FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(h) of the Investment Company Act of 1940							
1. Name and Addres	, ,		2. Issuer Name and Ticker or Trading Symbol PHOTRONICS INC [PLAB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MACRICOSTAS CONSTANTINE S				X	Director	10% Owner				
(Last) 15 SECOR ROA	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/16/2009	X	Officer (give title below) CEO & President					
(Street) BROOKFIELD CT 06804			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(State)	(Zip)		<u> </u>	Person					
		Table I Non Do	rivative Securities Acquired Disposed of or Bone	oficially	Owned	·				

(Street) BROOKFIELD CT 068 (City) (State) (Zip	804	4. If Amendment, Da	ate of O	riginal	Filed (Month	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person								
Table I	- Non-Derivati	ative 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. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)						
Common Stock	07/16/2009	07/16/2009	S		200	D	\$5.305	2,156,300	I	Owned By Limited Partnership ⁽³⁾⁽⁴				
Common Stock	07/16/2009	07/16/2009	S		1,400	D	\$5.31	2,154,900	I	Owned By Limited Partnership ⁽³⁾⁽⁴				
Common Stock	07/16/2009	07/16/2009	S		100	D	\$5.315	2,154,800	I	Owned By Limited Partnership ⁽³⁾⁽⁴				
Common Stock	07/16/2009	07/16/2009	S		900	D	\$5.33	2,153,900	I	Owned By Limited Partnership ⁽³⁾⁽⁴				
Common Stock	07/16/2009	07/16/2009	S		300	D	\$5.335	2,153,600	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		800	D	\$5.34	2,152,800	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		200	D	\$5.3425	2,152,600	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		1,400	D	\$5.345	2,151,200	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		200	D	\$5.35	2,151,000	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		400	D	\$5.36	2,150,600	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		100	D	\$5.3625	2,150,500	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		100	D	\$5.37	2,150,400	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				
Common Stock	07/16/2009	07/16/2009	S		200	D	\$5.375	2,150,200	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of S	1. Title of Security (Instr. 3)			2A. Deen Execution if any (Month/D	n Date,	3. Transa Code (8)		4. Securities Disposed O 5)	s Acquire of (D) (Inst	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Follov Reported	Forn (D) d	wnership n: Direct or Indirect nstr. 4)		ure of ct Beneficial ship (Instr.	
						Code	v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4	s) I)				
Common	Stock		07/16/200	9 07/16/	/2009	S		300	D	\$5.38	2,149,90	0	I Lin		ed By ted ership ⁽³⁾⁽⁴⁾	
Common	Common Stock		07/16/200	9 07/16/2009		S		500	500 D \$5.385 2,149		2,149,40	0	I		Owned By Limited Partnership ⁽³⁾⁽⁴⁾	
Common Stock		07/16/200	09 07/16/2009		S		300	D	\$5.39	2,149,100		I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾			
Common	Stock		07/16/200	09 07/16/2009		S		300	D	\$5.395	2,148,80	0	I	Limit	Owned By Limited Partnership ⁽³⁾⁽⁴⁾	
Common	Stock		07/16/200	09 07/16/2009		S		200	D	\$5.41	2,148,600		Ι	Limit	Owned By Limited Partnership ⁽³⁾⁽⁴⁾	
Common Stock		07/16/200	09 07/16/2009		S		200	D	\$5.415	2,148,40	0	I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾			
Common Stock		07/16/200	9 07/16/	/2009	S		1,700	D	\$5.42	2,146,700		Ι	Owned By Limited Partnership ⁽³⁾⁽⁴⁾			
Common Stock		07/16/200	09 07/16/2009		S		100	D	\$5.4225	2,146,60	0	Ι	Limit	ed By ted ership ⁽³⁾⁽⁴⁾		
Common	Stock		07/16/200	9 07/16/	/2009	S		200	D	\$5.425	2,146,40	0	I	Limit	ed By ted ership ⁽³⁾⁽⁴⁾	
Common	Stock		07/16/200	9 07/16/	/2009	S		2,500	D	\$5.43	2,143,900		I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾		
Common	Stock		07/16/200	9 07/16/	/2009	S		100	D	\$5.4325	2,143,800		I	Owned By Limited Partnership ⁽³⁾		
Common	Stock		07/16/200	9 07/16/	07/16/2009			700	D	\$5.435	2,143,100 I		I	Owned By Limited Partnership ⁽³⁾⁽⁴⁾		
Common	Stock		07/16/200	009 07/16/20		S		1,500	D	\$5.44	2,141,600 I		Ι	Owned By Limited Partnership ⁽³⁾⁽⁴⁾		
Common	Stock		07/16/200	09 07/16/200		S		700	D	\$5.445	2,140,90	0	I Cwne I Limit Partne			
Common Stock											153,746	5	D			
Common Stock										50,618		1		Owned By Corporation ⁽²⁾		
Common Stock		blott Deriv	ivo C ·	tic- •		<u> </u>	ionata	1	 	34,000		I	Owne Wife ⁰	ed By		
			ble II - Derivat (e.g., p	ive Securi uts, calls,												
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution Date, if any		4. Transaction Code (Instr. 8) Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)		vative urities uired or oosed b) tr. 3, 4		exercisable an on Date Day/Year)	Ame Sec Und Der	itle and bunt of urities erlying vative urity (Instr. 3	Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owr Forr Dire or Ir (I) (I	nership n: oct (D) ndirect nstr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					,											

		Та	ble II - Deriva (e.g., p	ı				ired, Disp options,	onvertib		lor t	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	€ ode Transc		€A)Nu	m(150a)r	ExpertisEblero		7itletle	aSolodares	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature
Eseplantation (Instr. 3) 1. Mr. Macric	of Respises Price of stas disclaims Derivative	e (Month/Day/Year) beneficial ownershi	if any (Month/Day/Year) of these shares.	Code (8)	(Instr.	Deriv Secu . Acqu	rities ired	(Month/Day/\	/ear)	Securi Underl Deriva	ties ying tive	Security (Instr. 5)	Securities Beneficially Owned	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
interest. This	corporation ser	ves as the general pa	on of which Mr. Mac rtner of the limited pa	artnershi	ip referr	edDispo	osed.			and 4)		•	Reported	.,	•
3. Represents limited partne	all of the share ership interests.	es held by a limited p	artnership of which N	⁄Іг. Масі	ricostas	روا (ال) (instr and 5	ngited r	oartnership inte	rests. Mr. Mac	cricostas	disclaims be	neficial owne	ership of those sha	res not represe	ented by his
4. The sales re	eported on this	Form 4 were effected	d pursuant to a Rule 1	10b5-1 ti 1	rading p	lan ado	pted by	the reporting	person on July	15, 200	9.				I
												<u>r, attorney</u>			
											r Constan	itine S.	07/20/200	<u>19</u> 	
											tas nount eVf Repor	ing Person	Date		
I	l ·	ſ	class of securities g person, see Instr				irectly (D)	oந்ளூirectly. Exercisable	Expiration Date	Title	of Shares				

^{*}If the form is filed by more than one reporting person, see Institute 1991 4 (6)(v) (A) (D) Exercisable Date Title Shar ** 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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