

The Directors
Micro Focus International plc
The Lawn
22-30 Old Bath Road
Newbury
Berkshire
RG14 1QN
United Kingdom

8 October 2014

Dear Sirs

Micro Focus International plc (the Company)

We refer to the prospectus to be published by the Company in connection with the proposed acquisition of Athena Group Inc. (the **Acquisition**) and admission of the ordinary share capital of the Company following the Acquisition to the premium segment of the Official List of the UK Listing Authority and to trading on the main market of the London Stock Exchange plc, dated 8 October 2014 (the **Prospectus**).

We hereby consent to the issue of the Prospectus with the references to our name in the form and context in which they are included, as shown in the enclosed proof of the Prospectus which we have initialled for identification.

Yours faithfully



For and on behalf of

Numis Securities Limited