### Edgar Filing: FIEDEROWICZ WALTER M - Form 4

### FIEDEROWICZ WALTER M

Form 4

February 15, 2005

## FORM 4

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

**OMB** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FIEDEROWICZ WALTER M Issuer Symbol PHOTRONICS INC [PLAB] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction \_X\_\_ Director (Month/Day/Year) 10% Owner Officer (give title \_ Other (specify 15 SECOR ROAD 02/14/2005 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting **BROOKFIELD, CT 06804** Person

| (City)                 | (State) (Z                           | Zip) Table                    | I - Non-D        | erivative S         | Securi           | ties Ac      | quired, Disposed  | of, or Beneficia          | lly Owned             |
|------------------------|--------------------------------------|-------------------------------|------------------|---------------------|------------------|--------------|---|---------------------------|-----------------------|
| 1.Title of<br>Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3.<br>Transactio | 4. Securi           |                  | or           | 5. Amount of Securities                                     | 6. Ownership Form: Direct | 7. Nature of Indirect |
| (Instr. 3)             | ( 1 1 1 1 3                          | any                           | Code             | Disposed of (D)     |                  | Beneficially | (D) or  | Beneficial                |                       |
|                        |                                      | (Month/Day/Year)              | (Instr. 8)       | (Instr. 3, 4 and 5) |                  | Owned        | Indirect (I)  | Ownership                 |                       |
|                        |                                      |                               | Code V           | Amount              | (A)<br>or<br>(D) | Price        | Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4)                | (Instr. 4)            |
| Common<br>Stock        | 02/14/2005                           |                               | A                | 4,000               | A                | \$0          | 22,000  | D                         |                       |
| Common<br>Stock        |                                      |                               |                  |                     |                  |              | 5,000 (1)   | I                         | Owned by wife (1)     |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ative Expiration Date es (Month/Day/Year) d |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  | 8.<br>De<br>Se<br>(In |
|---|---|--------------------------------------|---|--|--|---|--------------------|---|--|-----------------------|
|   |   |                                      |   | Code V                                 | (A) (D)  | Date<br>Exercisable                         | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |                       |
| Common<br>Stock                                     | \$ 16.65  | 02/14/2005                           |   | A                                      | 5,000  | (2)   | 02/14/2015         | Common<br>Stock   | 5,000                                  | \$                    |

## **Reporting Owners**

| Reporting Owner Name / Address                                | Relationships |           |               |  |  |  |  |
|---|---------------|-----------|---------------|--|--|--|--|
| 1 8   | Director      | 10% Owner | Officer Other |  |  |  |  |
| FIEDEROWICZ WALTER M<br>15 SECOR ROAD<br>BROOKFIELD, CT 06804 | X             |           |               |  |  |  |  |

# **Signatures**

Edwin L. Lewis, Attorney-in-Fact for Walter M.
Fiederowicz

02/15/2005

\*\*Signature of Reporting Person Date

## **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) Mr. Fiederowicz disclaims beneficial ownership of these shares.
- (2) The option becomes exercisable in four equal annual installments on February 14, 2006, 2007, 2008 and 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.

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