

**CHARTER FOR THE STRATEGY COMMITTEE  
OF THE BOARD OF DIRECTORS  
OF  
PLANTRONICS, INC.**

Approved by the Board of Directors: September 27, 2007

**1. PURPOSE**

The purpose of this Charter is to set forth the composition, authority and responsibilities of the Strategy Committee (the “Committee”) of the Board of Directors of Plantronics, Inc. (the “Company”).

**2. COMMITTEE MEMBERSHIP AND ORGANIZATION**

- a. The Strategy Committee shall be comprised of no fewer than three (3) members of the Board of Directors.
- b. The members of the committee shall be designated by the Board, on the recommendation of the Nominating and Corporate Governance Committee of the Board, in accordance with the Company’s By-laws, and shall serve at the discretion of the Board. One member of the Committee shall be designated Chair of the Committee.
- c. Members of the Committee, including the chairperson of the Committee, shall be appointed annually by the Board on the recommendation of the Nominating and Corporate Governance Committee. Members may be replaced by the Board at any time, but shall otherwise serve until a successor has been named.

**3. COMMITTEE RESPONSIBILITIES AND AUTHORITY**

*General.* The general purpose of the Committee is to provide input to management in their development of the Company’s corporate strategy and to provide recommendations to the Board with respect to its review and approval of the corporate strategy.

- a. Meet with management periodically to review and evaluate the Company’s development and implementation of its corporate strategy, including reviewing and benchmarking the premises and mechanics utilized in implementing short and long term corporate strategies;

- b. On a periodic basis review the material transactions and investments which have been made by the Company and which were designed to support the implementation of the corporate strategy to assess whether such transactions and investments were consistent with the Company's strategic plan;
- c. Based upon its review and assessment of the status of the implementation of the Company's corporate strategy, recommend areas of improvement and provide feedback to management;
- d. Support the Board or management, as requested, in the development and/or refinement of specific aspects of the Company's strategic plan.

#### **4. DELEGATION OF AUTHORITY**

The Committee may delegate authority to one or more members or subcommittees when deemed appropriate, provided that the actions of any such members or subcommittees shall be reported to the full Committee no later than at its next scheduled meeting.

#### **5. MEETINGS**

The Committee shall meet as often as it deems necessary. Meeting agendas will be prepared and provided in advance to the Committee, together with appropriate briefing materials.

#### **6. REPORTS TO THE BOARD; MINUTES**

The Committee shall make regular reports to the Board regarding the Committee's activities. Minutes of the meetings and other actions of the Committee shall be prepared and submitted for approval by the Committee and shall be furnished to the Board at regular intervals.

#### **7. COMMITTEE SELF-ASSESSMENT**

The Committee shall conduct self-assessment of its performance once every five (5) years with respect to its purposes and authority and responsibility set forth in this Charter. The results of the self-assessment shall be reported to the Board.

#### **8. COMMITTEE CHARTER**

This Charter shall be subject to review and approval by the Board. The Committee shall review this Charter annually and adopt any changes deemed appropriate, subject to approval by the Board.

*Charter of the Strategy Committee of the Board of Directors of Plantronics, Inc.*