

PHOTRONICS INC
Form 3/A
November 18, 2002

**UNITED STATES
SECURITIES
AND
EXCHANGE
COMMISSION
Washington, DC
20549**

**INITIAL
STATEMENT
OF
BENEFICIAL
OWNERSHIP
OF
SECURITIES**

Form 3

OMB APPROVAL
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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(f) of the
Investment
Company Act of
1940

(Print or Type Responses)

1. Name and Address of Reporting Person*		2. Date of Event Requiring Statement (Month/Day/Year)		4. Issuer Name and Ticker or Trading Symbol	
Cicchetti, Anthony N.		8/12/02		Photronics, Inc. (PLAB)	
(Last) (First) (Middle)		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
1061 East Indiantown Road				Director <input type="checkbox"/> 10% Owner <input type="checkbox"/>	
(Street)				Officer <input checked="" type="checkbox"/> (give title below) Other (specify below)	
Jupiter, Florida 33477				Vice President, Secretary and General Counsel <input checked="" type="checkbox"/>	
(City) (State) (Zip)				7. Individual or Joint/Group Filing (Check Applicable Line)	
				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
				<input type="checkbox"/> Form filed by More than One Reporting Person	
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)	
No Non-Derivative Securities Owned					

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FORM 3 (continued)	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 Securities: 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 Option (right to buy)	(1)	8/12/12	Common Stock	15,000	\$10.54	(D)	

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

(1) The option becomes exercisable in four equal annual installments beginning on August 12, 2003.

/s/ Anthony N. Cicchetti November 15, 2002

**Signature of Reporting Person Date

*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.