

EVERCORE

The Board of Directors
ARRIS Group, Inc.
3871 Lakefield Drive
Suwanee
Georgia
30024
United States

Pace plc
Victoria Road
Saltaire
West Yorkshire
BD18 3LF
United Kingdom

25 September 2015

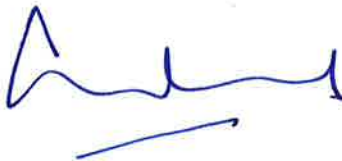
Dear Sirs,

Scheme of Arrangement - Scheme Document

We refer to the circular (the **Scheme Document**), dated 25 September 2015, to be sent by Pace plc (**Pace**) to Pace shareholders in connection with the recommended combination of Pace and ARRIS Group, Inc. to acquire the entire issued and to be issued share capital of Pace.

We hereby consent to the issue of the Scheme Document with the inclusion therein of our name in the form and context in which it appears in the draft of the Scheme Document attached to this letter.

Yours faithfully,

A handwritten signature in blue ink, appearing to read 'Edward Banks', with a horizontal line underneath it.

Edward Banks
Senior Managing Director
For and on behalf of Evercore Partners International LLP