

ARRIS GROUP, INC.**Preliminary EBITDA - GAAP to Adjusted Non-GAAP Reconciliation**

(in thousands)

	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Year 2011
Earnings (loss) before tax	11,325	22,837	15,668	(78,341)	(28,511)
Depreciation	5,855	5,813	5,882	6,589	24,139
Amortization of intangibles	8,944	8,944	8,944	6,817	33,649
Goodwill & intangible impairment	-	-	-	88,633	88,633
Interest expense	4,225	4,180	4,277	4,258	16,940
Interest income	(778)	(886)	(775)	(715)	(3,154)
GAAP EBITDA	29,571	40,888	33,996	27,241	131,696
GAAP EBITDA - % of Sales	11.1%	15.4%	12.3%	9.7%	12.1%
Highlighted items:					
Purchase accounting impact of def revenue	-	-	-	3,126	3,126
Stock compensation expense	5,284	5,925	5,738	5,108	22,055
Acquisition costs	-	-	476	2,730	3,206
Restructuring	-	-	968	3,391	4,359
Impairment on investments	-	-	-	3,000	3,000
Loss on debt retirement	-	-	19	-	19
Total highlighted items	5,284	5,925	7,201	17,355	35,765
Adjusted Non-GAAP EBITDA	34,855	46,813	41,197	44,596	167,461
Adjusted Non GAAP EBITDA - % of Adjusted Non GAAP Sales	13.0%	17.6%	15.0%	15.6%	15.3%

See the Notes to GAAP to Adjusted Non-GAAP Financial Measures