#### FRANKLIN PHILIP G

Form 4 May 31, 2011

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Washington, D.C. 20549

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FRANKLIN PHILIP G			2. Issuer Name <b>and</b> Ticker or Trading Symbol LITTELFUSE INC /DE [LFUS]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(Middle)	3. Date o	of Earliest T	ransaction	(encen	ин иррпецою			
			(Month/I	Day/Year)		Director	10%	Owner		
8755 WEST	THIGGINS RO	AD	05/26/2	2011		_X_ Officer (give t below)	itle Othe below)	r (specify		
						· · · · · · · · · · · · · · · · · · ·	ons Support &	: CFO		
	(Street)		4. If Amo	endment, D	ate Original	6. Individual or Join	nt/Group Filin	g(Check		
			Filed(Mo	onth/Day/Yea	ur)	Applicable Line)				
CHICAGO,	, IL 60631					_X_ Form filed by Or Form filed by Mo Person				
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	uired, Disposed of,	or Beneficiall	ly Owned		
1.Title of	2. Transaction Dat	e 2A. Deem	ed	3.	4. Securities Acquired (A	) 5. Amount of	6.	7. Natu		
Security	(Month/Day/Year)	Execution	Date, if	Transactio	omr Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Benefic		

` *	· · · · ·	Tabl	e 1 - Non-i	Derivative	Secu	riues Acqui	rea, Disposea oi,	or beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired (A) from Disposed of (D) (Instr. 3, 4 and 5)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	05/26/2011		A	4,000	A	\$ 19.88	31,903	D	
Common Stock	05/26/2011		D	4,000	D	\$ 59.9424	27,903	D	
Common Stock	05/26/2011		A	4,400	A	\$ 35.5	32,303	D	
Common Stock	05/26/2011		D	4,400	D	\$ 59.8983	27,903	D	
Common Stock	05/26/2011		A	5,916	A	\$ 27.1	33,819	D	

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Common Stock	05/26/2011	D	5,916	D	\$ 60.0436	27,903	D
Common Stock	05/26/2011	A	4,400	A	\$ 25.2	32,303	D
Common Stock	05/26/2011	D	4,400	D	\$ 59.7428	27,903	D
Common Stock	05/26/2011	A	8,225	A	\$ 13.88	36,128	D
Common Stock	05/26/2011	D	8,225	D	\$ 59.897	27,903	D
Common Stock	05/27/2011	A	4,400	A	\$ 27.1	32,303	D
Common Stock	05/27/2011	D	4,400	D	\$ 60	27,903	D
Common Stock	05/27/2011	A	7,694	A	\$ 34.33	35,597	D
Common Stock	05/27/2011	D	7,694	D	\$ 60.0095	27,903	D
Common Stock	05/31/2011	A	4,209	A	\$ 34.33	32,112	D
Common Stock	05/31/2011	D	4,209	D	\$ 60.0064	27,903	D

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8 II S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 19.188	05/26/2011		D	4,000	01/04/2001	01/04/2014	Common Stock	4,000	9

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(Right to Buy)								
Stock Option (Right to Buy)	\$ 35.5	05/26/2011	D	4,400	04/28/2002	04/28/2015	Common Stock	4,400
Stock Option (Right to Buy)	\$ 27.1	05/26/2011	D	5,916	04/27/2002	04/27/2016	Common Stock	5,916
Stock Option (Right to Buy)	\$ 25.2	05/26/2011	D	4,400	04/26/2004	04/26/2017	Common Stock	4,400
Stock Option (Right to Buy)	\$ 13.88	05/26/2011	D	8,225	04/24/2010	04/24/2016	Common Stock	8,225
Stock Option (Right to Buy)	\$ 27.1	05/27/2011	D	4,400	04/27/2002	04/27/2016	Common Stock	4,400
Stock Option (Right to Buy)	\$ 34.33	05/27/2011	D	7,694	05/05/2007	05/05/2013	Common Stock	7,694
Stock Option (Right to Buy)	\$ 34.33	05/31/2011	D	4,209	05/05/2007	05/05/2013	Common Stock	4,209
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)	\$ 41.22				04/27/2008	04/27/2014	Common Stock	22,000
Stock Option (Right to	\$ 36.33				04/25/2009	04/25/2015	Common stock	13,100

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Buy)					
Stock Option (Right to Buy)	\$ 42.13	04/30/2011	04/30/2017	Common Stock	12,500
Stock Option (Right to	\$ 62.21	04/29/2012	04/29/2018	Common Stock	11,000

# **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**

Buy)

Philip G.
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).

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 4

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).