

MSC INDUSTRIAL DIRECT CO INC  
Form 8-K  
March 31, 2004

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**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): **March 30, 2004**

**MSC INDUSTRIAL DIRECT CO., INC.**

(Exact name of registrant as specified in its charter)

**New York**

(State or other jurisdiction of incorporation)

**1-14130**

(Commission File Number)

**11-3289165**

(IRS Employer Identification No.)

**75 Maxess Road**  
**Melville, NY**

(Address of Principal Executive Offices)

**11747**

(Zip Code)

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



**ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE**

On March 30, 2004, the Registrant issued a press release announcing the declaration of a cash dividend on the common stock of the Registrant. The entire text of the press release is attached as Exhibit 99.1 and is incorporated by reference herein.

**ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS**

Exhibits: 99.1 MSC Industrial Direct Co., Inc. Press Release, dated March 30, 2004.

**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.

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

Date: March 31, 2004