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LITTELFUSE INC /DE Form 10-Q/A November 08, 2004

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

	FORM 10-Q/	A				
(Mark One)						
X 						
	TRANSITION REPORT PURSUANT TO SECTION 13 OF 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM TO					
Commission file number 0-20388						
LITTELFUSE, INC.						
(Exact name of registrant as specified in its charter)						
	DELAWARE	36-3795742				
(State or other jurisdiction of incorporation or organization)		(I.R.S. Employer Identification No.)				
800 EAST NORTHWEST HIGHWAY DES PLAINES, ILLINOIS		60016				
(Address of principal executive offices)		(Zip Code)				
Regi	strant's telephone number, (847) 824-11	-				
Indicate b	y check mark whether the R	egistrant (1) has filed all repor				

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act). Yes $\, {\rm X} \,$ No

As of April 3, 2004, 22,063,943 shares of common stock, \$.01 par value, of the Registrant were outstanding.

EXPLANATORY NOTE

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This Amendment Number 1 to our quarterly report on Form 10-Q for the quarter ended April 3, 2004 is being filed solely to correct typographical errors in the certifications of the principal executive officer and of the principal financial officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. This amendment speaks as of the original filing date of our quarterly report on Form 10-Q. Except for such exhibits, no other information contained in our Form 10-Q for the quarter ended April 3, 2004 has been updated or amended.

Item 6: Exhibits and Reports on Form 8-K

(a)	Exhibit No.	Description
	31.1	Certification of Howard B. Witt, Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
	31.2	Certification of Philip G. Franklin, Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, 18 U.S. C Section 1350

SIGNATURES

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

LITTELFUSE, INC.

Date:	November 8,	2004	Ву	/s/ Howard B. Witt
				Howard B. Witt Chairman, President & CEO
Date:	November 8,	2004	Ву	/s/ Philip G. Franklin Philip G. Franklin Vice President, Operations Support and Chief Financial Officer
				(As duly authorized officer and as the principal financial and accounting officer)