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LITTLE ROBERT H Form 4 February 05, 2003

FORM 4 SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

[X] STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
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(f) of the INVESTMENT COMPANY ACT OF 1940

Name and Address of Reporting Person*

Robert H. Little 1451 Rembrandt Road Boulder, CO 80302

Issuer Name and Ticker or Trading Symbol
----Franklin Electric Co., Inc. (FELE)

IRS or Social Security Number of Reporting Person (Voluntary)

If Amendment, Date of Original (Month/Year)

Relationship of Reporting Person(s) to Issuer (Check all Applicable)

X Director 10% Owner

Officer (Give Title Below) Other (Specify Below)

Individual or Joint/Group Filing
 (Check Applicable Line)

X Filed by One Reporting Person

Filed by More Than One Reporting Person

1

Table I Non-Derivative Securities Acquired, Disposed Of, or Beneficially Owned

1 Title of Security (Instr 3)	2 Transaction Date (M/D/Y)	3 Transaction Code (Instr 8)	4 Securities Acquired (A) or Disposed Of(D) (Instr 3,4,5)	Securities Benficially Owned at	6 Ownership: Direct (D) or Indirect (I) (Instr 4)
		Code V	Amount A or D Price	(Instr 3 & 4)	
Common Stock Common Stock Common Stock	11/13/02 11/25/02 02/04/03	G G S	101 D 47.30 13 D 47.97 2000 D 48.953	9650	D

3

Table II Derivative Securities Acquired, Disposed Of, or Beneficially Owned (Puts, Calls, Warrants, Options, Convertible Securities)

1	2	3	4	5	6	7	8
Title	Conver-	Trans-	Trans-	Number	Date	Title &	Price
of	sion or	action	action	of Deri-	Exer-	Amount of	of
Deriv-	Exercise	Date	Code	vative	cisable	Under-	Deriv-
ative	Price of	(M/D/Y)	(Ins 8)	Securi-	& Expir-	lying	ative
Secur-	Deriva-			ties	ation	Securities	Secur-
ity	tive			Acquired	Date	(Instr 3 & 4)	ity
(Ins 3)	Security			(A) or	(M/D/Y)		(Ins 5)
				Disposed of			
				(D)			
				(Ins 3, 4, 5)			

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	Code	V	(A)	(D)	Date Exer	Expir Date	Title	Num of Shrs
Option(right to buy)							C.Stock	5
1								