

LITTELFUSE INC /DE  
Form 8-K/A  
June 10, 2016

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K/A**

(Amendment No. 1)

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF**

**THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported)

**March 25, 2016**

**LITTELFUSE, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**                      **0-20388**              **36-3795742**  
(State or Other Jurisdiction) (Commission (IRS Employer  
of Incorporation)              File Number) Identification No.)

**8755 W. Higgins Road, Suite 500, Chicago, IL 60631**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(773)**  
**628-1000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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## **Explanatory Note**

This Amendment No. 1 to the Current Report on Form 8-K/A amends the Current Report on Form 8-K filed by Littelfuse, Inc. (the “Company”) on March 28, 2016 (the “Initial Report”), in order to provide certain financial statements and pro forma financial information required under Item 9.01(a) and Item 9.01(b) of Form 8-K, with respect to the Company’s acquisition of the circuit protection devices business of TE Connectivity Ltd. as described in the Initial Report.

### **Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Business Acquired.*

The audited combined financial statements of the Circuit Protection Devices Business of TE Connectivity Ltd., as of and for the years ended September 25, 2015 and September 26, 2014, the notes related thereto and the related independent auditor’s report of Deloitte & Touche LLP, are filed as Exhibit 99.1 to this report and incorporated herein by reference.

The unaudited condensed combined financial statements of the Circuit Protection Devices Business of TE Connectivity Ltd., as of December 25, 2015 and for the three months ended December 25, 2015 and December 26, 2014 and the notes related thereto, are filed as Exhibit 99.2 to this report and incorporated herein by reference.

(b) *Pro Forma Financial Information.*

The unaudited pro forma condensed combined statement of operations for the year ended January 2, 2016, the unaudited pro forma condensed combined balance sheet as of January 2, 2016 and the notes related thereto, are filed as Exhibit 99.3 to this report and incorporated herein by reference.

(d) *Exhibits.*

Exhibit 23.1 Consent of Deloitte & Touche LLP.

The audited combined financial statements of the Circuit Protection Devices Business of TE Connectivity  
Exhibit 99.1 Ltd., as of and for the years ended September 25, 2015 and September 26, 2014, the notes related thereto  
and the related independent auditor's report of Deloitte & Touche LLP.

The unaudited condensed combined financial statements of the Circuit Protection Devices Business of TE  
Exhibit 99.2 Connectivity Ltd., as of December 25, 2015 and for the three months ended December 25, 2015 and  
December 26, 2014 and the notes related thereto.

The unaudited pro forma condensed combined statement of operations for the year ended January 2,  
Exhibit 99.3 2016, the unaudited pro forma condensed combined balance sheet as of January 2, 2016 and the notes  
related thereto.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**LITTELFUSE, INC.**

DATE: June 10, 2016 By: /s/ Meenal A. Sethna  
Name: Meenal A. Sethna  
Title: Executive Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                                                                                                                                                                                                                                                                                                                                              |
|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 23.1                      | Consent of<br>Deloitte &<br>Touche LLP.                                                                                                                                                                                                                                                                                                                         |
| 99.1                      | The audited<br>combined<br>financial<br>statements of<br>the Circuit<br>Protection<br>Devices<br>Business of<br>TE<br>Connectivity<br>Ltd., as of<br>and for the<br>years ended<br>September<br>25, 2015 and<br>September<br>26, 2014, the<br>notes related<br>thereto and<br>the related<br>independent<br>auditor's<br>report of<br>Deloitte &<br>Touche LLP. |
| 99.2                      | The<br>unaudited<br>condensed<br>combined<br>financial<br>statements of<br>the Circuit                                                                                                                                                                                                                                                                          |

Protection  
Devices  
Business of  
TE  
Connectivity  
Ltd., as of  
December  
25, 2015 and  
for the three  
months  
ended  
December  
25, 2015 and  
December  
26, 2014 and  
the notes  
related  
thereto.

99.3 The  
unaudited  
pro forma  
condensed  
combined  
statement of  
operations  
for the year  
ended  
January 2,  
2016, the  
unaudited  
pro forma  
condensed  
combined  
balance sheet  
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2, 2016 and  
the notes  
related  
thereto.