

HUNTER GORDON
Form 4
March 29, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HUNTER GORDON

(Last) (First) (Middle)

8755 WEST HIGGINS ROAD

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2011

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)
Chairman, President & CEO

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)	(A) or (D)	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						3,276	I	Deferred Compensation
Common Stock	03/28/2011		A	7,000	A	\$ 34.33 72,075	D	
Common Stock	03/28/2011		D	7,000	D	\$ 56.1321 65,075	D	
Common Stock	03/29/2011		A	13,000	A	\$ 34.33 78,075	D	
Common Stock	03/29/2011		D	13,000	D	\$ 56.2733 65,075	D	

Edgar Filing: HUNTER GORDON - Form 4

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)	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 34.33	03/28/2011		D	7,000	05/05/2007 05/05/2013	Common Stock 7,000
Stock Option (Right to Buy)	\$ 34.33	03/29/2011		D	13,000	05/05/2007 05/05/2013	Common Stock 13,000
Stock Option (Right to Buy)	\$ 26.51					11/07/2006 11/07/2013	Common Stock 2,000
Stock Option (Right to Buy)	\$ 38.11					04/30/2005 04/30/2014	Common Stock 30,000
Stock Option (Right to Buy)	\$ 31.8					01/18/2006 01/18/2015	Common Stock 20,000
Stock Option (Right to Buy)	\$ 27.21					05/06/2006 05/06/2015	Common Stock 60,000
Stock Option (Right to Buy)	\$ 41.22					04/27/2008 04/27/2014	Common Stock 60,000

Stock Option (Right to buy)	\$ 36.33	04/25/2009	04/25/2015	Common Stock	36,100
Stock Option (Right to Buy)	\$ 13.88	04/24/2010	04/24/2016	Common Stock	70,800
Stock Option (Right to Buy)	\$ 42.13	04/30/2011	04/30/2017	Common Stock	34,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUNTER GORDON 8755 WEST HIGGINS ROAD CHICAGO, IL 60631	X		Chairman, President & CEO	

Signatures

Gordon Hunter 03/28/2011
 **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).

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.