

LITTELFUSE INC /DE
Form 4
August 21, 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 *
LaHayne Janet J

(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)
08/18/2006

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)
VP, Chief Information Officer

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	08/18/2006		A		500 A \$ 23.31	1,700	D
Common Stock	08/18/2006		D		500 D \$ 34.5216	1,200	D
Common Stock	08/18/2006		A		1,000 A \$ 27.5	2,200	D
Common Stock	08/18/2006		D		1,000 D \$ 34.5216	1,200	D
Common Stock	08/18/2006		A		1,200 A \$ 20.34	2,400	D

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Common Stock	08/18/2006		D	1,200	D	\$ 34.5216	1,200	D
Common Stock	08/18/2006		A	1,200	A	\$ 23.33	2,400	D
Common Stock	08/18/2006		D	1,200	D	\$ 34.5216	1,200	D
Common Stock	08/18/2006		A	2,000	A	\$ 27.21	3,200	D
Common Stock	08/18/2006		D	2,000	D	\$ 34.5216	1,200	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 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)	\$ 23.31	08/18/2006		M	500	11/05/2004 11/05/2014	Common Stock	500
Stock Option (Right to Buy)	\$ 27.5	08/18/2006		M	500	07/27/2005 07/27/2015	Common Stock	500
Stock Option (Right to Buy)	\$ 27.5	08/18/2006		M	500	07/27/2006 07/27/2016	Common Stock	500
Stock Option (Right to Buy)	\$ 20.34	08/18/2006		M	600	07/26/2005 07/26/2012	Common Stock	600

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Buy)									
Stock Option (Right to Buy)	\$ 20.34	08/18/2006	M	600	07/26/2006	07/26/2012	Common Stock	600	
Stock Option (Right to Buy)	\$ 20.34				07/26/2007	07/26/2012	Common Stock	600	
Stock Option (Right to Buy)	\$ 23.33	08/18/2006	M	600	07/25/2005	07/25/2013	Common Stock	600	
Stock Option (Right to Buy)	\$ 23.33	08/18/2006	M	600	07/25/2006	07/25/2013	Common Stock	600	
Stock Option (Right to Buy)	\$ 23.33				07/25/2007	07/25/2013	Common Stock	600	
Stock Option (Right to Buy)	\$ 23.33				07/25/2008	07/25/2013	Common Stock	600	
Stock Option (Right to Buy)	\$ 27.21	08/18/2006	M	2,000	05/06/2006	05/06/2015	Common Stock	2,000	
Stock Option (Right to Buy)	\$ 27.21				05/06/2007	05/06/2015	Common Stock	2,000	
Stock Option (Right to Buy)	\$ 27.21				05/06/2008	05/06/2015	Common Stock	2,000	
Stock Option (Right to Buy)	\$ 27.21				05/06/2009	05/06/2015	Common Stock	2,000	
Stock Option (Right to Buy)	\$ 27.21				05/06/2010	05/06/2015	Common Stock	2,000	

Stock Option (Right to Buy)	\$ 34.62	07/28/2001	07/28/2015	Common Stock	500
Stock Option (Right to Buy)	\$ 38.8	07/30/2005	07/30/2014	Common Stock	4,000
Stock Option (Right to Buy)	\$ 34.33	05/05/2007	05/05/2013	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LaHayne Janet J 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016			VP, Chief Information Officer	

Signatures

Janet J. LaHayne	08/18/2006
**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. 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.