FRANKLIN PHILIP G

Form 4 April 30, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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obligations

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

HIGHWAY

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

LITTELFUSE INC /DE [LFUS]

Issuer

(Middle)

(Month/Day/Year) Execution Date, if

3. Date of Earliest Transaction

(Month/Day/Year)

04/27/2007

Director 10% Owner

5. Relationship of Reporting Person(s) to

800 EAST NORTHWEST

(First)

X_ Officer (give title Other (specify below) below)

(Check all applicable)

V.P. Oper. Support and CFO

(Street)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

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

DES PLAINES, IL 60016

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(9-02)

(A) or

Transaction(s) (Instr. 3 and 4)

10,000

Code V Amount (D) Price

Common Stock

Security

(Instr. 3)

D

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

(Month/Day/Year)

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to Buy)	\$ 41.22	04/27/2007		A	22,000		04/27/2008	04/27/2014	Common Stock	22,000
Stock Option (right to Buy)	\$ 5						01/04/2000	01/04/2014	Common Stock	10,000
Stock Option (right to Buy)	\$ 19.188						01/04/2000	01/04/2014	Common Stock	20,000
Stock Option (right to Buy)	\$ 35.5						04/28/2001	04/28/2015	Common Stock	22,000
Stock Option (right to Buy)	\$ 27.1						04/27/2002	04/27/2016	Common Stock	22,000
Stock Option (right to Buy)	\$ 25.2						04/26/2003	04/26/2017	Common Stock	22,000
Stock Option (right to Buy)	\$ 20.24						05/02/2004	05/02/2013	Common Stock	22,000
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 \$ 34.33 (Right to

05/05/2007 05/05/2013

Common Stock

22,000

Buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

FRANKLIN PHILIP G 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016

V.P. Oper. Support and CFO

Signatures

Philip G. 04/27/2007 Frankllin

**Signature of Date Reporting Person

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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3