

PHOTRONICS INC  
Form 8-K  
August 20, 2003  
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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) August 19, 2003

PHOTRONICS, INC.  
(Exact name of registrant as specified in its charter)

Connecticut                      0-15451                      06-0854886  
(State or other jurisdiction      (Commission                      (IRS Employer  
of incorporation)                      File Number)                      Identification Number)

15 Secor Road, Brookfield, CT      06804  
(Address of Principal Executive Offices)      (Zip Code)

Registrant's Telephone Number, including area code (203) 775-9000

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(Former name or former address, if changed since last report)

**Item 7. Financial Statements and Exhibits.**

- (c) Exhibits
- 99.1 Press Release dated August 19, 2003.

**Item 12. Results of Operations and Financial Condition.**

On August 19, 2003, Photronics, Inc. issued a press release announcing its financial results of the third quarter ended August 3, 2003. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein in its entirety by reference. The information furnished in this Item 12 is not filed for purposes of the Securities Exchange Act of 1934 and is not deemed incorporated by reference by any general statements incorporating by reference this report or future filings into any filings under the Securities Act of 1933 or the Securities Exchange Act of 1934, except to the extent Photronics, Inc. specifically incorporates the information by reference.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PHOTRONICS, INC.**

(Registrant)

**DATE: August 19, 2003**

**BY: /s/ Edwin L. Lewis**

Edwin L. Lewis

Vice President, Secretary and General Counsel

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**PHOTRONICS, INC.**

**EXHIBIT INDEX**

**Exhibit No.**

99.1

**Subject Matter**

Press Release dated August 19, 2003.