Edgar Filing: PHOTRONICS INC - Form 4

PHOTRONICS Form 4										
September 03, 2	Л								PPROVAL	
	UNITED	STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287	
Check this b if no longer subject to Section 16. Form 4 or Form 5	STATEN	AENT OI	Estimated burden hou response	urs per						
Form 5 obligations may continue. See Instruction 1(b). 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 Resp	ponses)									
1. Name and Adda KIRLIN PETE	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol PHOTRONICS INC [PLAB]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		of Earliest T	ransaction		eck all applicable)			
15 SECOR ROAD			(Month/Day/Year) 08/29/2008				Director 10% Owner X Officer (give title Other (specify below) below) Senior VP, U.S. & Europe			
	4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
BROOKFIELI							Person		eporting	
(City)	(State)	(Zip)					cquired, Disposed		-	
	Fransaction Date onth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	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	or (D) Price	Transaction(s) (Instr. 3 and 4)			
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforn requir	nation cont red to resp iys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	1
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	

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(Instr. 3)	Price of Derivative Security	(N	Month/Day/Year)	(Instr. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				(
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 3.27	08/29/2008		A	80,000		<u>(1)</u>	08/29/2018	Common Stock	80,000

Reporting Owners

Kirlin

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
KIRLIN PETER S 15 SECOR ROAD BROOKFIELD, CT 06804			Senior VP, U.S. & Europe					
Signatures								
/s/ Richelle E. Burr, Attorney-i	n-Fact for	r Mr.	09/03/2008					

<u>**</u>Signature of Reporting Person Explanation of Responses:

* 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).

(1) The options vest 25% over 4 years on the anniversary date of the grant commencing August 29, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date

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