

ARRIS GROUP INC  
Form 4  
April 26, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARGOLIS LAWRENCE 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)  
04/26/2007

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)  
EVP/Strategic Pl, Chief Couns.

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock <sup>(1)</sup>	04/26/2007		M		40,000	A	\$ 10.2
Common stock <sup>(1)</sup>	04/26/2007		S		40,000	D	\$ 15.6
Restricted stock <sup>(2)</sup>							12,086
Restricted stock <sup>(3)</sup>							20,896
Restricted stock <sup>(4)</sup>							26,766

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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. Amount or Number of Shares
Stock option	\$ 10.2	04/26/2007		M	40,000	(1)(5) 08/06/2011	Common stock	40,000
Stock option	\$ 22.875					(5) 04/29/2009	Common stock	50,000
Stock option	\$ 8					(5) 12/19/2010	Common stock	60,000
Stock option	\$ 8.12					(5) 01/22/2012	Common stock	70,000
Stock option	\$ 2.43					(5) 12/11/2012	Common stock	45,000
Stock option	\$ 4.9					(6) 05/25/2014	Common stock	67,000
Stock option	\$ 6.44					(7) 04/18/2012	Common stock	37,325
Stock option	\$ 13.28					(8) 04/25/2013	Common stock	30,957
Stock option	\$ 13.45					(9) 03/09/2014	Common stock	39,653

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARGOLIS LAWRENCE A 3871 LAKEFIELD DRIVE			EVP/Strategic Pl, Chief Couns.	

SUWANEE, GA 30024

## Signatures

/s/ Lawrence A.

04/26/2007

Margolis

\_\_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 a restricted stock grant which vests annually in thirds on the anniversary of the grant date, which was April 18, 2005.
- (3) Represents a restricted stock grant which vests annually in fourths beginning on April 30, 2007(the "vesting date") and on each successive anniversary of the vesting date.  
  
Represents a restricted stock grant which is performance-related. The actual number of shares issued may be less to and including zero,
- (4) depending on consolidated 2007 performance. The shares vest annually in fourths on the anniversary of the grant date, which was March 9, 2007.
- (5) Stock options are currently fully exercisable
- (6) The options vest annually in thirds on the anniversary of the grant date, which was May 25, 2004
- (7) The options vest annually in fourths on the anniversary of the grant date, which was April 18, 2005
- (8) The options vest annually in fourths beginning April 30, 2007(the "vesting date") and on each successive anniversary of the vesting date.
- (9) The options vest annually in fourths on the anniversary of the grant date, which was March 9, 2007.

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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