

Form 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Cicchetti, Anthony N.		2. Date of Event Requiring Statement (Month/Day/Year) 8/12/02	4. Issuer Name and Ticker or Trading Symbol Photronics, Inc. (PLAB)		
(Last) (First) (Middle) 1061 East Indiantown Road (Street) Jupiter, Florida 33477 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		6. If Amendment, Date of Original (Month/Day/Year)	
		Director	10% Owner	8/20/02	
		<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)		7. Individual or Joint/Group Filing (Check Applicable Line)
		Vice President, Secretary and General Counsel		<input checked="" type="checkbox"/>	Form filed by One Reporting Person
				<input type="checkbox"/>	Form filed by More than One Reporting Person

Table I 3/4 Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
No Non-Derivative Securities Owned			

FORM 3 (continued)

Table II 3/4 Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	8/12/12	Common Stock	15,000	\$10.54	(D)	

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

(1) The option becomes exercisable in four equal annual installments beginning on August 12, 2003.

/s/ Anthony N. Cicchetti

November 15, 2002

**Signature of Reporting Person

Date

*If the form is filed by more than one reporting person, see Instruction 5(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.