FIRST QUARTER 2014
EARNINGS CONFERENCE CALL

May 6, 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-K for the year ended December 31, 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.

FIRST QUARTER 2014 HIGHLIGHTS & BUSINESS OUTLOOK

BOB STANZIONE

CEO & CHAIRMAN

Q1 2014 RESULTS & HIGHLIGHTS

- Growing demand for network expansions and video experience enhancements
- Broad acceptance of ARRIS in home solutions and E6000 CCAP platform
- Revenues of $1.225B sequentially higher and above our guidance.
- Non-GAAP earnings of $0.47* per share at high end of guidance (GAAP EPS of $0.28*)
- Strong Q1 book to bill rate of 1.37
- Record level backlog of $996M

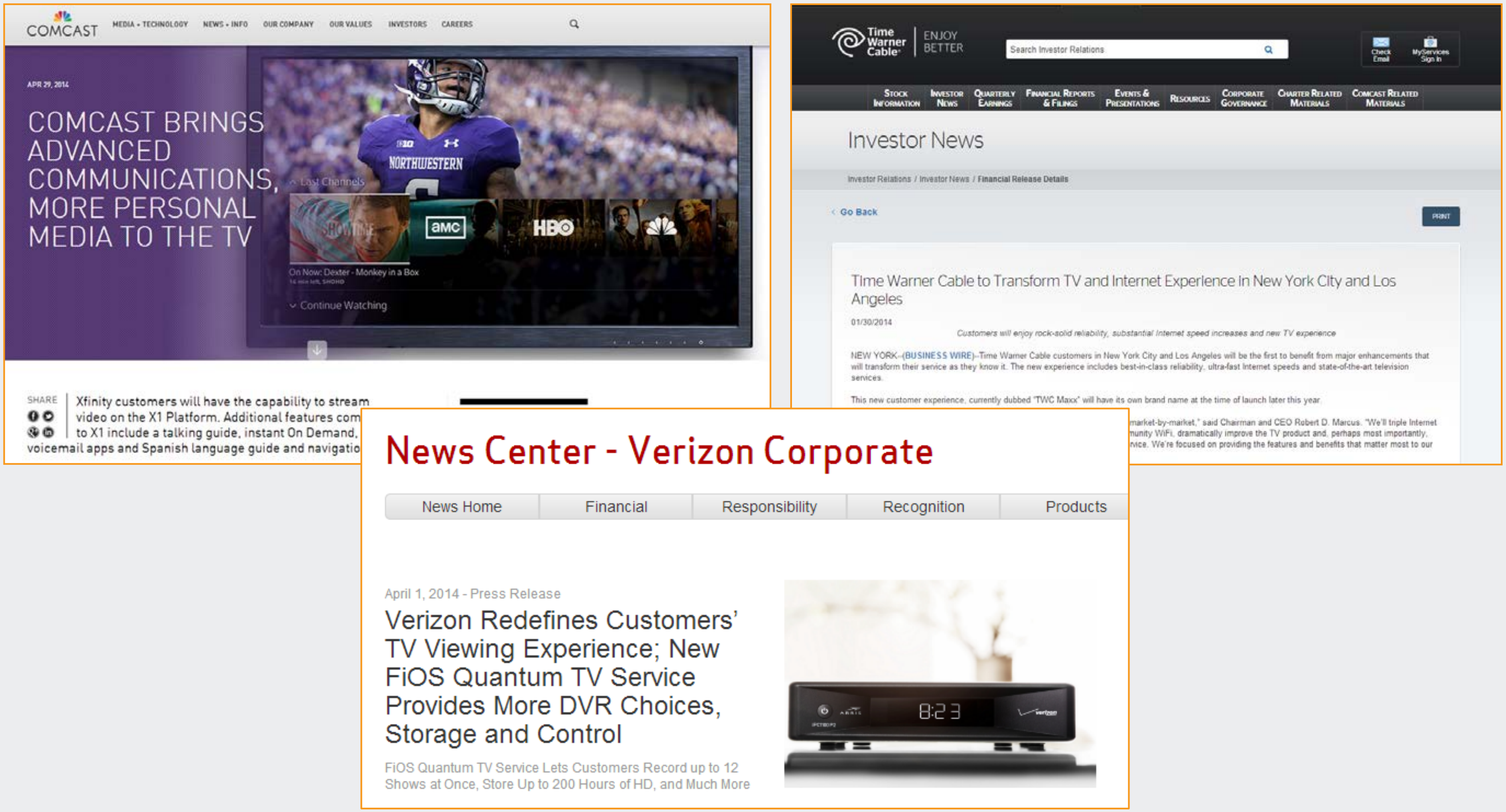
**See reconciliation of GAAP to Non-GAAP measures.*

Q1 2014 CUSTOMER PREMISES EQUIPMENT HIGHLIGHTS

- Segment sales up 4% as compared to Q4 2013; Direct contribution dollars down 1% versus Q4 2013
  - Continued strong demand for next generation CPE solutions
  - Sales driven by video CPE and broadband device shipments
  - Q1 2014 direct contribution of 21.5% of sales; Quarter on quarter change due to mix of customer product shipments

- Video CPE (Set-tops/Video Gateways)
  - Set top unit volumes up 11% from Q4 2013 primarily due to Digital Terminal Adapter (DTA) shipments
  - Announced high definition DVB set top with China Network System Co, Ltd. (CNS) in Taiwan
  - Momentum for advanced video solutions remains strong
    - Secured 1st Ultra HD 4K set-top award with major Telco operator
    - Demonstrated portfolio at 2014 CES & NCTA shows
    - Video Gateway product transitions continue to accelerate

Q1 2014 CUSTOMER PREMISES EQUIPMENT HIGHLIGHTS



Q1 2014 CUSTOMER PREMISES EQUIPMENT HIGHLIGHTS

- Broadband CPE
  - Broadband device and accessory unit volumes up 20% from Q4 2013 including DOCSIS and DSL products
  - Utilizing ARRIS DOCSIS 3.0 wireless gateways in support of Time Warner Cable’s Maxx market (Los Angeles/New York) initiative
  - DOCSIS product mix remains robust
    - ~93% of units were DOCSIS 3.0 in Q1 2014
    - ~58% of units were Wi-Fi enabled Gateway devices in Q1 2014
  - Continued strong demand for advanced DSL gateway units

Q1 2014 NETWORK & CLOUD HIGHLIGHTS

Network and Cloud Segment

- As expected, after robust end of year sales of Video Systems equipment, N&C segment sales were down 3.5% as compared to Q4 2013
  - Significant mix shift towards CCAP; outstanding demand for E6000 expected to continue throughout year
  - Reduction in higher margin sales of Video Systems, Professional Services and Technical Support
  - Consistent sales across remaining portfolio: Access and Transport, Assurance, Consumer Solutions

- CMTS
  - Broad based demand from all regions as operators expand Broadband capacity and re-fresh infrastructure with converged platform
  - Expanding footprint enables future high margin software revenue
  - 80% of shipments now E6000
  - Very strong backlog

Q1 2014 NETWORK & CLOUD HIGHLIGHTS

Access and Transport

- Strong demand for Optical Transmitters
- Continued growth of Wi-Fi footprint with additional wins in Q1

Video Systems

- Increased sales of video infrastructure products to North American Telcos (Digital Video Headend, Advertising, Video Processing)
- Continued investment in HEVC and 4K Video processing as demonstrated at National Association of Broadcasters Show

Assurance

- Important customer wins for WorkAssure Field Service Management software suite – North America and Latin America
- Introduced new WiFi management software to improve service provider Wi-Fi efficiency and quality

Global Services

- Growth in DOCSIS Migration Programs, Wireless Access, and HFC Design
- New Opportunities in next generation content delivery

Q2 2014 OUTLOOK AND BEYOND

- Q2 2014 Guidance
  - Entering quarter with record backlog
  - Growth in both domestic and international markets
  - Growing demand for network expansions and video experience enhancements
  - Broad acceptance of ARRIS in-home solutions and E6000 CCAP platform
- Beyond Q2
  - Continued capital investment by service providers
  - DOCSIS 3.1, Multi screen, HEVC/4K, Advanced WiFi, Targeted/Dynamic Advertising …

FIRST QUARTER 2014 FINANCIAL HIGHLIGHTS

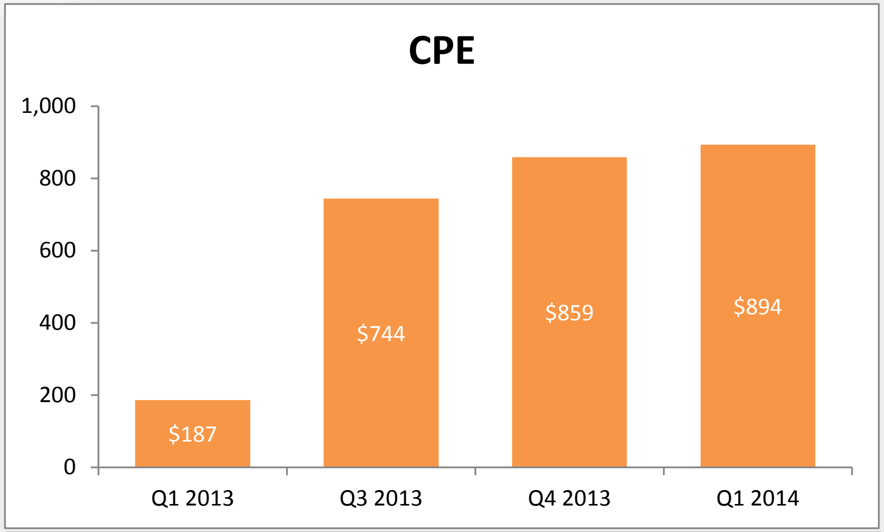
DAVE POTTS
CHIEF FINANCIAL OFFICER

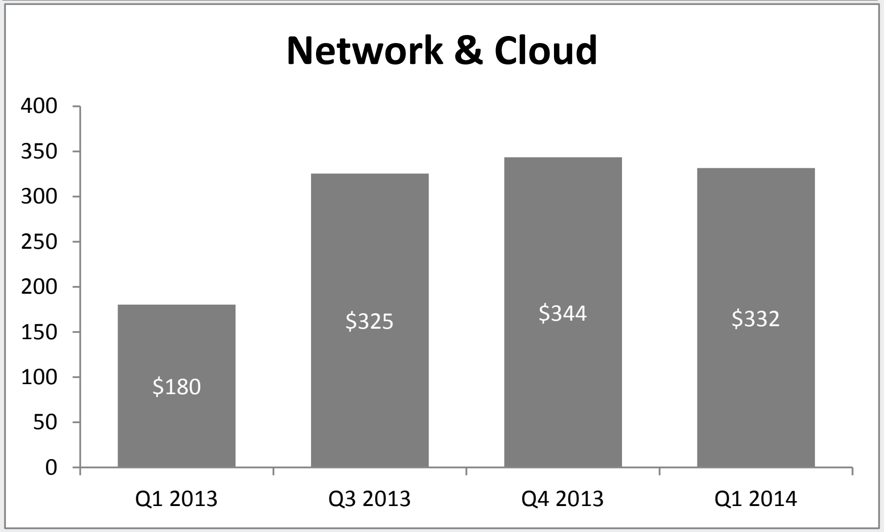
FINANCIAL HIGHLIGHTS – Q1 2014 (PRELIMINARY & UNAUDITED)

	Q1 2013	Q4 2013	Q1 2014
Sales - $M	353.6	1,199.1	1,225.0
Gross Margin - $M	108.5	366.4	346.8
Gross Margin - %	30.7%	30.6%	28.3%
Direct Contribution	24.3	126.3	113.5
EPS - GAAP	(0.13)	(0.02)	0.28
Adjusted EPS - Non-GAAP	0.25	0.54	0.47
Cash, ST & LT Marketable Securities - $M	631.3	513.4	521.5
Cash Provided by Operating Activities - $M	50.1	190.6	34.8
Debt Repayment - $M	-	372.8	13.8
Short-term Debt -$M	225.4	53.3	53.3
Long-term Debt -$M	-	1,691.0	1,677.7
Weighted average common shares - basic - M	115.2	139.3	142.9
Weighted average common shares - diluted - M	119.0	144.0	147.2
Backlog - $M	282.1	538.6	996.1
Book-to-Bill	1.17	1.01	1.37

See GAAP to Non GAAP Reconciliation

SALES $M – Q1 2014 (PRELIMINARY & UNAUDITED)





	Q1 2014	% of Sales
Domestic Sales	910	74.3%
International Sales	314	25.7%

	Q1 2014	% of Sales
Comcast	203	16.6%
Time Warner	159	13.0%
Charter	137	11.2%
AT&T	134	11.0%

SALES AND DIRECT CONTRIBUTION BY SEGMENT (PRELIMINARY & UNAUDITED)

($M)

	Q1 2014			
	Network & Cloud	**CPE**	**Corp/ Other**	**Total**
Net Sales	331.6	893.6	(0.2)	1,225.0
Non GAAP Adjustments [(1)]	-	-	0.2	0.2
Adjusted Net Sales	331.6	893.6	0.0	1,225.2
Direct Contribution [(2)]	65.4	191.8	(143.7)	113.5
Non GAAP Adjustments [(3)]	-	-	11.2	11.2
Adjusted Direct Contribution	65.4	191.8	(132.4)	124.7

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, acquisition, integration and other costs.

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

OPERATING EXPENSES – Q1 2014 (PRELIMINARY & UNAUDITED)

$M		As Reported			
		Qtr 1 2013	Qtr 3 2013	Qtr 4 2013	Qtr 1 2014
R&D	$M	44.1	128.7	129.5	134.2
	% of Sales	12.5%	10.5%	10.6%	11.0%
SG&A	$M	40.1	99.7	110.6	99.1
	% of Sales	11.3%	8.1%	9.0%	8.1%
Operating Expenses	$M	84.2	228.4	240.0	233.3
	% of Sales	23.8%	18.6%	19.6%	19.0%
Integration, Acquisition, Restructuring & Other Costs	$M	7.2	12.3	11.9	11.5
	% of Sales	2.0%	1.0%	1.0%	0.9%
Amortization of Intangibles	$M	7.6	65.1	65.1	64.0
	% of Sales	2.1%	5.3%	5.3%	5.2%
Total	$M	99.0	305.7	317.0	308.8
	% of Sales	28.0%	25.0%	25.9%	25.2%
Equity Compensation Expense Included		5.9	9.5	9.8	9.8

CASH & CASH FLOW HIGHLIGHTS Q1 2014 (PRELIMINARY & UNAUDITED)

	$M
Cash & cash equivalents - Q1 2014	521.5
Cash flow items:	
Operating Activities:	
Net Income including adjustments	121.4
Changes in operating assets and liabilities	(86.6)
	34.8
Key Investing Activities	
Purchase of property & equipment	(12.9)
Key Financing Activities	
Mandatory payments of term debt obligations	(13.8)

TAXES

- "Normal Rate" of ~ 35%, excluding discrete items
  - Impacted by R&D tax credit not extended by Congress

- Two key discrete benefits in the quarter
  - $18M Deferred tax asset recorded for NOL's now expected to be available from Home acquisition
  - $~3M decrease in reserves for uncertain tax positions as a result of favorable audit outcome

Q2 2014 GUIDANCE (PRELIMINARY & UNAUDITED)

	Q2 2014
Sales - $M	1,410 - 1,450
EPS - GAAP	0.27 - 0.33
Adjusted EPS - Non-GAAP	0.64 - 0.70
Tax Rate	35%
Shares	148 M

See reconciliation of GAAP to Non GAAP

GAAP TO ADJUSTED NON-GAAP EPS GUIDANCE RECONCILIATION

	Q2 2014 Guidance
Estimated GAAP EPS	$ 0.27 -$ 0.33
Reconciling Items (after tax):	
Amortization of Intangibles	0.26
Stock Compensation Expense	0.06
Integration Costs	0.05
Subtotal	0.37
Estimated Adjusted (Non-GAAP) EPS	$ 0.64 -$ 0.70

GAAP EPS(1)/ADJUSTED EPS RECONCILIATION Q1 2014 (PRELIMINARY & UNAUDITED)

(in thousands, except per share data)

	Q1 2013	Q1 2014
	Amount	Amount
Sales	$ 353,650	$ 1,225,017
Highlighted items:		
Reduction in revenue related to Comcast investment and other acquisition-related adjustments	13,182	206
Sales excluding highlighted items	$ 366,832	$ 1,225,223

	Q1 2013		Q1 2014	
	Amount	Per Diluted Share	Amount	Per Diluted Share
Net income (loss)	$ (14,650)	$ (0.13) [1]	$ 40,800	$ 0.28
Highlighted items:				
Impacting gross margin:				
Impacts related to Comcast investment and other acquisition-related adjustments	13,182	0.11	199	0.00
Stock compensation expense	831	0.01	1,275	0.01
Impacting operating expenses:				
Intergration, acquisition, restructuring and other costs	7,199	0.06	11,502	0.08
Amortization of intangible assets	7,603	0.06	64,001	0.43
Stock compensation expense	5,913	0.05	9,758	0.07
Impacting other (income) / expense:				
Non-cash interest expense	3,244	0.03	-	-
Credit facility - ticking fees	388	0.00	-	-
Mark-to-market FV adjustment related to Comcast investment in ARRIS	19,348	0.16	-	-
Impacting income tax expense:				
Net tax items	(13,251)	(0.11)	(58,850)	(0.40)
Total highlighted items	44,457	0.37	27,885	0.19
Net income excluding highlighted items	$ 29,807	$ 0.25	$ 68,685	$ 0.47
Weighted average common shares - Basic		115,150		142,854
Weighted average common shares - diluted		119,022		147,152

(1) Basic shares used as losses were reported for those periods and the inclusion of dilutive shares would be anti-dilutive

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

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

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.

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.

Integration, Acquisition, Restructuring 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.

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.

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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