McGuire Ei Form 4											
February 09									OMB AF	PPROVAL	
FORM	UNITED	STATES		RITIES A shington			ANGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5	ger STATE 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Expires: January 3 Expires: 20 Estimated average January 3 burden hours per 0 response 0		
obligatic may con <i>See</i> Instr 1(b).	Public Utility Holding Company Act of 1935 or Section) of the Investment Company Act of 1940										
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> McGuire Eileen								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) NDUSTRIAL D 75 MAXESS RO			f Earliest T Day/Year) 2009	ransaction			Director X Officer (give below) Senior VP,		Owner er (specify urces	
MELVILL	(Street) E, NY 11747			endment, D nth/Day/Yea	-	al		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M	ne Reporting Pe	rson	
(City)	(State)	(Zip)	Tab	la L. Non I	Domissotisz	Som	witing A age	Person uired, Disposed of,	or Ponoficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deer (Month/Day/Year) Executio any (Month/I		ned	3.		ties A sed of	cquired (A)) 5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock,	02/05/2009			Code V	Amount 3,568	or	Price \$ 34.6711	Transaction(s) (Instr. 3 and 4) 14,415	(Instr. 4) D		
\$0.001 par value							<u>(1)</u>				

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

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 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
McGuire Eileen C/O MSC INDUSTRIAL DIRECT CO., INC. 75 MAXESS ROAD MELVILLE, NY 11747			Senior VP, Human Resources				
Signatures							

/s/ Eileen 02/06/2009 McGuire

<u>**</u>Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents the sale of 3,568 shares in 9 separate transactions, ranging from \$34.51 to \$34.75 per share, resulting in a weighted average
 (1) purchase price per share of \$34.6711. The reporting person undertakes to provide upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price within the range.

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.