

## DTC ELECTION FORM: TO RECEIVE NEW ARRIS SHARES DIRECTLY IN DTC

**Before completing this form please carefully read the supporting notes.** (to be completed in BLOCK capitals)

### ORIGINATING PACE SHAREHOLDER DETAILS

Holders of Pace Shares in CREST	CREST Nominee Name:	
	CREST Participant ID:	<input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/>
	CREST Member ID Account ID:	<input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/> <input style="width: 20px; height: 20px;" type="text"/>
Holders of Pace Shares in certificated form	Shareholder Name(s):	
	Address: (including post/zip code)	
	A/C Designation: (if any)	
	Capita Holder Account Number:	
Contact details: (in the event of a query on this form)	Contact Name:	Phone No:
	Contact Email address:	
No. of Pace Shares	Words:	Numbers:

By returning this Election Form duly completed and signed, you irrevocably and unconditionally authorize and instruct Computershare as Exchange Agent to process a DO/Deliver Order to the DTC account of the nominated DTC Participant indicated below.

### DELIVERY INSTRUCTIONS OF NEW ARRIS SHARES INTO DTC

DTC Participant Firm Name:		
DTC Participant No:		
Account Number with DTC Participant:		
DTC Participant Contact details: (in the event of a query with regards to the delivery)	DTC Contact Name:	Phone Number:
	DTC Participant email address:	

**Authorized Signatures** – This section must be signed for your transfer to be executed. For transfers to a DTC participant, this section must also be medallion guarantee stamped.

..... Signature of Pace Shareholder/CREST Nominee (1)	..... Signature of Pace Shareholder/CREST Nominee (2)
..... Signature of Pace Shareholder/CREST Nominee (3)	..... Signature of Pace Shareholder/CREST Nominee (4)
Date: <input type="text" value="D"/> <input type="text" value="D"/> - <input type="text" value="M"/> <input type="text" value="M"/> - <input type="text" value="Y"/> <input type="text" value="Y"/>	

**Required ► Medallion Signature Guarantee Stamp Note:** Signature(s) must be stamped with a Medallion Signature Guarantee ("MSG") by a qualified financial institution that is participating in an approved MSG program. Notary Seal is not acceptable

**Supporting Notes:**

- This Election Form should be read in conjunction with the scheme document dated 25 September 2015 which is available on the Pace plc website at [www.pace.com](http://www.pace.com) (the "**Scheme Document**"). The terms and conditions set out in the Scheme Document are incorporated into this Election Form. Unless the context requires otherwise the definitions in the Scheme Document also apply to this Election Form.
- Before completing this Election Form please read carefully the section entitled "Settlement" on pages 37 to 41 of the Scheme Document.
- The DTC Participant will receive the shares as a DO/Delivery Order from CTCNA DTC #2415.
- If the nominated DTC Participant does not accept the DO/Delivery Order after two attempts; the shares will remain in the Computershare Trust Co. N.A. Exchange Account and Computershare (as Exchange Agent) will mail the former CREST nominees and/or former PACE Shareholder a Letter of Transmittal "LT".
- If Computershare fails to receive this Election Form duly completed and signed by no later than 4.00 p.m. (Eastern Standard time) on the Business Day prior to the Scheme Effective Date then the New ARRIS Shares will remain in the Computershare Trust Company NA Exchange Account which will hold those New ARRIS Shares in the Unallocated Pool for your benefit and a Letter of Transmittal "LT" will be issued to you within 5 Business Days of the Scheme Effective Date to enable you to claim your New ARRIS Shares from the Unallocated Pool.
- If a CREST Nominee has multiple CREST Member IDs, a schedule of CREST Participant IDs and CREST Member IDs can be supplied with this DTC Election Form.
- Completed forms should be received by the Computershare no later than 4.00 p.m. (Eastern Standard time) on the Business Day prior to the Scheme Effective Date at the following address:

**Computershare**  
**Attention Foreign Processing Team**  
**P.O. Box 43001, Providence, RI 02940-3001**  
**+1 781 575 2774**