

ARRIS GROUP INC

Form 4

January 18, 2011

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WOODLE DAVID A

(Last) (First) (Middle)

3871 LAKEFIELD DRIVE

(Street)

SUWANEE, GA 30024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ARRIS GROUP INC [ARRS]

3. Date of Earliest Transaction
(Month/Day/Year)
01/13/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common stock ⁽¹⁾	01/13/2011		M	59,339 A	\$ 7.07 59,339	D	
Common stock ⁽¹⁾	01/13/2011		S	59,339 D	\$ 12.5 0	D	
Common stock ⁽¹⁾	01/14/2011		M	114,640 A	\$ 6.85 114,640	D	
Common stock ⁽¹⁾	01/14/2011		S	114,640 D	\$ 12.5 0	D	
Common stock ⁽¹⁾	01/14/2011		M	83,961 A	\$ 7.07 83,961	D	
	01/14/2011		S	83,961 D	0	D	

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Common stock <u>(1)</u>					\$ 12.5		
Common stock <u>(1)</u>	01/14/2011	M	70,089	A	\$ 5.97	70,089	D
Common stock <u>(1)</u>	01/14/2011	S	70,089	D	\$ 12.5	0	D
Common stock <u>(1)</u>	01/18/2011	M	15,891	A	\$ 5.97	15,891	D
Common stock <u>(1)</u>	01/18/2011	S	15,891	D	\$ 12.5	0	D
Common stock <u>(1)</u>	01/18/2011	M	85,980	A	\$ 6.84	85,980	D
Common stock <u>(1)</u>	01/18/2011	S	85,980	D	\$ 12.5	0	D
Common stock						12,651	I IRA
Common stock <u>(2)</u>						28,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares	
Stock option <u>(1)</u>	\$ 7.07					<u>(3)</u> 08/17/2012	Common stock	0
Stock option <u>(1)</u>	\$ 6.85					<u>(3)</u> 10/11/2012	Common stock	0

Stock option <u>(1)</u>	\$ 5.97	<u>(3)</u>	06/28/2013	Common stock	0
Stock option <u>(1)</u>	\$ 6.84	<u>(3)</u>	07/04/2014	Common stock	0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODLE DAVID A 3871 LAKEFIELD DRIVE SUWANEE, GA 30024	X			

Signatures

/s/ David
Woodle 01/18/2011

 Signature of
Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Stock options were exercised pursuant to an existing Rule 10b5-1 Sales Plan
- (2) Represents stock units that convert to common stock on a one for one basis at a time predetermined at the time of grant.
- (3) Stock options are currently fully exercisable

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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