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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| ) | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b) |
|---|---|
|   | Instruction 1(b).   |
|   |   |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL             |           |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |
| hours per response.      | 05        |  |  |  |  |  |  |

| 1. Name and Addres | ss of Reporting Person<br>N DENNIS | 'n*      | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>BEL FUSE INC /NJ [ BELB ] |                             | tionship of Reporting Pers<br>all applicable)<br>Director | 10% Owner                    |  |  |  |
|--------------------|------------------------------------|----------|---|-----------------------------|---|------------------------------|--|--|--|
| P                  |                                    |          |   | X                           | Officer (give title<br>below)                             | Other (specify<br>below)     |  |  |  |
| (Last)             | (First)                            | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                                |                             | ,   | ,                            |  |  |  |
| C/O BEL FUSE       | INC                                |          | 11/05/2008  | Vice President - Operations |   |                              |  |  |  |
| 206 VAN VORS       | T STREET                           |          |   |                             |   |                              |  |  |  |
|                    |                                    |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        |                             | idual or Joint/Group Filing                               | oup Filing (Check Applicable |  |  |  |
| (Street)           |                                    |          |   | Line)                       |   |                              |  |  |  |
| JERSEY CITY        | NJ                                 | 07302    |   |                             | Form filed by One Rep                                     | orting Person                |  |  |  |
| ,                  | 145                                | 07302    |   |                             | Form filed by More that<br>Person                         | n One Reporting              |  |  |  |
| (City)             | (State)                            | (Zip)    |   |                             |   |                              |  |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|--------|---------------|---------|---|---|---|
|                                 |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (Instr. 4)  |
| Class B Common Stock            | 11/05/2008                                 |   | S                                       |   | 1,500  | D             | \$18.11 | 3,000   | D   |   |
| Class B Common Stock            |  |   |   |   |        |               |         | <b>4,513</b> <sup>(1)</sup>                                   | I   | By<br>401(k)<br>plan                                |
| Class A Common Stock            |  |   |   |   |        |               |         | 0   | D   |   |
| Class A Common Stock            |  |   |   |   |        |               |         | 853 <sup>(1)</sup>  | I   | By<br>401(k)<br>plan                                |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | e (Month/Day/Year |  | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |     | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D)<br>(Instr<br>and 5 | vative<br>rities<br>lired<br>r<br>osed<br>)<br>c. 3, 4 | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | ate   | 7. Title<br>Amour<br>Securi<br>Under<br>Deriva<br>Securi<br>and 4) | nt of<br>ties<br>lying<br>tive<br>ty (Instr. 3 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|-------------------|--|---|------------------------------|-----|--|--|--|-------|--|--|---|--|--|--|
|   |   |                   |  | Code  | v                            | (A) | (D)  | Date<br>Exercisable                                    | Expiration<br>Date                             | Title | Amount<br>or<br>Number<br>of<br>Shares                             |  |   |  |  |  |

Explanation of Responses:

1. The number of shares held in the 401(k) Plan is estimated.

| <u>/s/ La</u> | ura         | R. Kui     | <u>1tz, I</u> | <u>Esq.</u> , |
|---------------|-------------|------------|---------------|---------------|
| Attor         | <u>ney-</u> | In-Fac     | <u>rt</u>     |               |
|               |             | <i>.</i> – |               | -             |

11/05/2008

Date

\*\* Signature of Reporting Person

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

 $\ast$  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.

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 Number.