

LITTELFUSE INC /DE
Form 4
August 24, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MUCHONEY MARY S

(Last) (First) (Middle)

800 EAST NORTHWEST
HIGHWAY

(Street)

DES PLAINES, IL 60016

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/23/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Corporate Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | 08/23/2006 | | A | | 2,000 A \$ 19 | 5,000 | D |
| Common Stock | 08/23/2006 | | D | | 2,000 D \$ 34.6 | 3,000 | D |
| Common Stock | 08/23/2006 | | A | | 600 A \$ 20.125 | 3,600 | D |
| Common Stock | 08/23/2006 | | D | | 600 D \$ 34.5 | 3,000 | D |
| Common Stock | 08/23/2006 | | A | | 900 A \$ 20.125 | 3,900 | D |

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Common stock 08/23/2006 D 900 D \$ 34.6 3,000 D

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

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 19 | 08/23/2006 | | M | 2,000 | 04/26/1997 04/26/2011 | Common Stock | 2,000 |
| Stock Option (Right to Buy) | \$ 20.125 | 08/23/2006 | | M | 300 | 04/30/2001 04/30/2011 | Common Stock | 300 |
| Stock Option (Right to Buy) | \$ 20.125 | 08/23/2006 | | M | 400 | 04/30/2002 04/30/2012 | Common Stock | 400 |
| Stock Option (Right to Buy) | \$ 20.125 | 08/23/2006 | | M | 400 | 04/30/2003 04/30/2013 | Common Stock | 400 |
| Stock Option (Right to Buy) | \$ 20.125 | 08/23/2006 | | M | 400 | 04/30/2004 04/30/2014 | Common Stock | 400 |
| Stock Option (Right to Buy) | \$ 23 | | | | | 04/25/1998 04/25/2012 | Common Stock | 2,000 |

| | | | | | | |
|--------------------------------------|----------|--|------------|------------|-----------------|-------|
| Buy) | | | | | | |
| Stock Option (Right to Buy) | \$ 25.25 | | 05/01/1999 | 05/01/2013 | Common Stock | 2,000 |
| Stock Option (Right to Buy) | \$ 35.5 | | 04/28/2001 | 04/28/2015 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 27.1 | | 04/27/2002 | 04/27/2016 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 25.2 | | 04/26/2003 | 04/26/2017 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 20.24 | | 05/02/2004 | 05/02/2013 | Common Stock | 1,200 |
| Stock Option (Right to Buy) | \$ 38.11 | | 04/30/2005 | 04/30/2014 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 27.21 | | 05/06/2006 | 05/06/2015 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 34.33 | | 05/05/2007 | 05/05/2013 | Common Stock | 3,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MUCHONEY MARY S 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016 | | | Corporate Secretary | |

Signatures

Mary S.
Muchoney

08/23/2006

__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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