

LITTELFUSE INC /DE
Form 4
April 29, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
16720 LAS CUESTAS, PO BOX 27
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/25/2008

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

RANCHO SANTE FE, CA 92067
(City) (State) (Zip)

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

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					19,196	I	Deferred Compensation
Common Stock	04/25/2008		A	1,652 A	\$ 0 3,108	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)

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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
Stock Option (Right to Buy)	\$ 36.33	04/25/2008		A	2,415	(1) 04/25/2015	Common Stock	2,415
Stock Option (Right to Buy)	\$ 35.5					04/28/2001 04/28/2015	Common Stock	5,000
Stock Option (Right to Buy)	\$ 20.24					05/02/2008 05/13/2013	Common Stock	1,000
Stock Option (Right to Buy)	\$ 38.11					04/30/2005 04/30/2014	Common Stock	5,000
Stock Option (Right to Buy)	\$ 27.21					05/06/2008 05/06/2015	Common Stock	3,000
Stock Option (Right to Buy)	\$ 34.33					05/05/2007 05/05/2013	Common Stock	5,000
Stock Option (Right to Buy)	\$ 41.22					04/27/2008 04/27/2014	Common Stock	1,971

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

04/25/2008

**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) The options vest in increments of one third annually beginning on the first anniversary of the date of grant.

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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