(Last)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB Number: 3235-0287 Estimated average burden

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

1. Name and Address of Reporting Person*

MACRICOSTAS CONSTANTINE S

(Middle)

(First)

Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940]	hours per respo	nse:	0.5		
	Issuer Name and Ticker or Trading Symbol	5. Rela	n(s) to Issuer					
	PHOTRONICS INC [PLAB]		all applicabl	.(0) 10 10000.				
		X	Director		10% Owner	_		
	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give below)	e title	Other (specif below)	у		
	07/16/2009	CEO & President						
	4 If Amandment Date of Original Filed (Month/Day/Veer)	6 India	idual or Join	t/Croup Filing (Chook Applical	hlo.		
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable						

15 SECOR ROAD	07/16/2009				CEO & President							
(Street) BROOKFIELD C (City) (S	T 0680		4. If Amendment, Da 07/20/2009	ate of O	riginal	Filed (Month	6. 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	Benefic	ially Owned									
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da			2A. Deemed Execution Date,	3. Transa Code (8)	ction	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		d (A) or	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	2,136,500	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		1,400	D	\$5.31	2,135,100	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		100	D	\$5.315	2,135,000	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		900	D	\$5.33	2,134,100	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		300	D	\$5.335	2,133,800	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		800	D	\$5.34	2,133,000	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		200	D	\$5.3425	2,132,800	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		1,400	D	\$5.345	2,131,400	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		200	D	\$5.35	2,131,200	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		400	D	\$5.36	2,130,800	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		100	D	\$5.3625	2,130,700	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		100	D	\$5.37	2,130,600	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common Stock		07/16/2009	07/16/2009	S		200	D	\$5.375	2,130,400	I	Owned By Limited Partnership ⁽¹⁾⁽²⁾	

		Tabl	e I - Non-Deriv	ative Sec	urities	Acqu	ired,	Dispose	d of, o	Benefic	ially Owne	d			
1. Title of S	1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	Execution (ear) if any		3. Transa Code (8)		4. Securities Disposed O 5)	s Acquire f (D) (Inst	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Follow Reported	6. Owner Form: Di (D) or Inc (I) (Instr.	rect Indir	ature of ect Beneficial ership (Instr.	
							v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4	}			
Common	Common Stock 0		07/16/200	9 07/16	5/2009	S		300	D	\$5.38	2,130,10	0 1	Lin	ned By nited mership ⁽¹⁾⁽²⁾	
Common Stock		07/16/200	9 07/16	07/16/2009			500	D	\$5.385	2,129,60	0 1	Lin	ned By nited mership ⁽¹⁾⁽²⁾		
Common	Stock		07/16/200	07/16/2009		S		300	D	\$5.39	2,129,30	0 1	Lin	ned By nited nership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	9 07/16/2009		S		300	D \$5.395 2,129,000 I		Lin	Owned By Limited Partnership ⁽¹⁾⁽²⁾			
Common	Stock		07/16/200	9 07/16	5/2009	S		200	D	\$ 5.41	2,128,80	2,128,800 I		ned By nited nership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	9 07/16	5/2009	S		200	D	\$5.415	2,128,60	0 1	Lin	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	09 07/16/2009		S		1,700	D	\$ 5.42	2,126,90	0 1	Lin	ned By nited enership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	9 07/16/2009		S		100	D	\$5.4225	2,126,800 I		Lin	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	9 07/16	5/2009	S		200	D	\$5.425	2,126,60	0 I	Lin	ned By nited mership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	09 07/16/2009		S	s 2,500		D	\$5.43	2,124,10	0 1	Lin	ned By nited mership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	09 07/16/2009		S		100	D	\$5.4325	2,124,00	0 1	Lin	ned By nited nership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	6/2009 07/16/		S		700 D \$5.435 2,123,300		0 1	Lin	Owned By Limited Partnership ⁽¹⁾⁽²⁾			
Common	Stock		07/16/200	09 07/16/2009		S		1,500	D	\$ 5.44	4 2,121,800 I		Lin	Owned By Limited Partnership ⁽¹⁾⁽²⁾	
Common	Stock		07/16/200	09 07/16/2009		S		700	D	\$5.445	2,121,10	I 0	I Cowned Limited Partner		
Common	Common Stock										153,746	D			
Common	Stock										50,618	I	Cor	ned By poration ⁽³⁾	
Common Stock		bla II Doi:	i 0 -	iai		- L	<u> </u>	4	 	34,000	I	Ow Wif	ned By		
			ble II - Derivat (e.g., p	ive Secur uts, calls,	warran	quire its, op	a, D otion	s, conver	oτ, or E tible s	eneticial ecurities) Owned				
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) Securit Acquir (A) or Dispos of (D) (Instr. 3 and 5)		ve (Mes d	piratio	xercisable an In Date Day/Year)	Amo Sec Und Deri	tle and bunt of urities erlying vative urity (Instr. 3	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
								,							

		Та	ble II - Deriva (e.g., p					ired, Disp options,			lor i	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed	C ode		6A)Nu	m (150e) r	Expiration D	ist2rabthee and	7itīētle	a66 Iodares	8. Price of	9. Number of	10. Ownership	11. Nature
Esectamation	of Elespisas	e 6 Month/Day/Year)	if any	Code (Instr.	Deriv	ative	(Month/Day/\	(ear)	Securi	ties	Security	Securities	Form:	Beneficial
(Instr. 3) 1. Represents	Price of all of the share	s held by a limited p	(Month/Day/Year) artnership of which N	8) 1r. Macr	icostas	" Secu owns II	rities mited p	artnership inte	rests. Mr. Mac	Underl	ying lisclaims be	(Instr. 5) enericial owne	Beneficially Promod those sha	Direct (D) res not represe or indirect	Ownership ned by his (Instr. 4)
limited partne	ership interests.					ACQU (A) oi					ty (Instr. 3			(i) (instr. 4)	
2. The sales re	eported on this	Form 4 were effected	d pursuant to a Rule 1	0b5-1 tr	rading p	laDispo	paed by	the reporting p	oerson on July	1800 (4)	9.		Reported		
3. Represents	all of the share	s held by a corporati	on of which Mr. Mac	ricostas	owns a	ot (D) signistr	ant inte	erest. Mr. Macr	icostas disclai	ms bene	ficial owner	ship of those	' Transaction(s) shares not represe (instr. 4)	nted by his ow	nership
interest. This	corporation ser	ves as the general pa	rtner of limited partn	ership re	eferred t	o ahovs)						. ,		
4. Mr. Macric	ostas disclaims	beneficial ownership	p of these shares.										_		
									/s/	Riche	le E. Bur	r, attorney	_		
											r Constar		07/21/200	ا 0	
												lune 3.	0//21/200	<u> </u>	
									<u>M</u>	acricos	tas nount				
												ing Person	Date		
Reminder: R	eport on a se	parate line for each	class of securities	benefic	ially ov	ned d	irectly	opindirectly.	Expiration		of				
* If the form	is filed by mo	e than one reportir	g person, see Instr	u €9dA 4	(b)(v)	(A)	(D)	Exercisable	Date	Title	Shares				

^{**} 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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