

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* MACRICOSTAS GEORGE (Last) (First) (Middle) 15 SECOR ROAD (Street) BROOKFIELD CT 06804 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol PHOTRONICS INC [PLAB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/15/2010	
		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

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	
Common Stock	04/15/2010	04/15/2010	S		300	D	\$5.475	32,828	D	
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	

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of 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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

Explanation of Responses:

/s/ Nicholas N. Colonese,
attorney-in-fact for George 04/15/2010
Macricostas

** 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 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.

