LITTELFUSE INC /DE

Form 4 July 17, 2013

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

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

burden hours per response...

1(b).

(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]						5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)									(Check all applicable)			
(Last) (First) (Middle) 8755 WEST HIGGINS ROAD			3. Date of Earliest Transaction (Month/Day/Year) 07/15/2013						Director 10% OwnerX_ Officer (give title Other (specify below) below) V.P. Operations Support & CFO			
(Street)			4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
CHICAGO, IL 60631			Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							ly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				d of (D)	5. Amount of Securities Form: Direct Indirect Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)				
a				Code	V	Amount	(D)	Price	(msu. 3 and 4)			
Common stock	07/15/2013			M		4,400	A	\$ 35.5	51,875	D		
Common stock	07/15/2013			M		2,600	A	\$ 38.11	54,475	D		
Common stock	07/15/2013			S		7,000 (1)	D	\$ 82.76	47,475	D		

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

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(2)

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displays a currently valid OMB control number.

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)	\$ 35.5	07/15/2013		M		4,400	04/28/2002	04/28/2015	Common stock	4,400
Stock option (right to buy)	\$ 38.11	07/15/2013		M		2,600	04/30/2005	04/30/2014	Common stock	2,600

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

Mary Muchoney, by power of attorney 07/17/2013

**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).
- (1) The sale was effected pursuant to a Rule 10b5-1 trading plan.

The shares were sold in multiple transactions at prices ranging from \$82.33 to \$82.99. This amount represents the weighted average sale (2) price of such transactions. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request by the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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