

MSC INDUSTRIAL DIRECT CO INC  
Form 8-K  
April 02, 2009

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

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FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 2, 2009

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MSC Industrial Direct Co., Inc.  
(Exact Name of Registrant as Specified in Its Charter)

|  |                                     |  |
|--|-------------------------------------|--|
| New York<br>(State or other jurisdiction of<br>incorporation)                  | 1-14130<br>(Commission File Number) | 11-3289165<br>(IRS Employer Identification<br>No.) |
| 75 Maxess Road, Melville, New York<br>(Address of principal executive offices) |                                     | 11747<br>(Zip Code)                                |

Registrant's telephone number, including area code: (516) 812-2000

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On April 2, 2009, the Registrant issued a press release announcing financial results for its fiscal 2009 second quarter ended February 28, 2009. A copy of the press release is furnished with this report as Exhibit 99.1.

The information in this Current Report on Form 8-K and the Exhibit attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits:

99.1 Press Release, dated April 2, 2009, issued by MSC Industrial Direct Co., Inc.

-2-

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MSC INDUSTRIAL DIRECT CO., INC.

Date April 2, 2009

By: /s/ Shelley M. Boxer  
Name: Shelley M. Boxer  
Title: Vice President, Finance

-3-

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Exhibit Index

| Exhibit<br>No. |      | Description   |
|----------------|------|---|
|                | 99.1 | Press Release, dated April 2, 2009, issued by MSC Industrial Direct Co., Inc. |