

PHOTRONICS INC

FORM 10-C

(Notification of change in Shares Outstanding)

Filed 3/28/1995 For Period Ending 3/20/1995

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Sector	Technology
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SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 10-C

REPORT BY ISSUER OF SECURITIES QUOTED ON NASDAQ INTERDEALER QUOTATION SYSTEM

Filed pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934 and Rule 13a-17
or 15d-17 thereunder

PHOTRONICS, INC.

(Exact name of issuer as specified in charter)

1061 East Indiantown Road, Jupiter, FL 33477

(Address of principal executive offices)

Issuer's telephone number, including area code (407) 747-4163

I. CHANGE IN NUMBER OF SHARES OUTSTANDING

Indicate any change (increase or decrease) of 5% or more in the
number of shares outstanding:

1) Title of security Common Stock

2) Number of shares outstanding before the change 6,578,777

3) Number of shares outstanding after the change 9,868,165

4) Effective date of change March 20, 1995

5) Method of change:

Specify method (such as merger, acquisition, exchange, distribution, stock split, reverse split, acquisition of stock for treasury, etc.)

Stock Split

Give brief description of transaction:

II. CHANGE IN NAME OF ISSUER

1) Name prior to change

2) Name after change

3) Effective date of charter amendment changing name

4) Date of shareholder approval of change, if required

Date March 28, 1995 JEFFREY P. MOONAN, SECRETARY

Jeffrey P. Moonan, Secretary

End of Filing

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