

Micro Focus International plc
VOTING RESULTS of the ANNUAL GENERAL MEETING

At the Company's Annual General Meeting held at 9am on Monday 4 September 2017, all motions and resolutions proposed at the meeting were taken on a poll and were duly passed. Details of the votes in respect of the motions and resolutions are set out below:

Company Name:	Micro Focus International plc					
Meeting Date:	4 September 2017					
Issued share capital at meeting date:	229,799,802					
Number of votes per share:	1					
Meeting type AGM/GM:	AGM					
Motion	Shares For	% Shares For	Shares Against	% Shares Against	Shares Marked As Votes Withheld / Abstentions	Poll Yes/No
1. To adjourn Resolution 6 <i>sine die</i>	188,129,640	100%	0	0.00%	0	Yes
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 audited financial statements and the reports of the directors and auditors for the year ended 30 April 2017	187,167,564	99.62%	713,985	0.38%	248,091	Yes
2. To approve the remuneration report of the directors for the year ended 30 April 2017	174,387,960	93.13%	12,854,303	6.87%	887,377	Yes
3. To approve the remuneration policy	162,259,404	86.46%	25,408,333	13.54%	461,903	Yes
4. To re-elect Kevin Loosemore as a director	181,220,276	96.68%	6,229,331	3.32%	680,033	Yes
5. To re-elect Mike Phillips as a director	183,266,869	97.42%	4,849,981	2.58%	12,790	Yes
6. To re-elect Stephen Murdoch as a director	Withdrawn					
7. Conditional on completion of the Merger prior to the date of the AGM, to elect Chris Hsu as a director	184,704,072	98.19%	3,413,749	1.81%	11,819	Yes
8. To re-elect Nils Brauckmann as a director	183,294,258	97.44%	4,824,096	2.56%	11,286	Yes
9. To re-elect Karen Slatford as a director	184,895,709	98.29%	3,222,645	1.71%	11,286	Yes
10. To re-elect Richard Atkins as a director	185,480,693	98.60%	2,637,661	1.40%	11,286	Yes
11. To re-elect Amanda Brown as a director	177,177,906	95.04%	9,238,994	4.96%	1,712,740	Yes
12. To elect Silke Scheiber as a director	188,090,373	99.99%	26,682	0.01%	12,585	Yes

13. To elect Darren Roos as a director	188,090,373	99.99%	26,682	0.01%	12,585	Yes
14. Conditional on completion of the Merger prior to the date of the AFM, to elect John Schultz as a director	181,691,089	96.58%	6,425,433	3.42%	13,118	Yes
15. To approve the appointment of KPMG LLP as auditors of the Company	185,988,564	99.29%	1,338,898	0.71%	802,178	Yes
16. To authorise the directors to determine the remuneration of the auditors	183,361,167	97.47%	4,754,587	2.53%	13,886	Yes
17. To authorise the directors to allot ordinary shares	181,292,736	96.60%	6,376,166	3.40%	460,738	Yes
18. To empower the directors to allot ordinary shares for cash on a non-pre-emptive basis	182,863,889	98.96%	1,926,996	1.04%	3,338,755	Yes
19. To empower the directors to allot ordinary shares for cash on a non-pre-emptive basis for purposes of acquisitions or capital investments	181,950,037	98.46%	2,840,848	1.54%	3,338,755	Yes
20. To authorise the Company to purchase its own shares	185,795,298	98.77%	2,322,570	1.23%	11,226	Yes
21. To authorise the Company to hold general meetings on 14 clear days' notice	183,463,613	97.53%	4,654,801	2.47%	11,226	Yes

1. Votes were tendered in respect of 188,118,414 ordinary shares representing 81.86% 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