportunity to experience deluxe style rail travel and dining as found aboard the Private Business Cars of American Railroads in the glamour years of rail travel. A feature will be the rounded end observation lounge where guests will have the unique opportunity to view the passing scenery as it streams behind the train.

This coach will be attached to any scheduled "The Moondyner" and/or "Discovery Rail" service (subject to the minimum passenger requirement). Guests will pay a supplement to travel aboard this vehicle.

Because of the fully self-contained design of the "Director's Special" car, this coach will be able to run attached to scheduled services or stand-alone as a special train to provide high quality "business style" charter type services for promotional, corporate and exclusive-travel groups.

The "Director's Special" car will be able to offer daylight/overnight accommodation and travel en-route to its destination, and/or provide accommodation and full dining services at the destination. Similarly, the opportunity exists for the "Director's Special" car to be conveyed by a scheduled Leisure Rail WA service to a regular destination, remain at that location with guests on board, and stay for as long as the client requires, before being returned attached to another scheduled service.

The pricing is based on the client's itinerary and other special requirements.

DETAILED PRODUCT DESCRIPTION Contd 3

DESTINATION RESTAURANT TRAIN SERVICES

On selected departures such as the York Discovery Rail service on Saturdays, and the 3.7 Bridgetown Discovery Rail service proposed for every Sunday, lunchtime trains will be scheduled during the stopover time of the train to destinations such as Greenhills from York, and Manjimup from Bridgetown. Pricing and menu will be adapted to suit the particular market. These services will be able to be booked and sold at a local level through Tourist Bureaux and other venues. In the case of the Discovery Rail Service to Albany on Tuesdays returning Wednesday, an evening The Moondyner restaurant service from Albany to the Mount Barker/Kendenup area will operate.

POINT-TO-POINT REGIONAL TRAVEL SERVICES 3.8

3

Leisure Rail WA will provide, one way/single trip accommodation for such guests at a fare level approximately 60% of that for its normal full-day, round-trip packages. One-way travellers will be provided with on-board guest services and seating identical to that of guests on a full package.

This has only been made possible because of the regularly scheduled nature of the Discovery Rail operations. As an example, a one-way ticket from Albany to Perth on the weekly Great Southern Discovery Rail Safari service will be \$99. The product will be extremely attractive as there are no passenger train services between Perth and Albany and there will be the added attractions of experiencing meals and refreshments aboard a "boutique-style" international standard train.

Point-to-point travel destinations to and from Perth/Fremantle include:

Wagin Mount Barker Brookton York Narrogin Albany Cranbrook Avon/Northam Popanyinning Donnybrook Tambellup Balingup Katanning Beverley Toodyay Manjimup Bridgetown .

CHARTER AND GROUP TRAVEL SERVICES

The composition and configuration of the Leisure Rail WA rollingstock fleet is such that charter services can be operated along the style of any of "The Moondyner" and/or "Discovery Rail" services on either existing itineraries or tailor-made schedules to suit the hirer. Pricing will reflect the hirer's itinerary and on-board service requirements. Similarly, group travel discounts will be offered on all scheduled services with an emphasis being made to direct this business to low season and trough periods.

4 PASSENGER SCHEDULES Contd

The South West Discovery Rail Service

Frequency: Wed/Fri/Sun

Forward Journey

Return Journey

The Esplanade

Depart

0755 hours

Bridgetown Depart

1515 hours

Intermediate Pick Up

Claremont

Subiaco

Intermediate Pick Up

Balingup

Perth

Depart

0825 hours

Donnybrook Depart

1650 hours

(Platform 9)

Armadale

Depart

0900 hours

Armadale Arrive

1910 hours

(Platform 9)

Donnybrook

Arrive

1110 hours I

Perth

Arrive

1943 hours

Intermediate Set Down

Balingup

Intermediate Set Down

Subiaco

Claremont

Bridgetown

Arrive

1245 hours

Esplanade Arrive

2015 hours

The Blackwood/Manjimup Rail Restaurant

Luncheon Service

Frequency:

Fri & Sun

(Can Operate Wed)

Bridgetown

Depart

1300 hours

Manjimup

Arrive

1350 hours

Depart

1405 hours

Bridgetown

Arrive

1455 hours

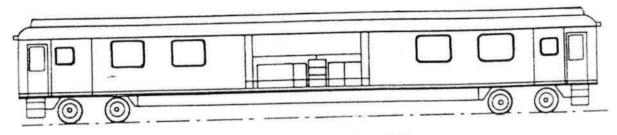
4 PASSENGER SCHEDULES Contd

Combined South West Discovery Rail King Karri Road Coach Service To/From Albany

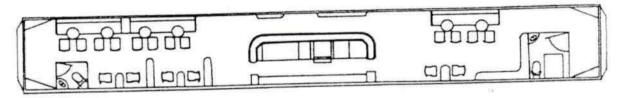
Frequency: Wed/Fri/Sun

To Albany		(4)		From Albany		
The Esplanade		Depart	0755 hours	Albany	Depart	0805 hours
Perth		Depart	0825 hours	Denmark	Depart	0852 hours
						0 80
Armadale	Depar	t 0900	hours	Walpole	Depart	0948 hours
Bridgetown	Arrive	1245	hours	Manjimup	Depart	1218 hours
Transfer to King Karri Road Coach				Bridgetowr	n Arrive	1247 hours
Bridgetown				Transfer to South West Discovery Rail Service		
Manjimup	Arrive	1348	hours	Bridgetown	n Depart	1515 hours
Walpole	Arrive	e 1542	! hours	Armadale	Arrive	1910 hours
Denmark	Arriv	e 1638	3 hours	Perth	Arrive	1943 hours
Albany	Arriv	e 1720) hours	Esplanade	Arrive	2015 hours

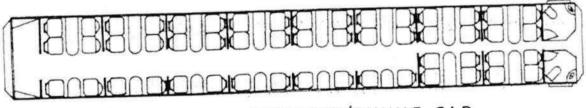
5 PASSENGER ROLLINGSTOCK CONCEPT PLANS



GENERAL OUTLINE



CLUB LOUNGE CAR



COMPOSITE SITTING/DINING CAR

Concept Plan Only