COMPANY NUMBER: 5134647

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RESOLUTION OF

MICRO FOCUS INTERNATIONAL PLC

At a General Meeting of the above named Company, duly convened and held at 11 a.m. on 21 August 2018 at Numis Securities Limited, The London Stock Exchange Building, 10 Paternoster Square, London, EC4M 7LT, the following Resolution was passed.

ORDINARY RESOLUTION

1. THAT:

(A) the proposed disposal by the Company of the SUSE business segment of the Company's group (the **"Transaction"**) substantially on the terms and subject to the conditions of the Transaction Agreement dated 1 July 2018 between the Company, Marcel Holdings LLC, Novell Cayman Software Unlimited Company, Micro Focus Software Inc., Marcel BidCo GmbH and SUSE Lux IV Sarl (the **"Transaction Agreement"**) and all other agreements and ancillary documents contemplated by the Transaction Agreement, be and are approved with any changes as are permitted in accordance with resolution (B) below; and

(B) the directors of the Company (the **"Directors"**) (or any duly authorised committee of the Directors) be and are authorised:

(i) to do or procure to be done all such acts and things on behalf of the Company and any of its subsidiaries as the Directors (or any duly authorised committee of the Directors) consider necessary, expedient or desirable in connection with, and to implement, the Transaction; and

(ii) to agree such modifications, variations, revisions, waivers, extensions, additions or amendments (not being modifications, variations, revisions, waivers, extensions, additions or amendments of a material nature) as the Directors (or any duly authorised committee of the Directors) may in their absolute discretion deem necessary, expedient or desirable in connection with the Transaction.