

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	
<b>Table I — Non-Derivative Securities Beneficially Owned</b>					
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					


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			
<b>Stock Option (right to buy)</b>	<b>(1)</b>	<b>8/12/12</b>	<b>Common Stock</b>	<b>15,000</b>	<b>\$10.54</b>	<b>(D)</b>	

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.