



MICRO FOCUS SHARESSAVE

FEBRUARY 2021

 MICRO
FOCUS[®]

WELCOME TO SHARESSAVE

Sharesave gives you the opportunity to save money and share in any future success of Micro Focus.

Sharesave is an easy way to save money every month, with the added bonus of the option to buy Micro Focus shares at a 20% discounted price.

This brochure tells you the key facts which you need to know about the plan; we hope you will read on and consider joining.

Sharesave at a glance



Save

From €12 to €500 per month direct from your net pay*



Decide

After 3 years either buy shares at a 20% discount or take back your savings at any time



Benefit

Small savings add up, with the potential to benefit should the share price increase

*If applications exceed the maximum number of shares permitted and the Sharesave is oversubscribed, your contribution may be reduced and the number of options you receive may be scaled back.

HOW DOES SHARESAVE WORK?



Save

- You can save from **€12 - €500 per month** over a 3 year savings period*.
- Your savings are **deducted directly** from your net pay
- If you already participate in Sharesave, the €500 monthly saving maximum applies to the total of your savings across all plans.

[Need more info?](#)



Decide

After 3 years you can either:

- Buy Micro Focus shares at the 20% discounted price set at the start of the plan. This price is known as the Option Price.
- or
- If the share price is below the Option Price - Take back the money you've saved.

[Need more info?](#)



Benefit

Where could it take you?

Planning your dream holiday?
A new car? It's amazing how quickly small monthly savings can add up.

Use our [Sharesave calculator](#) to see what your savings could be worth.

[Click here](#) to see how to join

[Need more info?](#)

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Visit: www.microfocusshareplans.com to find out more about this plan and how it can benefit you

How does
Sharesave work?

HOW DOES SHARESAVE WORK?



Save

- You can save from **€12 - €500 per month** over a 3 year savings period*.
- Your savings are **deducted directly** from your net pay
- If you already participate in Sharesave, the €500 monthly saving maximum applies to the total of your savings across all plans.

Close your Sharesave account at any time and your money will be refunded to you. Please remember if you do this, you will lose the right to buy shares.

Delay making up to 6 monthly payments. If you do, the end date of your plan (known as the Maturity Date) will be postponed by 1 month for each missed payment. If you miss more than 6 monthly payments, your Sharesave account will be closed and your savings returned to you. You will also lose the right to buy shares.

Already in Sharesave?

If you already participate in Sharesave, the €500 monthly saving maximum applies to the total of your savings across all plans, so you will need to take this into account when deciding how much to save into a new plan.

For example if you save €200 in an existing Sharesave plan, the maximum amount you can save in this Sharesave is €300 per month*.

Decide

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HOW DOES SHARESAVE WORK?



Decide

After 3 years you can either:

- Buy Micro Focus shares at the 20% discounted price set at the start of the plan. This price is known as the Option Price.
- or
- If the share price is below the Option Price - Take back the money you've saved.

- The Option Price is calculated by taking the Micro Focus share price at the time of the launch (the Option Price), then applying a 20% discount.
- The Option Price will stay the same during the 3 year saving period, regardless of whether the Micro Focus share price goes up or down.
- If the Micro Focus share price is higher than the Option Price after the 3 year saving period, you can sell your shares and take the profit, or keep them and become a Micro Focus shareholder.

Take back the money you've saved.

- If the Micro Focus share price is below the Option Price after the 3 year savings period, you can simply withdraw all the money you have paid in.
- Remember you can take your savings back at any point during your saving period, but you will lose your right to purchase shares at the Option Price.

Save

Benefit

HOW DOES SHARESAVE WORK?



Benefit

Where could it take you?

Planning your dream holiday?
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small monthly savings can add up.

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[Click here](#) to see how to join



Our share price falls

You can take back everything you have saved.



Our share price stays the same

If you use your savings to buy shares you will make money, because you benefit from a 20% share price discount.



Our share price rises

If you use your savings to buy shares, the share price rise could really boost the value of those savings.

Decide

How does
Sharesave work?

KEY DATES

15 February 2021

Invitation opens

You will receive an email inviting you to join Sharesave

01 March 2021

Invitation closes

You must make your application by 5pm on this date

March 2021

First payment

Your first payment will be deducted directly from your pay

01 April 2024

Unless you have missed any payments, you will now have the choice to buy Micro Focus shares or take back the money you have saved



FREQUENTLY ASKED QUESTIONS

How many shares can I buy?

This depends on how much you choose to save and the Option Price. This is calculated by dividing your total savings by the Option Price at the time of the launch. This is the maximum number of shares you will be able to buy. The more you save, the more shares you will be able to buy. Share prices can fall as well as rise; therefore you should check the share price of Micro Focus International Plc shares regularly just prior to deciding whether or not to buy the shares.

What tax will I pay?

There is no income tax at the end of the savings period. You will be liable to pay the Universal Social Charge (USC) and Pay Related Social Insurance (PRSI) on the exercise of your Sharesave option. The liability is calculated on the gain between the option price you pay and the market value of the Micro Focus shares you

buy. There may be Capital Gains Tax to pay if you sell the Micro Focus shares, although this will depend on your own circumstances.

What happens if...

We realise that over 3 years your personal circumstances can change. If any of the below changes occur, you will be notified of the choices available to you:

I want to stop my Sharesave contract?

You don't always have to close your account. You may suspend your monthly payments for up to a maximum of 6 months during the savings period by contacting your payroll department. If this happens, the maturity will be delayed by one month for each missed month's payment. If you miss more than 6 payments the contract will end and you will lose your right to buy shares.

I want to close my account?

If you want to instruct us to return your savings, please access your account and complete the online process.

I leave before the end of the 3 years because of redundancy, injury, disability, retirement with company consent or my employment is transferred to another company?

You will be able to buy a reduced number of shares within 6 months of leaving using your savings so far. If you wish you can also close your account and have all your savings returned to you.

I leave before the end of the 3 years due to resignation or not returning after maternity leave?

You will not be able to buy any shares, and your Sharesave account will be closed as detailed above. However, if you have left due to any reason except dismissal for misconduct, and your Option has been held for 3 years or more from the Date of Grant, you will be entitled to buy shares within 6 months of the maturity date.

For further information on how this plan works for you, see the Sharesave microsite [here](#)

WHAT ARE THE NEXT STEPS



It's easy to join online...

1. Visit: www.equateplus.com
2. Log in using your **User ID***
3. Follow the **simple instructions**

You will receive an email confirming that your application has been accepted.


* User ID – this can be found on your email invitation


Please read the Terms and Conditions for participating in the Micro Focus Sharesave Plan 2021. They can be found at www.equateplus.com under 'Document Library' or alternatively by calling the helpline on +44 (0)370 707 1045 to request a copy. You will be deemed to have read these documents and that you agree to all Terms and Conditions if you apply. Calls will be charged at standard daytime and evening rates plus network charges.




Contact us

If you have any questions, please get in touch with our specialist team at Computershare.

 **+44 (0)370 707 1045***

 **www.microfocusshareplans.com**

 **www.equateplus.com**

* Call charges will vary depending on the country you are calling from.

ABOUT COMPUTERSHARE

The Micro Focus Sharesave plan is administered by Computershare Plan Managers. Computershare is an award-winning, global provider of share plans with over 35 years' experience in the industry. You can find out more about them at www.computershare.com.

Does this booklet tell me everything I need to know about the Micro Focus Sharesave?

This brochure is only a general guide to how Sharesave works. The plan is governed by the Micro Focus Sharesave Scheme rules and, in respect of your savings contract, a prospectus (a copy of which can be found online at www.equateplus.com in the 'Document Library' section). In the event of any conflict between this brochure, the Sharesave Rules and any applicable legislation, the Sharesave Rules and applicable legislation will take precedence. Specific provisions in Sharesave mean that you waive any claim to compensation in respect of Sharesave when you leave employment. No financial or investment advice is provided in this brochure. If you are in any doubt as to whether or not you should participate in Sharesave you should seek advice from your own independent financial adviser. Remember, the value of shares can go down as well as up.