#### Edgar Filing: McClelland Bruce William - Form 4

McClelland E Form 4 March 29, 20	Bruce William											
								OMB AF	PROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287					
Check this if no long	~*							Expires:	January 31, 2005			
subject to Section 16 Form 4 or	<b>STATEMEN</b> 5.		ES IN BENEFICIAL OWN SECURITIES				NERSHIP OF	Estimated a burden hou response	average urs per			
Form 5 obligations may continue. See Instruction 1(b). Form 5 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 R	esponses)											
1. Name and Ad McClelland	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol ARRIS GROUP INC [ARRS]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)			E.	]		(Check all applicable)					
, <i>,</i> ,	FIELD DRIVE	(Month/Da	<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>03/25/2010</li></ul>					Director       10% Owner         X Officer (give title       Other (specify below)         below)       below)         President, Broadband Comm Grou				
	(Street)		dment, Date	e Original			6. Individual or Joint/Group Filing(Check					
SUWANEE,	Filed(Mont	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned				
1.Title of Security (Instr. 3)	. Deemed ecution Date, if / onth/Day/Year)	1				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Restricted stock $(1)$	03/25/2010		А	30,220	А	\$0	30,220	D				
Restricted stock $(2)$	03/25/2010		А	50,367	А	\$0	50,367	D				
Common stock							25,645	D				
Restricted stock $(3)$							1,443	D				
Restricted stock (4)							1,952	D				

Restricted stock (5)	40,635	D
Restricted stock (6)	46,250	D
Restricted stock (7)	61,666	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

# 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title Amoun Underl Securit (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Reporting Owners**

 Reporting Owner Name / Address
 Relationships

 Director
 10% Owner
 Officer
 Other

 McClelland Bruce William
 3871 LAKEFIELD DRIVE
 President, Broadband Comm Grou
 Image: Comment of the second second

### Signatures

/s/ Bruce McClelland

03/29/2010

<u>\*\*</u>Signature of Reporting Person

Date

Reporting Owners

## **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) Represents a restricted stock grant which vests annually in fourths beginning on March 25, 2011 (the "vesting date") and on each successive anniversary of the vesting dates.
- Represents a restricted stock grant which is in part performance-based. 10,073 shares of the grant are guaranteed and will vest on
  (2) 3/25/2011. 0 to 40,294 of the grant are subject to the Company's shareholder return as compared to the NASDAQ Composite shareholder return over the three year period ended 12/31/2012 and will vest on 1/31/2013.
- (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.
- (4) Represents a restricted stock grant which vests annually in fourths on the anniversary of the grant date, which was March 9, 2007.
- (5) Represents a restricted stock grant which vests annually in fourths on the anniversary of the grant date, which was March 28, 2008.
- (6) Represents a restricted stock grant which vests annually in fourths beginning on March 30, 2010(the "vesting date") and on each successive anniversary of the vesting date.

Represents a restricted stock grant which is in part performance based. 30,833 shares of the grant are guaranteed and will vest over a two

(7) year period. 0 to 30,833 of the grant is subject to the Company's shareholder return as compared to the NASDAQ Composite shareholder return over the three year period ended 12/31/2011 and will vest on 1/31/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.