

Lee Kang Jyh  
Form 3  
August 02, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

|   |         |                                      |   |  |
|---|---------|--------------------------------------|---|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |  |
| Â Lee Kang Jyh                            |         | (Month/Day/Year)                     | PHOTRONICS INC [PLAB]   |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer  | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |         | 01/20/2018                           |   |  |
| 15 SECOR ROAD                             |         |                                      | (Check all applicable)  |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)  |  |
| BROOKFIELD,Â CTÂ 06804                    |         |                                      | President, Asia IC Photomask<br>6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |
| (City)                                    | (State) | (Zip)                                |   |  |

**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) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 83,175  | D  | Â   |

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

SEC 1473 (7-02)

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**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 Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable    Expiration Date                      | Title    Amount or Number of  |  |  |   |

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|                            |              |            |              | Shares |          | (I)<br>(Instr. 5) |   |
|----------------------------|--------------|------------|--------------|--------|----------|-------------------|---|
| Non-qualified Stock Option | 12/21/2013   | 12/21/2019 | Common Stock | 6,000  | \$ 4.42  | D                 | Â |
| Non-qualified Stock Option | 07/21/2014   | 07/21/2020 | Common Stock | 30,000 | \$ 4.6   | D                 | Â |
| Non-qualified Stock Option | 02/04/2015   | 02/04/2021 | Common Stock | 12,000 | \$ 6.71  | D                 | Â |
| Non-qualified Stock Option | 12/09/2015   | 12/09/2021 | Common Stock | 15,000 | \$ 6.32  | D                 | Â |
| Non-qualified Stock Option | 12/07/2016   | 12/07/2022 | Common Stock | 30,000 | \$ 5.46  | D                 | Â |
| Non-qualified Stock Option | 12/13/2017   | 12/13/2023 | Common Stock | 30,000 | \$ 8.86  | D                 | Â |
| Non-qualified Stock Option | Â <u>(1)</u> | 12/19/2024 | Common Stock | 30,000 | \$ 8.23  | D                 | Â |
| Non-qualified Stock Option | Â <u>(2)</u> | 01/04/2026 | Common Stock | 33,000 | \$ 12.13 | D                 | Â |
| Non-qualified Stock Option | Â <u>(3)</u> | 01/03/2027 | Common Stock | 20,000 | \$ 11.35 | D                 | Â |
| Non-qualified Stock Option | Â <u>(4)</u> | 03/07/2027 | Common Stock | 10,000 | \$ 10.75 | D                 | Â |
| Non-qualified Stock Option | Â <u>(5)</u> | 01/02/2028 | Common Stock | 20,000 | \$ 8.6   | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships |           |                                      |       |
|---|---------------|-----------|--------------------------------------|-------|
|   | Director      | 10% Owner | Officer                              | Other |
| Lee Kang Jyh<br>15 SECOR ROAD<br>BROOKFIELD, CT 06804 | Â             | Â         | Â President,<br>Asia IC<br>Photomask | Â     |

## Signatures

/s/ Richelle E. Burr, attorney-in-fact for Kang Jyh Lee 08/02/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The stock options vest 25% over 4 years on the anniversary date of the grant, 12/19/2014.

(2) The stock options vest 25% over 4 years on the anniversary date of the grant, 1/4/2016.

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- (3) The stock options vest 25% over 4 years on the anniversary date of the grant, 1/3/2017.
- (4) The stock options vest 25% over 4 years on the anniversary date of the grant, 3/7/2017.
- (5) The stock options vest 25% over 4 years on the anniversary date of the grant, 1/2/2018.

Â

**Remarks:**

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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