

LYNTON & BARNSTAPLE RAILWAY COMMUNITY INTEREST COMPANY

Application for Shares

The offer for shares is open to anyone over the age of 18 years. No person under the age of 18 years may be registered as a shareholder, although shares may be bought in the name of another individual and designated with the initials of the minor. Until the minor has attained the age of 18 and the shares have been transferred to him or her, the adult individual shall be treated as a shareholder of the Company.

Applicants for shares should use the Application Form and send it to the address on the form.

Applications may be made in joint names. The first name will be entered in the Company's Register of Members as the registered owner of the shares.

Except as authorised by the Directors of the Company, the minimum shareholding is 100 shares.

The full amount payable on application is £1.00 per share (monthly instalments are available by arrangement,).

Terms of Allotment

Under the terms of the Company's Articles of Association, the Directors have full powers to allot shares and can reject any application for shares without assigning any reason for the rejection.

Overseas Residents

This offer of shares is not registered under the Securities Laws of the United States or Canada, and therefore no offer can be made to any person with an address registered in those countries. Persons resident in other overseas countries should consult their professional advisers as to whether they require any governmental or other consents, or need to observe any other formalities to enable them to subscribe for shares.

Share Certificates

Successful applicants will be issued with a pictorial share certificate in the Company. Certificates will be dispatched by post at the shareholders' risk as soon as practicable, but applicants should allow at least six weeks for delivery.

Summary of Shareholders Rights

This Document invites prospected persons to subscribe up to a total of 900,289 "B" Class shares entitling members to receive notification of, and attend, meetings of the Company, and to vote at any Class Meeting for 'B' **Class Share holders**

Subject to the Companies Acts, The CIC Regulations and the Memorandum and Articles, and the authorisation by an ordinary resolution of the Members, the Directors may declare and pay a dividend. Such dividend will be capped and will not normally exceed 5%. It should be noted that it is unlikely that a dividend will be declared during the period of construction and expansion of the railway.

The Boards of the Company and the Trust have agreed that the Shareholders listed on the Register of Shareholders will be entitled to the following free facilities on the Railway.

100 - 199 shares: 2 Free Day Rover Tickets per annum.
200 - 499 shares: 4 Free Day Rover Tickets per annum.
500 - 999 shares: 8 Free Day Rover Tickets per annum.
1000 - 1999 shares: Pass for unlimited free travel, valid for one year for shareholder only.
2000 - 2999 shares: As above, plus one family guest.
3000 plus shares: As above, but for up to 3 family guests.

NOTES to summary of Shareholders rights:

1. Following the allocation of shares, ticket vouchers/passes will be issued on an annual basis before the end of May, based on the number of shares held at 31 December the previous year.
2. Future purchases of shares will be added to existing holdings, and the ticket/pass entitlement will be on the basis of the cumulative holding.
3. Members of the Trust's Gold and Silver Token Schemes or the first listed name of a joint shareholding may, in agreement with the Company, transfer their entitlement to a free ticket/pass to one other name.
4. The Directors of the Trust and the Community Interest Company reserve the right to review the free travel entitlement annually.

There are no other share rights other than those outlined in this document.

The Company's Registered Office is situated at:

Woody Bay Station, Parracombe, Devon EX31 4RA