MARGOLIS LAWRENCE A

Form 4 March 11, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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5 Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

2 Jaguar Nama and Tielzer or Tradina

1(b).

stock (5)

(Print or Type Responses)

1. Name and Address of Reporting Person *

MARGOLIS LAWRENCE A			2. Issuer Name and Ticker or Trading Symbol ARRIS GROUP INC [ARRS]					g	Issuer				
	(Last)										(Check all applicable)		
	` ′	871 LAKEFIELD DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 03/09/2011					Director 10% OwnerX_ Officer (give title Other (specify below) EVP/Strategic Pl, Chief Couns.			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
SUWANEE, GA 30024										Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Table	I - Non	-De	erivative S	Securi	ties Acqu	nired, Disposed of	f, or Beneficial	ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executi	emed on Date, if /Day/Year)	3. Transac Code (Instr. 8		on(A) or Di	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)		5. Amount of 6. Securities Owners. Beneficially Form: Downed (D) or Following Indirect Reported (Instr. 4 Transaction(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V	Amount	or (D)	Price	(Instr. 3 and 4)			
	Common stock	03/09/2011			C		3,472 (1)	A	\$0	173,267	D		
	Restricted stock (2)	03/09/2011			C		3,472 (1)	D	\$ 0	1,668	D		
	Restricted stock (2)	03/09/2011			F		1,668 (3)	D	\$ 12.85	0	D		
	Restricted stock (4)									32,252	D		
	Restricted									34,687	D		

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Restricted stock (6)	46,249	D
Restricted stock (7)	30,220	D
Restricted stock (8)	50,367	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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. Transac Code (Instr. 8	5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owne Follo Repo Trans (Instr
			Code \	/ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Ketationships						
	Director	10% Owner	Officer	Other			

MARGOLIS LAWRENCE A 3871 LAKEFIELD DRIVE SUWANEE, GA 30024

EVP/Strategic Pl, Chief Couns.

Signatures

/s/ Lawrence 03/11/2011 Margolis

**Signature of Date Reporting Person

2 Reporting Owners

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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 the vested portion of a restricted stock grant converting to common stock.
- (2) Represents a restricted stock grant which vests annually in fourths on the anniversary of the grant date, which was March 9, 2007.
- (3) Represents shares withheld to cover payroll tax liability on partial vesting of previously granted restricted shares
- (4) Represents a restricted stock grant which vests annually in fourths on the anniversary of the grant date, which was March 28, 2008.
- (5) 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 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.
- (7) 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 (8) 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.

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.