

Micro Focus International plc
VOTING RESULTS of the ANNUAL GENERAL MEETING

At the Company's Annual General Meeting held at 9am on Thursday 25th September 2014, 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:

Company Name:	Micro Focus International plc					
Meeting Date:	25 September 2014					
Issued share capital at meeting date:	139,896,142 (excluding shares held in treasury)					
Number of votes per share:	1					
Meeting type AGM/GM:	AGM					
Resolution (No. as noted on proxy form)	Shares For	% Shares For	Shares Against	% Shares Against	Shares Marked As Votes Withheld / Abstentions	Poll Yes/No
1. To receive the report of the directors and auditors and the financial statements for the year ended 30 April 2014	112,230,291	99.56	500,000	0.44	185,725	Yes
2. To approve a final dividend of 30.0 cents per ordinary share	112,734,702	100.00	183	0.00	181,131	Yes
3. To approve the remuneration report of the directors for the year ended 30 April 2014	82,500,248	73.43	29,848,653	26.57	567,113	Yes
4. To approve the remuneration policy of the directors for the year ended 30 April 2014	101,527,479	90.56	10,584,724	9.44	803,811	Yes
5. To re-elect Kevin Loosemore as a director	104,303,411	92.52	8,430,784	7.48	181,820	Yes
6. To re-elect Mike Phillips as a director	111,899,002	99.26	835,194	0.74	181,820	Yes
7. To elect Stephen Murdoch as a director	111,899,002	99.26	835,194	0.74	181,820	Yes
8. To re-elect Tom Skelton as a director	101,758,958	99.36	660,492	0.64	10,496,566	Yes
9. To re-elect Karen Slatford as a director	101,097,632	98.71	1,321,817	1.29	10,496,566	Yes
10. To re-elect Tom Virden as a director	101,761,953	99.36	657,497	0.64	10,496,566	Yes
11. To elect Richard Atkins as a director	101,761,953	99.36	657,497	0.64	10,496,566	Yes
12. To approve the re-appointment of PricewaterhouseCoopers LLP as auditors	109,928,898	98.13	2,100,436	1.87	886,680	Yes
13. To authorise the directors to determine the remuneration of the auditors	110,054,852	97.93	2,330,333	2.07	530,830	Yes
14. To amend the Company Incentive Plan 2005	108,406,961	96.67	3,733,542	3.33	775,512	Yes
15. To authorise the directors to allot ordinary shares	109,846,613	97.56	2,749,651	2.44	319,752	Yes
16. To empower the directors to allot ordinary shares for	109,410,090	98.78	1,353,117	1.22	2,152,809	Yes

cash without first offering them to existing shareholders						
17. To authorise the Company to purchase its own shares	108,181,621	95.96	4,552,758	4.04	181,637	Yes
18. To authorise the Company to hold general meetings on clear days' notice	102,901,778	91.28	9,832,418	8.72	181,820	Yes

1. Votes were tendered in respect of 112,734,885 ordinary shares representing 80.58% 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 and a copy of all resolutions passed, other than ordinary business, have been submitted to the National Storage Mechanism and will shortly be available for inspection at: www.morningstar.co.uk/uk/NSM