

MACRICOSTAS GEORGE

Form 4

April 15, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MACRICOSTAS GEORGE

2. Issuer Name **and** Ticker or Trading
Symbol
PHOTRONICS INC [PLAB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

15 SECOR ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
04/15/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

BROOKFIELD, CT 06804

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	04/15/2010	04/15/2010	S		400 D \$ 5.41	34,630	D
Common Stock	04/15/2010	04/15/2010	S		100 D \$ 5.4425	34,530	D
Common Stock	04/15/2010	04/15/2010	S		802 D \$ 5.485	33,728	D
Common Stock	04/15/2010	04/15/2010	S		300 D \$ 5.52	33,428	D
Common Stock	04/15/2010	04/15/2010	S		300 D \$ 5.51	33,128	D
	04/15/2010	04/15/2010	S		300 D \$ 5.475	32,828	D

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Common Stock								
Common Stock	04/15/2010	04/15/2010	S	300	D	\$ 5.53	32,528	D
Common Stock	04/15/2010	04/15/2010	S	4,298	D	\$ 5.49	28,230	D
Common Stock	04/15/2010	04/15/2010	S	3,200	D	\$ 5.5	25,030	D
Common Stock	04/15/2010	04/15/2010	S	2,615	D	\$ 5.48	22,415	D
Common Stock	04/15/2010	04/15/2010	S	2,985	D	\$ 5.47	19,430	D
Common Stock	04/15/2010	04/15/2010	S	700	D	\$ 5.46	18,730	D
Common Stock	04/15/2010	04/15/2010	S	1,300	D	\$ 5.43	17,430	D
Common Stock	04/15/2010	04/15/2010	S	300	D	\$ 5.435	17,130	D
Common Stock	04/15/2010	04/15/2010	S	1,000	D	\$ 5.45	16,130	D
Common Stock	04/15/2010	04/15/2010	S	6,100	D	\$ 5.44	10,030	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 Acquired (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MACRICOSTAS GEORGE 15 SECOR ROAD BROOKFIELD, CT 06804	X

Signatures

/s/ Nicholas N. Colonese, attorney-in-fact for George
Macricostas

04/15/2010

____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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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