

LITTELFUSE INC /DE

Form 4

May 09, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MAJOR JOHN E

(Last) (First) (Middle)

16720 LAS CUESTAS, PO BOX 27

(Street)

RANCHO SANTE FE, CA 92067

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

LITTELFUSE INC /DE [LFUS]

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

05/05/2006

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)

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)
Common Stock				(A) or (D)	15,144	I	Deferred Compensation
Common Stock					2,000	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
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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)**

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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. 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.
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Stock Option (Right to Buy) ⁽¹⁾	\$ 34.33	05/05/2006		A		5,000		05/06/2007 05/05/2013	Common Stock 5,000
Stock Option (Right to Buy)	\$ 19							04/26/1997 04/26/2011	Common Stock 4,400
Stock Option (Right to Buy)	\$ 23							04/25/1998 04/25/2012	Common Stock 5,000
Stock Option (Right to Buy)	\$ 25.25							05/01/1999 05/01/2013	Common Stock 5,000
Stock Option (Right to Buy)	\$ 20.125							04/30/2000 04/30/2014	Common Stock 5,000
Stock Option (Right to Buy)	\$ 35.5							04/28/2001 04/28/2015	Common Stock 5,000
Stock Option (Right to Buy)	\$ 27.1							04/27/2002 04/27/2016	Common Stock 5,000
Stock Option (Right to Buy)	\$ 25.2							04/26/2003 04/26/2017	Common Stock 5,000
Stock Option	\$ 20.24							05/02/2004 05/02/2013	Common Stock 5,000

(Right to
Buy)

Stock

Option \$ 38.11
(Right to
Buy)

04/30/2005 04/30/2014 Common
Stock 5,000

Stock

Option \$ 27.21
(Right to
Buy)

05/06/2006 05/06/2015 Common
Stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAJOR JOHN E 16720 LAS CUESTAS PO BOX 27 RANCHO SANTE FE, CA 92067		X		

Signatures

John E. Major 05/05/2006

**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).

(1) Granted under the Outside Directors' Stock Option Plan

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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