

WALSH STEPHEN F  
Form 5  
July 24, 2009

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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

## OMB APPROVAL

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
WALSH STEPHEN F

(Last) (First) (Middle)

C/O THE L S STARRETT  
CO,Â 121 CRESCENT STREET

(Street)

2. Issuer Name **and** Ticker or Trading  
Symbol  
STARRETT L S CO [SCX]

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
06/27/2009

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Sr VP of Operations

6. Individual or Joint/Group Reporting

(check applicable line)

ATHOL,Â MAÂ 01331

\_\_X\_\_ Form Filed by One Reporting Person  
\_\_\_\_ Form Filed by More than One Reporting  
Person

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                                      |                                         |                                                             |                                         | (A)<br>or<br>(D)<br>Amount Price                                           |                                                                                                                 |                                                                      |                                                                   |
| The L S<br>Starrett Co<br>Class A<br>Common<br>Stock | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                      | 2,400                                                                                                           | D                                                                    | Â                                                                 |
| The L S<br>Starrett Co<br>Class A<br>Common          | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                      | 767                                                                                                             | I                                                                    | By Trust                                                          |

