AUDINO KENNETH R

Form 4

August 09, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

LITTELFUSE INC /DE [LFUS]

Symbol

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

AUDINO KENNETH R

1. Name and Address of Reporting Person *

								(Chee	k an applicable	7
(Last)	(First)	(Middle)	3. Date of	f Earliest Ti	ansaction					
			(Month/D	Day/Year)				Director		Owner
800 EAST 1	NORTHWEST		08/08/2	005				_X_ Officer (give		er (specify
HIGHWAY			00,00,2	005				below)	below)	
IIIOIIWAI								V.P. Organ	nization Dev. &	TQM
	(Street)		4. If Ame	endment, Da	te Origina	l		6. Individual or Jo	oint/Group Filin	g(Check
			Filed(Mon	nth/Day/Year	.)			Applicable Line)		
			`	Ť				_X_ Form filed by (One Reporting Pe	rson
DEC DI AIN	JEC II 60016							•	Iore than One Re	
DES PLAIN	NES, IL 60016							Person		
(City)	(State)	(Zip)	Tabl	le I - Non-D) Derivative	Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of	2. Transaction D	nto 24 Door		3.			_	5. Amount of	6.	7. Nature of
Security	(Month/Day/Yea		n Date, if		4. Securit or(A) or Di			Securities	0. Ownership	Indirect
•	(Month/Day/Tea		II Date, II	Code		-			Form: Direct	
(Instr. 3)		any)/W)		(Instr. 3,	+ and .))	Beneficially Owned		
		(Monun)	Day/Year)	(Instr. 8)					(D) or	Ownership
								Following	Indirect (I)	(Instr. 4)
						(A)		Reported	(Instr. 4)	
						or		Transaction(s)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common										
	08/08/2005			A	3,000	A	\$ 27.1	19,000	D	
Stock										
Common										
Stock	08/08/2005			D	3,000	D	\$ 29.6	16,000	D	
Stock										
Common										
Stock	08/08/2005			A	3,000	A	\$ 25.2	19,000	D	
Stock										
Common										
	08/08/2005			D	3,000	D	\$ 29.6	16,000	D	
Stock										
Common							\$			
	08/08/2005			A	3,000	A	20.24	19,000	D	
Stock							20.24			

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Common Stock	08/08/2005	D	3,000	D	\$ 29.6 16,000	D
Common Stock	08/08/2005	D	11,000	D	\$ 29.6 5,000	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 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)	Code	5. Number tion 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)	\$ 27.1	08/08/2005		M		\$ 27.1	04/27/2002	04/27/2015	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	08/08/2005		M		\$ 25.2	04/26/2003	04/26/2015	Common Stock	3,000
Stock Option (Right to Buy)	\$ 25.2						04/26/2003	04/26/2016	Common stock	3,000
Stock Option (Right to Buy)	\$ 25.2						04/26/2003	04/26/2017	Common Stock	3,000
Stock	\$ 20.24	08/08/2005		M		\$	05/05/2004	05/02/2013	Common	3,000

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Option (Right to Buy)		20.24	Stock
Stock Option (Right to Buy)	\$ 20.24	05/02/2004 05/02	/2013 Common Stock 9,000
Stock Option (Right to Buy)	\$ 35.5	04/28/2001 04/28	/2015 Common Stock 3,000
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	Relationsnips					
	Director	10% Owner	Officer	Other		

AUDINO KENNETH R 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016

V.P. Organization Dev. & TQM

Signatures

Kenneth R.
Audino

**Signature of Reporting Person

**O8/08/2005

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).