

WITT HOWARD B  
Form 4  
November 08, 2004

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**WITT HOWARD B**

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)  
**800 E. NORTHWEST HIGHWAY**

3. Date of Earliest Transaction (Month/Day/Year)  
**11/04/2004**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chairman, President, CEO

(Street)

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

**DES PLAINES, IL 60016**

(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)	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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/04/2004		A		\$ 11.155	D	
Common Stock	11/04/2004		D		\$ 38.05	D	
Common Stock	11/04/2004		A		\$ 16.5	D	
Common Stock	11/04/2004		D		\$ 38.05	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 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)	\$ 11.155	11/04/2004		M	32,000	05/06/1995 05/06/2009	Common Stock 32,000
Stock Option (Right to Buy)	\$ 16.5	11/04/2004		M	13,000	05/05/1996 05/05/2010	Common Stock 13,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003 04/26/2013	Common Stock 3,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003 04/26/2014	Common Stock 8,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003 04/26/2016	Common Stock 13,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003 04/26/2016	Common Stock 13,000
Stock Option (Right to Buy)	\$ 25.2					04/26/2003 04/26/2017	Common Stock 13,000

Stock Option (Right to Buy)	\$ 19	04/26/1997	04/26/2011	Common Stock	44,000
Stock Option (Right to Buy)	\$ 20.125	04/30/2000	04/30/2014	Common Stock	8,000
Stock Option (Right to Buy)	\$ 35.5	04/28/2001	04/28/2015	Common Stock	13,000
Stock Option (Right to Buy)	\$ 27.1	04/27/2002	04/27/2016	Common Stock	26,000
Stock Option (Right to Buy)	\$ 20.24	05/02/2004	05/02/2013	Common Stock	65,000
Stock Option (Right to Buy)	\$ 38.11	04/30/2005	04/30/2014	Common Stock	30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WITT HOWARD B 800 E. NORTHWEST HIGHWAY DES PLAINES, IL 60016	X		Chairman, President, CEO	

## Signatures

Howard B. Witt                      11/04/2004

\_\_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.