

HUNTER GORDON
Form 4
January 20, 2012

FORM 4

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

OMB APPROVAL

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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)

01/18/2012

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)	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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					3,276	I	Deferred Compensation
Common Stock	01/18/2012		A	10,000 A \$ 27.21	57,610	D	
Common Stock	01/18/2012		D	10,000 D \$ 50.0093	47,610	D	
Common Stock	01/19/2012		A	20,000 A \$ 27.21	67,610	D	
Common Stock	01/19/2012		D	20,000 D \$ 50.1211	47,610	D	

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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)	\$ 27.21	01/18/2012		M	10,000	05/06/2006 05/06/2015	Common Stock	10,000	
Stock Option (Right to Buy)	\$ 27.21	01/19/2012		M	20,000	05/06/2006 05/06/2015	Common Stock	20,000	
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)	\$ 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	45,400	

Stock Option (Right to buy)	\$ 42.13	04/30/2011	04/30/2017	Common Stock	34,600
Stock Option (Right to Buy)	\$ 62.21	04/29/2012	04/29/2018	Common Stock	31,800

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 01/18/2012
 __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.
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