

PLANTRONICS INC /CA/
Form 8-K
September 22, 2015

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange act of 1934

Date of Report (Date of earliest event reported):
September 21, 2015

PLANTRONICS, INC.

(Exact name of Registrant as Specified in its Charter)

| | | |
|--|--------------------------|---|
| Delaware | 1-12696 | 77-0207692 |
| (State or Other Jurisdiction of Incorporation) | (Commission file number) | (I.R.S. Employer Identification Number) |

345 Encinal Street
Santa Cruz, California 95060
(Address of Principal Executive Offices including Zip Code)

(831) 426-5858
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 21, 2015 Plantronics, Inc. ("Plantronics") announced the appointment of Maria Martinez to the Plantronics Board of Directors. Ms. Martinez will also serve on the Nominating and Corporate Governance Committee of the Board of Directors and as well as the Strategy Committee.

In connection with her election to the Board of Directors, Ms. Martinez (i) was granted a restricted stock award for 2,874 shares of Plantronics common stock pursuant to Plantronics amended and restated 2003 Stock Plan and Outside Director Compensation Policy, (ii) will receive a standard quarterly non-employee director cash retainer of \$12,500, (iii) will receive standard quarterly cash retainers for her membership on the Nominating and Corporate Governance Committee and Strategy Committee of \$1,500 and \$1,875 for each committee, respectively, (iv) is eligible to receive a restricted stock award for shares of Plantronics common stock having a fair market value of \$150,000 on the date of Plantronics' next annual meeting, and (v) will enter into a standard director indemnification agreement with Plantronics.

A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

The following exhibits are furnished as part of this report.

| Exhibit Number | Description |
|----------------|--|
| <u>99.1</u> | <u>Press release issued by Plantronics, Inc. dated September 21, 2015, entitled "Plantronics Announces Maria Martinez as a New Board Member"</u> |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 22, 2015

PLANTRONICS, INC.

| | |
|--------|---|
| By: | /s/ Richard R. Pickard |
| Name: | Richard R. Pickard |
| Title: | Vice President - Legal, General Counsel and Secretary |