

LITTELFUSE INC /DE
Form 4
March 09, 2006

FORM 4

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

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).

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 *
FERBERT H DALSEN

(Last) (First) (Middle)

800 EAST NORTHWEST HWY.

(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)

03/08/2006

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)

V.P. & G.M. Electrical Div.

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/08/2006 | | A | 1,932 | A \$ 3.6876 | 5,052 | D |
| Common Stock | 03/08/2006 | | D | 1,932 | D \$ 27.05 | 3,120 | D |
| Common Stock | 03/08/2006 | | A | 2,068 | A \$ 3.6876 | 5,188 | D |
| Common Stock | 03/08/2006 | | A | 612 | A \$ 9.3751 | 5,800 | D |
| Common Stock | 03/08/2006 | | D | 612 | D \$ 27.05 | 5,188 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-----|---|-----------|-------|---|
| Common Stock | 03/08/2006 | | A | 388 | A | \$ 9.3751 | 5,576 | D |
| Common Stock | 03/08/2006 | | A | 522 | A | \$ 11.155 | 6,098 | D |
| Common Stock | 03/08/2006 | | D | 522 | D | \$ 27.05 | 5,576 | D |
| Common Stock | 03/08/2006 | | A | 278 | A | \$ 11.155 | 5,854 | D |
| Common Stock | 03/08/2006 | | A | 619 | A | \$ 16.5 | 6,473 | D |
| Common Stock | 03/08/2006 | | D | 619 | D | \$ 27.05 | 5,854 | D |
| Common Stock | 03/08/2006 | | A | 181 | A | \$ 16.5 | 6,035 | D |

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

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

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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 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 3.6876 | 03/08/2006 | | M | 4,000 | 01/24/1993 01/24/2007 | Common Stock | 4,000 |
| Stock Option (Right to Buy) | \$ 9.3751 | 03/08/2006 | | M | 1,000 | 05/13/1994 05/13/2006 | Common Stock | 1,000 |
| Stock Option | \$ 9.3751 | | | | | 05/13/1994 05/13/2007 | Common Stock | 1,000 |

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| | | | | | | | | | | |
|-----------------------------|-----------|------------|--|---|-----|------------|------------|--------------|-------|----|
| (Right to Buy) | | | | | | | | | | |
| Stock Option (Right to Buy) | \$ 9.3751 | | | | | 05/13/1994 | 05/13/2008 | Common Stock | 1,000 | |
| Stock Option (Right to Buy) | \$ 11.155 | 03/08/2006 | | M | 800 | 05/06/1995 | 05/06/2006 | Common Stock | 800 | \$ |
| Stock Option (Right to Buy) | \$ 11.155 | | | | | 05/06/1995 | 05/06/2007 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 11.155 | | | | | 05/06/1995 | 05/06/2008 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 11.155 | | | | | 05/06/1995 | 05/06/2009 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 16.5 | 03/08/2006 | | M | 800 | 05/05/1996 | 05/05/2006 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 16.5 | | | | | 05/05/1996 | 05/05/2007 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 16.5 | | | | | 05/05/1996 | 05/05/2008 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 16.5 | | | | | 05/05/1996 | 05/05/2009 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 16.5 | | | | | 05/05/1996 | 05/05/2010 | Common Stock | 800 | |
| Stock Option (Right to Buy) | \$ 19 | | | | | 04/26/1997 | 04/26/2011 | Common Stock | 4,000 | |

| | | | | | | |
|--------------------------------------|-----------|--|------------|------------|-----------------|--------|
| Buy) | | | | | | |
| Stock Option (Right to Buy) | \$ 23 | | 04/25/1998 | 04/25/2012 | Common Stock | 4,000 |
| Stock Option (Right to Buy) | \$ 25.25 | | 05/01/1999 | 05/01/2013 | Common Stock | 4,000 |
| Stock Option (Right to Buy) | \$ 20.125 | | 04/30/2000 | 04/30/2014 | Common Stock | 4,000 |
| Stock Option (Right to Buy) | \$ 35.5 | | 04/28/2001 | 04/28/2015 | Common Stock | 8,000 |
| Stock Option (Right to Buy) | \$ 27.1 | | 04/27/2002 | 04/27/2016 | Common Stock | 10,000 |
| Stock Option (Right to Buy) | \$ 25.2 | | 04/26/2003 | 04/26/2017 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 20.24 | | 05/02/2004 | 05/02/2013 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 38.11 | | 04/30/2005 | 04/30/2014 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 27.21 | | 05/06/2006 | 05/06/2015 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FERBERT H DALSEN 800 EAST NORTHWEST HWY. | | | V.P. & G.M. Electrical Div. | |

DES PLAINES, IL 60016

Signatures

Hugh Dalsen

03/08/2006

Ferbert

__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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