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M.9226 – COMMSCOPE / ARRIS

SECTION 1.2

Description of the concentration

This notification relates to the proposed acquisition of sole control over ARRIS International plc ("ARRIS") by CommScope Holding Company, Inc. ("CommScope"), within the meaning of Article 3(1)(b) of Council Regulation (EC) No 139/2004 of January 2004 on the control of concentrations between undertakings. Pursuant to the Bid Conduct Agreement dated November 8, 2018, the acquisition will be structured as an all-cash transaction with a purchase price of \$31.75 per ordinary share. Together with the debt of ARRIS to be repaid or refinanced, this will result in a total enterprise value for ARRIS of \$7.4 billion.

CommScope is a global provider of infrastructure solutions for the core, access and edge layers of communications networks, with products such as wireless network infrastructure and fiber optic and copper connectivity solutions. ARRIS provides entertainment, communications, and networking technology products for service providers to deliver media, voice and IP data services to their subscribers.

The transaction is subject to the satisfaction or waiver of customary conditions, and is expected to close during the first half of 2019.