STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

McGuire Eileen Form 4

November 19, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31,

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Filed 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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and A McGuire E	Address of Reporting ileen	Symbo MSC	uer Name and Ticker or Trading ol INDUSTRIAL DIRECT CO [MSM]	Issu	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) (INDUSTRIAL DI 75 MAXESS RO	(Montl) (RECT 11/18	e of Earliest Transaction n/Day/Year) /2009		Director 10%X Officer (give title Othology) below) Senior VP, Human Reso			
	(Street)	4. If A	mendment, Date Original	6. I	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
MELVILL	E, NY 11747	Filed(N	Month/Day/Year)	_X_				
		(7)		Pers	son			
(City)	(State)	(Zip) Ta	able I - Non-Derivative Securities	Acquire	d, Disposed of, o	or Beneficiall	y Owne	
1.Title of Security	2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquired Transaction Disposed of (D)		5. Amount of Securities	6. Ownership	7. Nat Indire	

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Secur	ities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie omr Disposed (Instr. 3, 4	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock, \$ 0.001 par value	11/18/2009		M		, ,	\$ 32.4	32,628	D	
Class A Common Stock, \$ 0.001 par value	11/18/2009		S	15,500	D	\$ 46.2875	17,128	D	

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

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SEC 1474 (9-02)

value

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (right to buy) (2)	\$ 32.4	11/18/2009		M	15,500	(3)	10/26/2011	Class A Common Stock, \$.001 par	15,000

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 11/18/2009 McGuire 11/18/2009

**Signature of Date

Reporting Person

Explanation of Responses:

- * 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).
- Represents the sale of 15,500 shares in 12 separate transactions, ranging from \$46.20 to \$46.37 per share, resulting in a weighted average (1) sale price per share of \$46.2875. 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 sold at each separate price within the range.
- (2) Represents options to purchase the Issuer's Class A Common Stock, \$0.001 par value ("Common Stock").

Reporting Owners 2

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An option to purchase 15,500 shares of the Issuer's Common Stock was issued to the Reporting Person under the Issuer's 2001 Stock (3) Option Plan. One-fourth of such option became exercisable on each of October 26, 2005, October 26, 2006, October 26, 2007 and October 26, 2008.

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. e Karol A. Foss Irrevocable Grandchildren's Trust dated December 22, 2008. Pursuant to an agreement dated December 6, 2001 (which expires on December 6, 2013),Mr. Foss has sole voting power and dispositive power over such shares but Ms. Foss Watson and her Trusts have the right to receive any dividends on and any proceeds from the sale of such shares. Mr. Foss disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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