

Edgar Filing: ARRIS GROUP INC - Form 10-Q/A

ARRIS GROUP INC  
Form 10-Q/A  
March 12, 2004

=====

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

-----

AMENDMENT NO. 1

FORM 10-Q/A

FOR THE QUARTER ENDED SEPTEMBER 30, 2003

of

ARRIS GROUP, INC.

A Delaware Corporation  
IRS Employer Identification No. 58-2588724  
SEC File Number 000-31254

11450 TECHNOLOGY CIRCLE  
DULUTH, GA 30097

(678) 473-2000

=====

ARRIS Group, Inc. (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days.

ARRIS Group, Inc. is an accelerated filer (as defined in Rule 21b-2 of the Exchange Act).

As of October 31, 2003, 75,194,277 shares of the registrant's Common Stock, \$0.01 par value, were outstanding.

EXPLANATORY NOTE

This Amendment No. 1 to the Quarterly Report on Form 10-Q/A for ARRIS Group, Inc. for the quarterly period ended September 30, 2003 as filed with the Securities and Exchange Commission on November 14, 2003 is being filed to amend and restate Item 4 of Part I. Except as expressly stated herein, this Form 10-Q/A does not modify or update any of the disclosures contained in the

## Edgar Filing: ARRIS GROUP INC - Form 10-Q/A

original filing to reflect any events that occurred at a later date.

### PART I

#### ITEM 4. CONTROLS AND PROCEDURES

(a) Evaluation of Disclosure Controls and Procedures. Our Chief Executive Officer and Chief Financial Officer have evaluated the effectiveness of our disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") as of the end of the period covered by this report (the "Evaluation Date"). Based on such evaluation, such officers have concluded that, as of the Evaluation Date, our disclosure controls and procedures are effective in alerting them on a timely basis to material information relating to our company (including our consolidated subsidiaries) required to be included in our reports filed or submitted under the Exchange Act.

(b) Changes in Internal Control over Financial Reporting. Our Chief Executive Officer and Chief Financial Officer have evaluated any changes in our internal control over financial reporting that occurred during the most recent fiscal quarter. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that there has been no change in our internal control over financial reporting during the most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

### PART II

#### ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

Exhibit No.	Description of Exhibit
31.1	Section 302 Certification of Chief Executive Officer
31.2	Section 302 Certification of Chief Financial Officer

2

#### SIGNATURES

Pursuant to the requirements the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ARRIS GROUP, INC.

/s/ Lawrence A. Margolis

-----  
Lawrence A. Margolis  
Executive Vice President,  
Chief Financial Officer

Dated: March 11, 2004

3