

WALTERS TERRY A  
Form 4  
January 24, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WALTERS TERRY A

(Last) (First) (Middle)  
345 ENCINAL STREET  
(Street)

SANTA CRUZ, CA 95060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PLANTRONICS INC /CA/ [PLT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/21/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VICE PRESIDENT - SENIOR, OPERA

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
COMMON STOCK	01/21/2005		M		2,500	A	\$ 17.49
COMMON STOCK	01/21/2005		S		2,500	D	\$ 40
COMMON STOCK	01/21/2005		M		1,000	A	\$ 16.5
COMMON STOCK	01/21/2005		S		1,000	D	\$ 40
COMMON STOCK	01/21/2005		M		1,200	A	\$ 26.9

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COMMON STOCK 01/21/2005 S 1,200 D \$ 40 4,875 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 16.5	01/21/2005		M	1,000 (1)	07/15/2003 <sup>(2)</sup> 07/15/2012	COMMON STOCK
Non-Qualified Stock Option (right to buy)	\$ 17.49	01/21/2005		M	2,500 (1)	06/22/2002 <sup>(2)</sup> 06/22/2011	COMMON STOCK
Non-Qualified Stock Option (right to buy)	\$ 26.9	01/21/2005		M	1,200 (1)	09/03/2004 <sup>(2)</sup> 09/03/2013	COMMON STOCK

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALTERS TERRY A 345 ENCINAL STREET SANTA CRUZ, CA 95060			VICE PRESIDENT - SENIOR, OPERA	

## Signatures

TERRY A.  
WALTERS 01/21/2005

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transaction disposing of the shares was executed pursuant to a 10b5-1 Trading Plan.
  - (2) Option was granted by the Issuer pursuant to a Rule 16-b plan and becomes exercisable as follows: 20% of the shares subject to the option vest 12 months from date of grant; and 1/60th of the shares subject to option vest each month thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.