

FRANKLIN PHILIP G
Form 4
May 05, 2010

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FRANKLIN PHILIP G

(Last) (First) (Middle)

8755 WEST HIGGINS ROAD

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

V.P. Operations Support & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	05/03/2010		A	V Amount (A) or (D) Price 2,000 A \$ 19.188	29,824	D	
Common Stock	05/03/2010		D	2,000 D \$ 42.5574	27,824	D	
Common Stock	05/03/2010		A	2,000 A \$ 5	29,824	D	
Common Stock	05/03/2010		D	2,000 D \$ 42.5574	27,824	D	
Common Stock	05/03/2010		A	12,166 A \$ 20.24	39,990	D	
Common Stock	05/03/2010		D	12,166 D \$ 42.5574	27,824	D	
Common Stock	05/03/2010		A	4,400 A \$ 25.2	32,224	D	

Edgar Filing: FRANKLIN PHILIP G - Form 4

Common Stock	05/03/2010	D	4,400	D	\$ 42.5574	27,824	D
Common Stock	05/03/2010	A	2,884	A	\$ 27.1	30,708	D
Common Stock	05/03/2010	D	2,884	D	\$ 42.5574	27,824	D
CommonStock	05/03/2010	D	550	D	\$ 42.5574	27,274	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.

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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to Buy)	\$ 5	05/03/2010		M	2,000	01/04/2002	01/04/2012	Common Stock	2,000
Stock Option (right to Buy)	\$ 5					01/04/2003	01/04/2013	Common Stock	2,000
Stock Option (right to Buy)	\$ 5					01/04/2004	01/04/2014	Common Stock	2,000
Stock Option (right to Buy)	\$ 19.188	05/03/2010		M	2,000	01/04/2001	01/04/2011	Common Stock	2,000
Stock Option (right to	\$ 19.188					01/04/2002	01/04/2012	Common Stock	4,000

Edgar Filing: FRANKLIN PHILIP G - Form 4

Buy)											
Stock Option (right to Buy)	\$ 19.188					01/04/2003	01/04/2013	Common Stock	4,000		
Stock Option (right to Buy)	\$ 19.88					01/04/2004	01/04/2014	Common Stock	4,000		
Stock Option (Right to Buy)	\$ 20.24	05/03/2010	M	12,166	05/02/2004	05/02/2013		Common Stock	12,166		
Stock Option (Right to Buy)	\$ 25.2	05/03/2010	M	4,400	04/26/2003	04/26/2013		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 25.2				04/26/2004	04/26/2014		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 25.2				04/26/2005	04/26/2015		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 25.2				04/26/2006	04/26/2016		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 25.2				04/26/2007	04/26/2017		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 27.1	05/03/2010	M	2,884	04/27/2002	04/27/2012		Common Stock	2,884		
Stock Option (Right to Buy)	\$ 27.1				04/27/2003	04/27/2013		Common Stock	4,400		
Stock Option (Right to Buy)	\$ 27.1				04/27/2004	04/27/2014		Common Stock	4,400		

Stock Option (Right to Buy)	\$ 27.1	04/27/2005	04/27/2015	Common Stock	4,400
Stock Option (Right to Buy)	\$ 27.1	04/27/2006	04/27/2016	Common Stock	4,400
Stock Option (Right to Buy)	\$ 35.5	04/28/2002	04/28/2015	Common Stock	17,600
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)	\$ 34.33	05/05/2007	05/05/2013	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 Buy)	\$ 36.33	04/25/2009	04/25/2015	Common Stock	13,100
Stock Option (Right to Buy)	\$ 13.88	04/24/2010	04/24/2016	Common Stock	32,900
Stock Option (Right to Buy)	\$ 42.13	04/30/2011	04/30/2017	Common Stock	12,500

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

Philip G.
Franklin

05/03/2010

 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.

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.