

PHOTRONICS INC  
Form 8-K  
September 20, 2002

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) September 19, 2002

**PHOTRONICS, INC.**

(Exact name of registrant as specified in its charter)

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

<u><b>1061 East Indiantown Road, Jupiter, FL</b></u>	<u><b>33477</b></u>
(Address of Principal Executive Offices)	(Zip Code)

Registrant's Telephone Number, including area code **(561) 745-1222**

---

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

---

**Item 5. Other Events**

On September 19, 2002, the Company issued a press release announcing that it has repurchased \$33.2 million in principal amount of its 6% convertible subordinated notes due June 2004 for a total consideration of \$30.8 million, or at an average discounted amount of \$927 for every \$1,000 in principal amount of notes. The Company reported that the repurchase transactions were funded through the use of working capital and were completed at prevailing market prices in the open market. A copy of the press release is attached as an exhibit to this Form 8-K.

**Item 7. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release dated September 19, 2002.

**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 September 19, 2002**

**BY /s/ Anthony N. Cicchetti**

Anthony N. Cicchetti

Vice President, Secretary and General Counsel

---

**PHOTRONICS, INC.**

**EXHIBIT INDEX**

**Exhibit No.**

99.1

**Subject Matter**

Press Release dated September 19, 2002.