

THIS LETTER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should consult an independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if not, from another appropriately authorized financial adviser.

If you have sold or otherwise transferred all your Vipera Shares (other than pursuant to the Offer), please forward this document as soon as possible to the buyer or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was made for delivery to the buyer or transferee.



10 September 2018

Dear Vipera Shareholder

**Recommended Cash Offer
by Fabrick S.p.A. (formerly Sella Open Fintech Platform S.p.A.) for Vipera plc
Completion of Compulsory Acquisition of Vipera Shares**

First of all, we have pleasure in confirming that on 6 August 2018, the corporate name of Sella Open Fintech Platform S.p.A. was changed to Fabrick S.p.A.

We refer to:-

- (i) the recommended cash offer made by Fabrick S.p.A. ("**Fabrick**"), then called Sella Open Fintech Platform S.p.A., on 14 May 2018 for the whole of the issued share capital of Vipera plc ("**Vipera**") (other than 40,000,000 Vipera Shares held by Fabrick's holding company, Banca Sella Holding S.p.A. and 111,560,826 Vipera Shares held by Vipera management) (the "**Offer**"), the terms of which were contained in the Offer document dated 14 May 2018 posted to Vipera Shareholders (the "**Offer Document**"), and which was declared wholly unconditional on 3 July 2018; and
- (iii) the letter to you from Fabrick, then called Sella Open Fintech Platform S.p.A., dated 30 July 2018, enclosing the formal statutory notice in the form prescribed (Form 980(1)), in respect of the exercise by Fabrick of its right to compulsory acquire your Vipera Shares in respect of which no valid acceptance of the Offer has been received by Fabrick (the "**relevant Vipera Shares**").

In the absence of a valid acceptance of the Offer (or any application for the consideration) in respect of the relevant Vipera Shares having been received by Fabrick from you, we are writing to inform you that, as referred to in the letter to you from Fabrick dated 30 July 2018, the relevant Vipera Shares have now been acquired by, and are being registered in the name of, Fabrick and the consideration paid by Fabrick for those Vipera Shares has been transferred to Vipera (as required pursuant to section 981(6) of the Companies Act 2006) to be held by Vipera on trust in an separate interest-bearing bank account for you in accordance with section 982 of that Act. The monies will be held on trust until 12 years have elapsed or (if earlier) Vipera is wound up, after which, to the extent not validly claimed, the monies (including interest) must be paid into Court.

Action to be taken

Should you wish the consideration (of 7.5p in cash per Vipera Share) for the relevant Vipera Shares to be paid to you, you must now make a written application to Neville Registrars Limited, the agent appointed by

Fabrick S.p.A.
Piazza G. Sella 1
13900 Biella

Capitale sociale €16.527.006
Iscritta nel Reg. Impr. C.C.I.A.A.
di Biella e Vercelli P. IVA 02654890025

info@fabrick.com
fabrick.com



Vipera for this purpose (in the case of Vipera Shares held in certificated form, enclosing your share certificate(s) and/or other document(s) of title). Such application should be made to:-

Neville Registrars Limited
Neville House
Steelpark Road
Halesowen
West Midlands
B62 8HD

Yours faithfully,



Paolo Zaccardi
Chairman
Fabrick S.p.A.