

HUNTER GORDON
Form 4
October 31, 2011

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 *
HUNTER GORDON

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)
8755 WEST HIGGINS ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/27/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

CHICAGO, IL 60631

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

(City) (State) (Zip)

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	10/27/2011		A	17,025	A	\$ 13.88 64,635	D	
Common Stock	10/27/2011		D	17,025	D	\$ 51.5366 47,610	D	
Common Stock	10/27/2011		A	4,600	A	\$ 27.21 52,210	D	
Common Stock	10/27/2011		D	4,600	D	\$ 51.5366 47,610	D	

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Common Stock	10/28/2011		A	8,375	A	\$ 13.88	55,985	D
Common Stock	10/28/2011		D	8,375	D	\$ 51.6715	47,610	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 13.88	10/27/2011		M	17,025	04/24/2010 04/16/2016		Common Stock	17,025
Stock Option (Right to Buy)	\$ 27.21	10/27/2011		M	4,600	05/06/2006 05/06/2015		Common Stock	4,600
Stock Option (Right to Buy)	\$ 13.88	10/28/2011		M	8,375	04/24/2010 04/24/2016		Common Stock	8,375
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	\$ 41.22					04/27/2008 04/27/2014		Common Stock	60,000

(Right to Buy)

Stock Option (Right to Buy)	\$ 36.33	04/25/2009	04/25/2015	Common Stock	36,100
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Stock Option (Right to buy)	\$ 42.13	04/30/2011	04/30/2017	Common Stock	34,600
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Stock Option (Right to Buy)	\$ 62.21	04/29/2012	04/29/2018	Common Stock	31,800
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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 10/27/2011

__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.

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