

MSC INDUSTRIAL DIRECT CO INC  
Form 4  
April 20, 2006

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOEHLKE CHARLES A JR

2. Issuer Name and Ticker or Trading Symbol  
MSC INDUSTRIAL DIRECT CO INC [MSM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Vice President & CFO

C/O MSC INDUSTRIAL DIRECT CO INC, 75 MAXES ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MELVILLE, NY 11747

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock, \$.001 par value	04/18/2006		M	14,000	A \$ 18.6875	46,339	D
Class A Common Stock, \$.001 par value	04/18/2006		S	300	D \$ 52.21	46,039	D
	04/18/2006		S	6,700	D \$ 52.22	39,339	D

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Class A Common Stock, \$.001 par value							
Class A Common Stock, \$.001 par value	04/18/2006	S	1,700	D	\$ 52.23	37,639	D
Class A Common Stock, \$.001 par value	04/18/2006	S	200	D	\$ 52.24	37,439	D
Class A Common Stock, \$.001 par value	04/18/2006	S	400	D	\$ 52.25	37,039	D
Class A Common Stock, \$.001 par value	04/18/2006	S	3,700	D	\$ 52.26	33,339	D
Class A Common Stock, \$.001 par value	04/18/2006	S	200	D	\$ 52.29	33,139	D
Class A Common Stock, \$.001 par value	04/18/2006	S	100	D	\$ 52.3	33,039	D
Class A Common Stock, \$.001 par value	04/18/2006	S	100	D	\$ 52.31	32,939	D
Class A Common Stock, \$.001 par value	04/18/2006	S	600	D	\$ 52.33	32,339	D



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