

Item 1.01 Entry into Material Definitive Agreement.

On August 17, 2018, Photronics, Inc. (the “Company”) entered into Amendment No. 4 to the Third Amended and Restated Credit Agreement by and among the Company, the financial institutions listed on the signature pages thereto and JPMorgan Chase Bank, N.A., as Administrative Agent and as Collateral Agent, under that certain Third Amended and Restated Credit Agreement dated as of December 5, 2013, by and among the Company, the Foreign Subsidiary Borrowers party thereto from time to time, the Lenders party thereto from time to time, the Collateral Agent and the Administrative Agent (the “Credit Agreement”). Amendment No. 4 allows the Company to sell, transfer, lease or otherwise dispose of its assets to a Subsidiary Guarantor (as defined in the Credit Agreement).

SIGNATURE

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)

By: /s/ Richelle E. Burr
Name: Richelle E. Burr
Title: Vice President, General Counsel and
Secretary

Date: August 23, 2018
