

LITTELFUSE INC /DE
 Form 4
 May 09, 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 *
MUCHONEY MARY S

(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)
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)
 Corporate Secretary

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	3,000	D	

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

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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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy) ⁽¹⁾	\$ 34.33	05/05/2006		A	3,000	05/05/2007	05/05/2013	Common Stock	3,000
Stock Option (Right to Buy)	\$ 19					04/26/1997	04/26/2011	Common Stock	2,000
Stock Option (Right to Buy)	\$ 23					04/25/1998	04/25/2012	Common Stock	2,000
Stock Option (Right to Buy)	\$ 25.25					05/01/1999	05/01/2013	Common Stock	2,000
Stock Option (Right to Buy)	\$ 20.125					04/30/2000	04/30/2014	Common Stock	2,000
Stock Option (Right to Buy)	\$ 35.5					04/28/2001	04/28/2015	Common Stock	3,000
Stock Option (Right to Buy)	\$ 27.1					04/27/2002	04/27/2016	Common Stock	3,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003	04/26/2017	Common Stock	3,000
Stock Option	\$ 20.24					05/02/2004	05/02/2013	Common Stock	3,000

(Right to Buy)						
Stock Option (Right to Buy)	\$ 38.11	04/30/2005	04/30/2014	Common Stock		3,000
Stock Option (Right to Buy)	\$ 27.21	05/06/2006	05/06/2015	Common Stock		3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUCHONEY MARY S 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016			Corporate Secretary	

Signatures

Mary S.
Muchoney 05/05/2006

 **Signature of Date
Reporting Person

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 Littelfuse, Inc. Equity Incentive Compensation Plan

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.