

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Address of Reporting Person* <u>Burr Richelle E</u> <hr/> (Last) (First) (Middle) 15 SECOR RD. <hr/> (Street) BROOKFIELD CT 06804 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/08/2010	3. Issuer Name and Ticker or Trading Symbol <u>PHOTRONICS INC [PLAB]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP, General Counsel & Secy	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - 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)
Common Stock	1,500	D	

Table II - 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: 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 Options (Right to Buy)	(1)	08/18/2013	Common Stock	1,000	18.58	D	
Stock Options (Right to Buy)	(2)	01/17/2015	Common Stock	2,000	14.56	D	
Stock Options (Right to Buy)	(3)	06/02/2016	Common Stock	1,500	17.02	D	
Stock Options (Right to Buy)	(4)	11/10/2018	Common Stock	26,250	0.76	D	
Stock Options (Right to Buy)	(5)	12/21/2019	Common Stock	35,000	4.42	D	

Explanation of Responses:

1. The options became exercisable in four equal annual installments beginning August 18, 2004.
2. The options became exercisable in four equal annual installments commencing January 17, 2006.
3. The options became exercisable in four equal annual installments commencing June 2, 2007.
4. The options become exercisable in four equal installments commencing November 10, 2009.
5. The options become exercisable in four equal annual installments commencing December 21, 2010.

/s/ Richelle E. Burr

04/16/2010

** Signature of Reporting Person

Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.