

Burr Richelle E
Form 3
April 16, 2010

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Burr Richelle E (Last) (First) (Middle) 15 SECOR RD. (Street) BROOKFIELD, CT 06804 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/08/2010	3. Issuer Name and Ticker or Trading Symbol PHOTRONICS INC [PLAB]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) VP, General Counsel & Secy	5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) ☒ 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	Burr Richelle E

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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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 of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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			Shares		(I) (Instr. 5)		
Stock Options (Right to Buy)	Â <u>(1)</u>	08/18/2013	Common Stock	1,000	\$ 18.58	D	Â
Stock Options (Right to Buy)	Â <u>(2)</u>	01/17/2015	Common Stock	2,000	\$ 14.56	D	Â
Stock Options (Right to Buy)	Â <u>(3)</u>	06/02/2016	Common Stock	1,500	\$ 17.02	D	Â
Stock Options (Right to Buy)	Â <u>(4)</u>	11/10/2018	Common Stock	26,250	\$ 0.76	D	Â
Stock Options (Right to Buy)	Â <u>(5)</u>	12/21/2019	Common Stock	35,000	\$ 4.42	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burr Richelle E 15 SECOR RD. BROOKFIELD,Â CTÂ 06804	Â	Â	Â VP, General Counsel & Secy	Â

Signatures

/s/ Richelle E.
Burr

04/16/2010

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

- (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.

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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