PORTA SYSTEMS CORP

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

Form 5

March 30, 2005

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES 1.0 response... may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer FELDMAN HERBERT H Symbol PORTA SYSTEMS CORP (Check all applicable) [PYTM.OB] 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2004 C/O PORTA SYSTEMS CORP., Â 6851 JERICHO **TURNPIKE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) SYOSSET, ÂNYÂ 11791 _X_ Form Filed by One Reporting Person _ Form Filed by More than One Reporting (State) (City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Disposed of (D) Beneficially Beneficial Code (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common Â Â Â Â Â Â Â 20,000 D Stock

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

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SEC 2270

(9-02)

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amor Underlying Secur (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Stock Option	\$ 3.6875	Â	Â	Â	Â	Â	05/01/1996	04/30/2006	Common Stock	2,
Stock Option	\$ 1.4188	Â	Â	Â	Â	Â	05/01/1997	04/30/2007	Common Stock	2,
Stock Option	\$ 1.5	Â	Â	Â	Â	Â	05/08/1997	05/07/2007	Common Stock	15
Stock Option	\$ 3.85	Â	Â	Â	Â	Â	05/01/1998	04/30/2008	Common Stock	2,
Stock Option	\$ 1.725	Â	Â	Â	Â	Â	11/01/1999	05/01/2009	Common Stock	5,
Stock Option	\$ 2.2875	Â	Â	Â	Â	Â	11/01/2000	05/01/2010	Common Stock	5,
Stock Option	\$ 0.32	Â	Â	Â	Â	Â	11/01/2001	05/01/2011	Common Stock	5,
Stock Option	\$ 0.07	Â	Â	Â	Â	Â	11/01/2002	05/01/2012	Common Stock	5,
Stock Option	\$ 0.031	Â	Â	Â	Â	Â	11/01/2003	05/01/2013	Common Stock	5,
Stock Option	\$ 3.25	02/01/2004	Â	J4 (2)	Â	15,000	02/02/1998	02/01/2004	Common Stock	15
Stock Option	\$ 0.073	05/01/2004	Â	L	5,000	Â	11/01/2004	05/01/2014	Common Stock	5,

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

FELDMAN HERBERT H

C/O PORTA SYSTEMS CORP.
6851 JERICHO TURNPIKE

SYOSSET, NYÂ 11791

Signatures

/s/ Herbert H.
Feldman

**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 options are granted pursuant to one of the Company's 16b-3 stock incentive plans, and are exercisable in installments.
- (2) Transaction Code J (other acquisition or disposition): stock options expired by the terms of the stock option agreement.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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