

LITTELFUSE INC /DE  
Form 4  
March 13, 2006

**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 \*  
AUDINO KENNETH R

(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)  
03/10/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Retired Officer / Retired Officer

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)
			Code	V	Amount	(D)	Price
Common Stock	03/10/2006		D		5,000	D	\$ 31.5
Common Stock	03/10/2006		A		3,000	A	\$ 27.1
Common Stock	03/10/2006		D		3,000	D	\$ 31.7286
Common Stock	03/10/2006		A		6,000	A	\$ 25.2
Common Stock	03/10/2006		D		6,000	D	\$ 31.7286

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Common Stock	03/10/2006	A	9,000	A	\$ 20.24	10,500	D
Common Stock	03/10/2006	D	9,000	D	\$ 31.7286	1,500	D
Common Stock	03/10/2006	A	3,000	A	\$ 27.21	4,500	D
Common Stock	03/10/2006	D	3,000	D	\$ 31.7286	1,500	D
Common Stock	03/13/2006	A	12,000	A	\$ 27.21	13,500	D
Common Stock	03/13/2006	D	12,000	D	\$ 32.2365	1,500	D

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

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(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)	\$ 35.5					03/01/2006	12/31/2006	Common Stock	3,000
Stock Option (Right to Buy)	\$ 27.1	03/10/2006		M	3,000	03/01/2006	12/31/2006	Common Stock	3,000
Stock Option (Right to Buy)	\$ 25.2	03/10/2006		M	6,000	03/01/2006	12/31/2006	Common Stock	6,000
	\$ 20.24	03/10/2006		M	9,000	03/01/2006	12/31/2006		9,000

Stock Option (Right to Buy)	Price	Grant Date	Exercise Price	Quantity	Expiration Date	Common Stock	Shares
Stock Option (Right to Buy)	\$ 38.11				03/01/2006 12/31/2006	Common Stock	15,000
Stock Option (Right to Buy)	\$ 27.21	03/10/2006	M	3,000	03/01/2006 12/31/2006	Common Stock	12,000
Stock Option (Right to Buy)	\$ 27.21	03/13/2006	M	12,000	03/01/2006 12/31/2006	Common Stock	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AUDINO KENNETH R 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016			Retired Officer	Retired Officer

## Signatures

Kenneth R. Audino                      03/13/2006

\_\_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).
- 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.