FRANKLIN PHILIP G
Form 4
August 06, 2010

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
FRANKLIN PHILIP G

(Last) (First) (Middle)

8755 WEST HIGGINS ROAD

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
LITTELFUSE INC /DE [LFUS]

3. Date of Earliest Transaction (Month/Day/Year)
08/05/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
V.P. Operations Support & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/05/2010		A		4,000	A	$ 19.188	30,301	D	
Common stock	08/05/2010		D		4,000	D	$ 39.489	26,301	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 D S (
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to Buy)	$ 19.188	08/05/2010		D			4,000	01/04/2003	01/04/2013	Common Stock	4,000	$
Stock Option (right to Buy)	$ 19.188							01/04/2004	01/04/2014	Common Stock	4,000	
Stock Option (right to Buy)	$ 35.5							04/28/2002	04/28/2015	Common Stock	17,600	
Stock Option (right to Buy)	$ 27.1							04/27/2002	04/27/2016	Common Stock	19,116	
Stock Option (right to Buy)	$ 25.2							04/26/2004	04/26/2017	Common Stock	17,600	
Stock Option (right to Buy)	$ 38.11							04/30/2005	04/30/2014	Common Stock	22,000	
Stock Option (right to Buy)	$ 27.21							05/06/2006	05/06/2015	Common Stock	22,000	
Stock Option (Right to Buy)	$ 34.33							05/05/2007	05/05/2013	Common Stock	22,000	

Stock Option (Right to Buy)	$ 41.22	04/27/2008	04/27/2014	Common Stock	22,000
Stock Option (Right to Buy)	$ 36.33	04/25/2009	04/25/2015	Common Stock	13,100
Stock Option (Right to Buy)	$ 13.88	04/24/2010	04/24/2016	Common Stock	32,900
Stock Option (Right to Buy)	$ 42.13	04/30/2011	04/30/2017	Common Stock	12,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRANKLIN PHILIP G 8755 WEST HIGGINS ROAD CHICAGO, IL 60631			V.P. Operations Support & CFO	

Signatures

Philip G. Frankllin	08/05/2010
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

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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