LITTELFUSE INC /DE

Form 4

August 24, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **MUCHONEY MARY S**

2. Issuer Name and Ticker or Trading Symbol

LITTELFUSE INC /DE [LFUS]

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

08/23/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

800 EAST NORTHWEST **HIGHWAY**

(Ctata)

(First)

4. If Amendment, Date Original

Director _X__ Officer (give title) below)

10% Owner _ Other (specify

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Corporate Secretary

(Street)

(Middle)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

DES PLAINES, IL 60016

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Fransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/23/2006		A	2,000	A	\$ 19	5,000	D	
Common Stock	08/23/2006		D	2,000	D	\$ 34.6	3,000	D	
Common Stock	08/23/2006		A	600	A	\$ 20.125	3,600	D	
Common Stock	08/23/2006		D	600	D	\$ 34.5	3,000	D	
Common Stock	08/23/2006		A	900	A	\$ 20.125	3,900	D	

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Common stock D 900 D \$ 34.6 3,000 D

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

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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. Transactic Code (Instr. 8)	5. Number on f 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)		8. D Sc (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 19	08/23/2006		M	2,000	04/26/1997	04/26/2011	Common Stock	2,000	
Stock Option (Right to Buy)	\$ 20.125	08/23/2006		M	300	04/30/2001	04/30/2011	Common Stock	300	\$
Stock Option (Right to Buy)	\$ 20.125	08/23/2006		M	400	04/30/2002	04/30/2012	Common Stock	400	\$
Stock Option (Right to Buy)	\$ 20.125	08/23/2006		M	400	04/30/2003	04/30/2013	Common Stock	400	\$
Stock Option (Right to Buy)	\$ 20.125	08/23/2006		M	400	04/30/2004	04/30/2014	Common Stock	400	\$
Stock Option (Right to	\$ 23					04/25/1998	04/25/2012	Common Stock	2,000	

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Buy)					
Stock Option (Right to Buy)	\$ 25.25	05/01/1999	05/01/2013	Common Stock	2,000
Stock Option (Right to Buy)	\$ 35.5	04/28/2001	04/28/2015	Common Stock	3,000
Stock Option (Right to Buy)	\$ 27.1	04/27/2002	04/27/2016	Common Stock	3,000
Stock Option (Right to Buy)	\$ 25.2	04/26/2003	04/26/2017	Common Stock	3,000
Stock Option (Right to Buy)	\$ 20.24	05/02/2004	05/02/2013	Common Stock	1,200
Stock Option (Right to Buy)	\$ 38.11	04/30/2005	04/30/2014	Common Stock	3,000
Stock Option (Right to Buy)	\$ 27.21	05/06/2006	05/06/2015	Common Stock	3,000
Stock Option (Right to Buy)	\$ 34.33	05/05/2007	05/05/2013	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MUCHONEY MARY S 800 EAST NORTHWEST HIGHWAY DES PLAINES, IL 60016			Corporate Secretary			

Reporting Owners 3

Signatures

Mary S. 08/23/2006 Muchoney

**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.

Signatures 4