

**Micro Focus International plc**  
**VOTING RESULTS of the ANNUAL GENERAL MEETING**

At the Company's Annual General Meeting held at 3.00pm on Thursday 24<sup>th</sup> September 2009, all resolutions proposed at the meeting were taken on a poll and were duly passed. Details of the votes in respect of the resolutions are set out below:

|  |  |                     |                       |                         |  |                    |
|--|--|---------------------|-----------------------|-------------------------|--|--------------------|
| <b>Company Name:</b>   | Micro Focus International plc                        |                     |                       |                         |  |                    |
| <b>Meeting Date:</b>   | 24 September 2009                                    |                     |                       |                         |  |                    |
| <b>Number of cards (shareholders) at meeting date:</b>   | 278  |                     |                       |                         |  |                    |
| <b>Issued share capital at meeting date:</b>   | 202,772,742  |                     |                       |                         |  |                    |
| <b>Number of votes per share:</b>  | 1  |                     |                       |                         |  |                    |
| <b>Meeting type AGM/EGM:</b>   | AGM  |                     |                       |                         |  |                    |
| <b>Resolution (No. as noted on proxy form)</b>   | <b>Shares For</b>                                    | <b>% Shares For</b> | <b>Shares Against</b> | <b>% Shares Against</b> | <b>Shares Marked As Votes Withheld / Abstentions</b> | <b>Poll Yes/No</b> |
| 1. To receive the report of the directors and auditors and the financial statements for the year ended 30 April 2009 | 146,930,729  | 99.87               | 187,071               | 0.13                    | 187,071  | Yes                |
| 2. To approve a final dividend of 11.1 cents per ordinary share  | 147,100,550  | 100                 | 0                     | 0                       | 347,977  | Yes                |
| 3. To approve the remuneration report of the directors for the year ended 30 April 2009                              | 62,363,764   | 52.74               | 55,877,604            | 47.26                   | 29,253,409   | Yes                |
| 4. To re-elect Kevin Loosemore as a director   | 140,168,132  | 96.99               | 4,348,617             | 3.01                    | 2,978,028  | Yes                |
| 5. To re-elect Stephen Kelly as a director   | WITHDRAWN: Reference RNS No: 7476Y 09 September 2009 |                     |                       |                         |  |                    |
| 6. To re-elect Nicholas Bray as a director   | 146,943,651  | 99.86               | 227,039               | 0.14                    | 376,977  | Yes                |
| 7. To approve the re-appointment of PricewaterhouseCoopers LLP as auditors   | 139,486,997  | 94.83               | 7,620,528             | 5.17                    | 387,252  | Yes                |
| 8. To authorise the directors to determine the remuneration of the auditors  | 141,585,394  | 96.25               | 5,522,021             | 3.75                    | 387,362  | Yes                |
| 9. To authorise the directors to allot ordinary shares   | 141,033,234  | 98.47               | 2,215,213             | 1.53                    | 4,246,330  | Yes                |
| 10. To empower the directors to allot ordinary shares for cash without first offering them to existing shareholders  | 146,815,797  | 99.79               | 301,503               | 0.21                    | 377,477  | Yes                |
| 11. To authorise the Company to purchase its own shares  | 147,101,600  | 99.99               | 5,925                 | 0.01                    | 387,252  | Yes                |
| 12. To authorise the Company to hold general meetings on 14 clear days' notice                                       | 145,850,421  | 99.15               | 1,257,104             | 0.85                    | 387,252  | Yes                |
| 13. To approve the deletion of Rule 7.2 (the "5% in 10 years" share dilution limit) from the rules of the Company's  | 144,253,550  | 99.41               | 858,937               | 0.59                    | 2,382,290  | Yes                |

|  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| Incentive Plan 2005. Following deletion of this Rule, awards will remain subject to a "10% in 10 years" share dilution limit |  |  |  |  |  |  |
|--|--|--|--|--|--|--|

Notes:

1. Votes were tendered in respect of 147,117,800 ordinary shares representing 72.55% of the issued share capital.
2. Any proxy appointments which gave discretion to the Chairman have been included in the "Shares For" total.
3. A "vote withheld" is not a vote in law and is not counted in the calculation of the proportion of the "Shares For" and "Shares Against" a resolution.

The full text of the resolutions is shown in the Notice of Annual General Meeting which is available on our website at [www.microfocus.com](http://www.microfocus.com) and a copy of all resolutions passed, other than ordinary business, will be made available for inspection at the UKLA's Document Viewing Facility, which is situated at:

Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London  
E14 5HS