FOURTH QUARTER AND FULL YEAR 2013 EARNINGS CONFERENCE CALL

February 19, 2014

SAFE HARBOR

Statements in this presentation or made in this meeting, including those related to the outlook for 2014 and beyond, the integration of Motorola Home, expected revenues and net income, gross margins, operating expenses, income taxes, acceptance of certain ARRIS products, the general market outlook, and industry trends, are forward-looking statements. These statements involve risks and uncertainties that may cause actual results to differ materially from those set forth in these statements. Among other things, projected results are based on preliminary estimates, assumptions and projections that management believes to be reasonable at this time, but are beyond management's control; ARRIS is dependent upon customer decisions to purchase the Company's products - these decisions can be deferred and customers also may select competitor products; and because the market in which ARRIS operates is volatile and actions taken and contemplated may not achieve the desired impact. Other factors that could cause results to differ from current expectations include: the uncertain current economic climate and financial markets, and their impact on our customers' plans and access to capital; ARRIS ability to successfully integrate Motorola Home's opportunities, technology, personnel, and operations, the impact of rapidly changing technologies; the impact of competition on product development and pricing; the ability of ARRIS to react to changes in general industry and market conditions; rights to intellectual property and the current trend toward increasing patent litigation, market trends and the adoption of industry standards; possible acquisitions and dispositions; and consolidations within the telecommunications industry of both the customer and supplier base. These factors are not intended to be an all-encompassing list of risks and uncertainties that may affect the Company's business. Additional information regarding these and other factors can be found in ARRIS reports filed with the Securities and Exchange Commission, including its Form 10-Q for the quarter ended September 30, 2013. In providing forward-looking statements, the Company expressly disclaims any obligation to update publicly or otherwise these statements, whether as a result of new information, future events or otherwise.

FOURTH QUARTER AND 2013 HIGHLIGHTS & BUSINESS OUTLOOK

BOB STANZIONE

CEO & CHAIRMAN

2013 HIGHLIGHTS

- Deployed next generation Network and CPE solutions
- Significantly diversified our customer base
- Grew international business to 32% of overall revenue
- Solid progress integrating Motorola Home
- Accelerated debt pay down
- Grew Non-GAAP EPS by 78.5%
- Grew revenues by more than 2.5 times

Significant Shareholder Value

See reconciliation of GAAP to Non-GAAP measures.

Q4 2013 RESULTS & HIGHLIGHTS

ARRIS

- Revenue 12% higher than Q3 2013 and above guidance
  - Accelerated ramp of video gateway devices
  - Service providers and programmers deploying Broadband and Video Infrastructure Equipment
- Improved earnings driven by strong demand
  - Q4 Non-GAAP EPS up 38% quarter over quarter
- Strong cash generation and balance sheet
  - Generated $191M of cash from operating activities
  - Redeemed $232M of convertible debt
  - Optional term loan repayment of $125M
- Positive Q4 booking rate of 1.01
- Healthy backlog of $539M

See reconciliation of GAAP to Non-GAAP measures.

Q4 2013 CUSTOMER PREMISES EQUIPMENT HIGHLIGHTS

ARRIS

- Segment sales and direct contribution up 15% and 25% respectively vs. Q3 2013
  - Driven by strong Cable and Telco demand

- Digital Video Solutions
  - Cable set top unit shipments up ~43% from Q3 2013
  - Achieved XG1 acceptance and initiated product shipments; 1st ARRIS RDK platform commercially deployed
  - Launched 1st ARRIS DVB set top in Latin America region

Q4 2013 CUSTOMER PREMISES EQUIPMENT HIGHLIGHTS

- IPTV & DSL Solutions
  - Continued solid demand for IP set tops & DSL devices
    - Q4 2013 sales up as compared to Q3 2013 on strong DSL unit shipments

- DOCSIS Devices
  - Sales down quarter on quarter. Anticipate momentum to return in Q1 2014
  - Announced release of IPv6 software support for ARRIS wireless gateways – Deployed across 4M+ devices
  - Launched next-gen DOCSIS 3.0 wireless gateways
  - Advanced DOCSIS device product mix remains strong
    - ~87% of units were DOCSIS 3.0 in Q4 2013
    - ~58% of units were Wi-Fi enabled Gateway devices in Q4 2013

Q4 2013 NETWORK & CLOUD HIGHLIGHTS

- Network and Cloud segment sales and direct contribution up 5% and 27%, respectively, vs. Q3 2013
  - Increased sales of higher margin products (CMTS, Video Infrastructure, Cloud, and Services)
- CCAP refresh cycle gaining momentum
  - E6000 deployed base doubled in 4Q13 exceeding 2 million subscribers
  - Strong demand entering 1H14
    - Announced SK Broadband deployment in Korea
  - Strong feature pipeline – advanced routing, increased density, video convergence, DOCSIS3.1
- Access and Transport:
  - Manufacturing consolidation completed

** See reconciliation of GAAP to Non-GAAP measures.*

Q4 2013 NETWORK & CLOUD HIGHLIGHTS

ARRIS

- Video Infrastructure
  - Strong quarter as service providers add capacity to support increasing video content
  - Strong quarter for programmer customers – MPEG4 and HD upgrade as well as capacity expansion in South America
  - Substantial shipments of On Demand storage and streaming equipment for both traditional VOD and Network DVR services
  - Solid Apex3000 sales as operators deploy CCAP-capable platforms to support converged services

- Cloud:
  - Increased sales for Cloud product vs. 3Q13
    - VOD Backoffice upgrades and advertising HD stream expansion
    - Service Assurance European new customer win
    - Moxi and Dream Gallery subscriber growth

- Global Services:
  - Strong quarter for Professional Services

Q1 2014 OUTLOOK AND BEYOND

- Q1 2014 Guidance
  - Solid order flow - robust demand
  - Product mix affecting Q1 margin performance
  - R&D tax credit and share count increase - $(0.03) to $(0.04) per share impact
- 2014 outlook
  - Strong product pipeline and better visibility
  - Gaining share globally
  - Increased capital investment by service providers
  - Adding future production capacity and flexibility

FOURTH QUARTER & 2013 FINANCIAL HIGHLIGHTS

DAVE POTTS

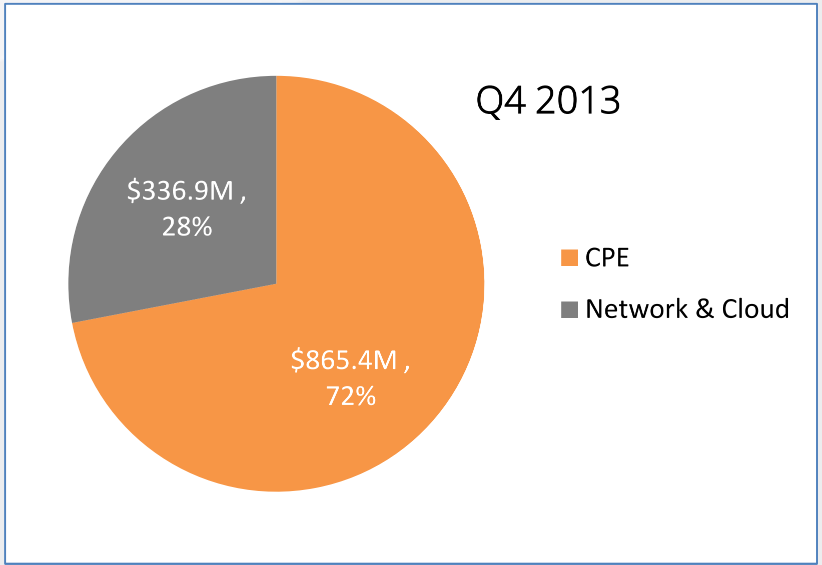
CHIEF FINANCIAL OFFICER

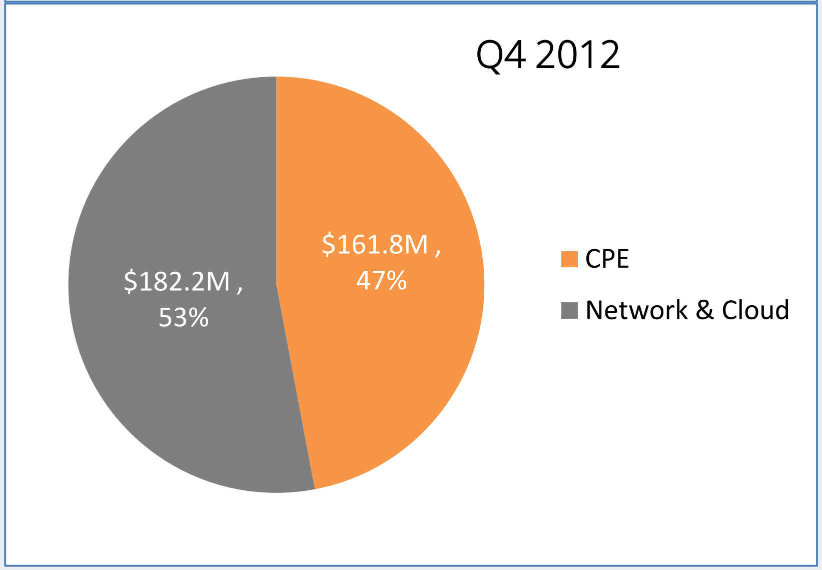
FINANCIAL HIGHLIGHTS – Q4 2013 (PRELIMINARY & UNAUDITED)

	Q4 2012	Q4 2013
Sales - $M	344.0	1,199.1
Gross Margin - $M	123.2	366.4
Gross Margin - %	35.8%	30.6%
Direct Contribution	38.7	126.3
EPS - GAAP	0.13	(0.02)
Adjusted EPS - Non-GAAP	0.28	0.54
Cash, ST & LT Marketable Securities - $M	584.0	513.4
Cash Provided by Operating Activities - $M	11.8	190.9
Debt Repayment - $M	0.0	372.8
Short-term Debt -$M	222.1	53.3
Long-term Debt -$M	0.0	1,691.0
Weighted average common shares - basic - M	114.0	139.3
Weighted average common shares - diluted - M	117.0	144.0
Backlog - $M	222.6	538.6
Book-to-Bill	1.11	1.01

See GAAP to Non GAAP Reconciliation

SALES $M – Q4 2013 (PRELIMINARY & UNAUDITED)





	Q4 2013	% of Sales
Domestic Sales	826.1	68.9%
International Sales	373.0	31.1%

	Q4 2013	% of Sales
Comcast	222.7	18.6%
Verizon	150.0	12.5%
Time Warner	82.6	6.9%

SALES AND DIRECT CONTRIBUTION BY SEGMENT (PRELIMINARY & UNAUDITED)

($M)

	Q4 2013			
	Network & Cloud	**CPE**	**Corp/ Other**	**Total**
Net Sales	336.9	865.4	(3.2)	1,199.1
Non GAAP Adjustments [1]	-	-	3.2	3.2
Adjusted Net Sales	336.9	865.4	(0.0)	1,202.3
Direct Contribution [2]	75.2	187.6	(136.4)	126.3
Non GAAP Adjustments [3]	-	-	13.3	13.3
Adjusted Direct Contribution	75.2	187.6	(123.1)	139.6

See GAAP to Non GAAP Reconciliation

(1) Revenue impact of "fair valuing" Motorola Home deferred revenue that Motorola Home would have recorded but ARRIS cannot as a result of acquisition accounting.

(2) Defined as gross margin less direct operating expenses, excluding amortization of intangible assets, restructuring charges and acquisition and other costs.

(3) Stock compensation expense and adjustments related to the acquisition accounting impacts.

OPERATING EXPENSES – Q4 2013 (PRELIMINARY & UNAUDITED)

$M		As Reported		
		Qtr 4 2012	Qtr 3 2013	Qtr 4 2013
R&D	$M	40.7	128.7	129.5
	% of Sales	11.8%	10.7%	10.8%
SG&A	$M	43.8	99.7	110.6
	% of Sales	12.7%	8.3%	9.2%
Operating Expenses	$M	84.5	228.4	240.0
	% of Sales	24.6%	19.0%	20.0%
Restructuring	$M	0.3	6.1	(0.7)
	% of Sales	0.1%	0.5%	-0.1%
Integration , Acquisition , & Other costs	$M	5.1	6.2	12.7
	% of Sales	1.5%	0.5%	1.1%
Amortization of Intangibles	$M	7.7	65.1	65.1
	% of Sales	2.2%	5.4%	5.4%
Total	$M	97.7	305.7	317.0
	% of Sales	28.4%	25.5%	26.4%
Equity Compensation Expense Included		5.9	9.5	9.8

CASH & CASH FLOW HIGHLIGHTS Q4 2013 (PRELIMINARY & UNAUDITED)

	$M
Cash & cash equivalents - Q4 2013	513.4
Cash flow items:	
Operating Activities:	
Net Income including adjustments	103.1
Changes in operating assets and liabilitiies	87.8
	190.9
Key Financing Activities	
Mandatory payments of term debt obligations	(15.8)
Optional prepayment of term debt obligations	(125.0)
Retirement of Convertible Notes	(232.0)

- Strong Cash From Operating Activities
- Significant Debt Retirement

Q1 2014 GUIDANCE (PRELIMINARY & UNAUDITED)

	Q1 2014
Sales - $M	1,170 - 1,210
EPS - GAAP	0.05 - 0.10
Adjusted EPS - Non-GAAP	0.42 - 0.47
Tax Rate	36%
Shares	147 M

See reconciliation of GAAP to Non GAAP

Tax Rate impacted by Congress not yet extending R&D tax credit legislation; ~ $(0.12) per share impact in 2014

GAAP TO ADJUSTED NON-GAAP EPS GUIDANCE RECONCILIATION

	Q1 2014 Guidance
Estimated GAAP EPS	$ 0.05 -$ 0.10
Reconciling Items (after tax):	
Amortization of Intangibles	0.28
Stock Compensation Expense	0.05
Integration Costs	0.04
Subtotal	0.37
Estimated Adjusted (Non-GAAP) EPS	$ 0.42 -$ 0.47

GAAP EPS(1)/ADJUSTED EPS RECONCILIATION Q4 2013 (PRELIMINARY & UNAUDITED)

(in thousands, except per share data)

	Q4 2012	Q4 2013	Year 2012	Year 2013 [1]
	Amount	Amount	Amount	Amount
Sales	$ 344,003	$ 1,199,067	$ 1,353,663	$ 3,620,902
Highlighted items:				
Acquisition accounting impacts related to Motorola Home and BigBand deferred revenue	432	3,148	2,899	7,121
Reduction in revenue related to Comcast investment in ARRIS	-	-	-	13,182
Sales excluding highlighted items	$ 344,435	$ 1,202,215	$ 1,356,562	$ 3,641,205

	Q4 2012		Q4 2013		Year 2012		Year 2013 [1]	
	Amount	Per Diluted Share	Amount	Per Diluted Share	Amount	Per Diluted Share	Amount	Per Diluted Share
Net income (loss)	$ 14,795	$ 0.13	$ (2,817)	$ (0.02) [2]	$ 53,459	$ 0.46	$ (48,760)	$ (0.37) [2]
Highlighted items:								
Impacting gross margin:								
Acquisition accounting impacts related to Motorola Home inventory	-	-	(3,818)	(0.03)	-	-	53,782	0.40
Product rationalization	-	-	2,891	0.02	-	-	16,473	0.12
Acquisition accounting impacts related to Motorola Home and BigBand deferred revenue	432	0.00	3,067	0.02	2,899	0.02	5,545	0.04
Fair value impacts related to Comcast investment in ARRIS	-	-	-	-	-	-	13,182	0.10
Stock compensation expense	802	0.01	1,324	0.01	3,169	0.03	4,269	0.03
Impacting operating expenses:								
Acquisition, integration and other costs	5,131	0.04	12,667	0.09	6,207	0.05	45,471	0.34
Restructuring	306	0.00	(747)	(0.01)	6,761	0.06	37,575	0.28
Amortization of intangible assets	7,729	0.07	65,066	0.45	30,294	0.26	193,637	1.43
Stock compensation expense	5,910	0.05	9,812	0.07	24,737	0.21 -	31,520	0.23
Impacting other (income) / expense:						-		-
Non-cash interest expense	3,181	0.03	-	-	12,358	0.11	9,926	0.07
Impairment of investment	67	0.00	-	-	533	0.00	-	-
Settlement charge - pension	3,064	0.03	-	-	3,064	0.03	-	-
Credit facility - ticking fees	-	-	-	-	-	-	865	0.01
Mark-to-market FV adjustment related to Comcast investment in ARRIS	-	-	-	-	-	-	13,189	0.10
Impacting income tax expense:								
Net tax items	(9,199)	(0.08)	(9,849)	(0.07)	(34,614)	(0.30)	(152,883)	(1.13)
Total highlighted items	17,423	0.15	80,413	0.56	55,408	0.48	272,551	2.02
Net income excluding highlighted items	$ 32,218	$ 0.28	$ 77,596	$ 0.54	$ 108,867	$ 0.93	$ 223,791	$ 1.66
Weighted average common shares - Basic		114,028		139,333		114,161		131,980
Weighted average common shares - diluted		117,013		143,956		116,514		135,136

(1) Excludes Motorola Home results prior to April 17, 2013

(2) Basic shares used for Q4 2013 and YTD 2013 as losses w ere reported for those periods and the inclusion of dilutive shares w ould be anti-dilutive

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

NOTES TO GAAP/ADJUSTED NON-GAAP FINANCIAL MEASURES (PRELIMINARY & UNAUDITED)

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The Company reports its financial results in accordance with accounting principles generally accepted in the United States ("GAAP" or referred to herein as "reported"). However, management believes that certain non-GAAP financial measures provide management and other users with additional meaningful financial information that should be considered when assessing our ongoing performance. Our management regularly uses our supplemental non-GAAP financial measures internally to understand, manage and evaluate our business and make operating decisions. These non-GAAP measures are among the factors management uses in planning for and forecasting future periods. Non-GAAP financial measures should be viewed in addition to, and not as an alternative to, the Company's reported results prepared in accordance with GAAP. Our non-GAAP financial measures reflect adjustments based on the following items, as well as the related income tax effects:

Acquisition Accounting Impacts Related to Deferred Revenue: In connection with our acquisitions of Motorola Home and BigBand, business combination rules require us to account for the fair values of arrangements for which acceptance has not been obtained, and post contract support in our purchase accounting. The non-GAAP adjustment to our sales and cost of sales is intended to include the full amounts of such revenues. We believe the adjustment to these revenues is useful as a measure of the ongoing performance of our business. We have historically experienced high renewal rates related to our support agreements and our objective is to increase the renewal rates on acquired post contract support agreements; however, we cannot be certain that our customers will renew our contracts.

Inventory Valuation: In connection with our acquisition of Motorola Home, business combinations rules require the inventory be recorded at fair value on the opening balance sheet. This is different from historical cost. Essentially we were required to write the inventory up to end customer price less a reasonable margin as a distributor. In addition, we have conformed other cost basis inventory valuation policies during the period. We have excluded the resulting adjustments in inventory and cost of goods sold.

Product Rationalization: In conjunction with the integration of Motorola Home, we have identified certain product lines which overlap. In the second and fourth quarters of 2013, we made the decision to eliminate certain products. As a result, we recorded expenses related to the elimination of inventory and certain vendor liabilities. We believe it is useful to understand the effects of this item on our total cost of goods sold.

Reduction in Revenue Related to Comcast Investment in ARRIS: In connection with our acquisition of Motorola Home, Comcast was given an opportunity to invest in ARRIS. The accounting guidance requires that we record the implied fair value of benefit received by Comcast as a reduction in revenue. Until the closing of the deal, changes in the value of the investment will be marked to market and flow through other expense (income). We have excluded the effect of the implied fair value in calculating our non-GAAP financial measures. We believe it is useful to understand the effects of these items on our total revenues and other expense (income).

Stock-Based Compensation Expense: We have excluded the effect of stock-based compensation expenses in calculating our non-GAAP operating expenses and net income measures. Although stock-based compensation is a key incentive offered to our employees, we continue to evaluate our business performance excluding stock-based compensation expenses. We record non-cash compensation expense related to grants of options and restricted stock. Depending upon the size, timing and the terms of the grants, the non-cash compensation expense may vary significantly but will recur in future periods.

Restructuring, Acquisition, Integration and Other Costs: We have excluded the effect of acquisition, integration, and other expenses and the effect of restructuring expenses in calculating our non-GAAP operating expenses and net income measures. We will incur significant expenses in connection with our recent acquisition of Motorola Home, which we generally would not otherwise incur in the periods presented as part of our continuing operations. Acquisition and integration expenses consist of transaction costs, costs for transitional employees, other acquired employee related costs, and integration related outside services. Restructuring expenses consist of employee severance, abandoned facilities, and other exit costs. Additionally, we have excluded the effect of a loss on the sale of a product line in calculating our non-GAAP operating expenses and net income measures. We believe it is useful to understand the effects of these items on our total operating expenses.

NOTES TO GAAP/ADJUSTED NON-GAAP FINANCIAL MEASURES-CONTINUED

(PRELIMINARY & UNAUDITED)

Amortization of Intangible Assets: We have excluded the effect of amortization of intangible assets in calculating our non-GAAP operating expenses and net income measures. Amortization of intangible assets is non-cash, and is inconsistent in amount and frequency and is significantly affected by the timing and size of our acquisitions. Investors should note that the use of intangible assets contributed to our revenues earned during the periods presented and will contribute to our future period revenues as well. Amortization of intangible assets will recur in future periods.

Non-Cash Interest on Convertible Debt: We have excluded the effect of non-cash interest in calculating our non-GAAP operating expenses and net income measures. We record the accretion of the debt discount related to the equity component non-cash interest expense. We believe it is useful to understand the component of interest expense that will not be paid out in cash.

Impairment of Investment: We have excluded the effect of an other-than-temporary impairment of a cost method investment in calculating our non-GAAP financial measures. We believe it is useful to understand the effect of this non-cash item in our other expense (income).

Settlement Charge - Pension: In an effort to reduce volatility and administrative expense in connection with the Company's pension plan, we have offered certain participants an opportunity to voluntarily elect an early payout of their pension benefits. We exclude this charge in Non-GAAP measures, as this is a one-time charge that is not considered by management in their review of financial results.

Credit Facility - Ticking Fees: In connection with our acquisition of Motorola Home, the cash portion of the consideration is funded through debt financing commitments. A ticking fee is a fee paid to our banks to compensate for the time lag between the commitment allocation on a loan and the actual funding. We have excluded the effect of the ticking fee in calculating our non-GAAP financial measures. We believe it is useful to understand the effect of this non-cash item in our other expense (income).

Mark To Market Fair Value Adjustment Related To Comcast Investment in ARRIS: : In connection with our acquisition of Motorola Home, Comcast was given an opportunity to invest in ARRIS. The accounting guidance requires we mark to market the changes in the value of the investment and flow through other expense (income). We have excluded the effect of the implied fair value in calculating our non-GAAP financial measures. We believe it is useful to understand the effects of these items on our total other expense (income).

Income Tax Expense (Benefit): We have excluded the tax effect of the non-GAAP items mentioned above. Additionally, we have excluded the effects of certain tax adjustments related to state valuation allowances, research and development tax credits and provision to return differences.

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