ISAACS BRYANT Form 4 July 30, 2012

# FORM 4

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

OMB APPROVAL

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5. Relationship of Reporting Person(s) to

18,682

D

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Issuer Name and Ticker or Trading

1(b).

Restricted

stock (5)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ISAACS BRYANT		Symbol ARRIS GROUP INC [ARRS]				I	Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
3871 LAKEFIELD DRIVE		(Month/Day/Year) 07/27/2012					Director 10% Owner Specify Other (specify below)  President MCS				
	(Street)		4. If Ame	endment, D	ate Origina	1	6	. Individual or Joir	nt/Group Filin	g(Check	
			Filed(Mo	nth/Day/Yea	r)			Applicable Line)  X_ Form filed by On			
SUWANEE, GA 30024						- P	Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Execution		3. Transactic Code (Instr. 8)	4. Securit our Dispos (Instr. 3, 4	ed of	Price	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	07/27/2012			S	30,000	D	\$ 12.4036 (1)	71,796	D		
Restricted stock (2)								10,311	D		
Restricted stock (3)								13,570	D		
Restricted stock (4)								36,186	D		

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Restricted stock (6)	49,820	D
Restricted stock (7)	29,040	D
Restricted stock (8)	58,080	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.

SEC 1474

(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)	4. Transact Code (Instr. 8)	5. 6. Date Exerce onNumber Expiration Date of (Month/Day/ Derivative Securities Acquired (A) or		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo
				Disposed of (D)						Trans (Instr
				(Instr. 3, 4, and 5)						(======
								Amount		
					Date Exercisable	Expiration Date	Title	or Number of		
			Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ISAACS BRYANT							

3871 LAKEFIELD DRIVE President MCS SUWANEE, GA 30024

### **Signatures**

/s/ Bryant Isaacs 07/30/2012

\*\*Signature of 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).

Reporting Owners 2

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- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.29 to \$12.88, inclusive. The reporting person undertakes to provide the issuer or any secuirty holder of the issuer or the staff of the Security and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price witin the ranges set forth in this footnote.
- (2) 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.
- (3) 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. 9,047 shares of the grant are guaranteed and will vest on

  (4) 3/25/2011. 0 to 36,186 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.
- (5) Represents a restricted stock grant which vests annually in fourths beginning on March 31, 2012(the "vesting date") and on each successive anniversary of the vesting dates.
- Represents a restricted stock grant which is performance-based. 0 to 49,820 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 12/31/2013 and will vest on 1/31/2014.
- (7) Represents a restricted stock grant which vests annually in fourths beginning on March 28, 2013(the "vesting date") and on each successive anniversary of the vesting dates.
- (8) Represents a restricted stock grant which is performance-based. 0 to 58,080 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 12/31/2014 and will vest on 1/31/2015.

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.