

STARRETT L S CO
Form 5
August 09, 2006

FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
STARRETT DOUGLAS A

(Last) (First) (Middle)

THE L. S. STARRETT
COMPANY, 121 CRESCENT
STREET

(Street)

ATHOL, MA 01331

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/30/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	or	(D)	Price		
Class A Common Stock	^	^	^	^	^	^	5,249	D	^
Class A Common Stock	^	^	^	^	^	^	50	I	By Spouse
Class A Common	^	^	^	^	^	^	264	I	Custodial

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Stock										
Class A Common Stock	Â	Â	Â	Â	Â	Â	15,319	I	By Trust	
Class A Common Stock	Â	Â	Â	Â	Â	Â	6,136	I	By Trust	
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,125,351	I	By Trust ⁽¹⁾	
Class B Common Stock	11/10/2005	Â	P	200	A	\$ 12.07	41,454	D	Â	
Class B Common Stock	06/08/2006	Â	P	100	A	\$ 11.64	41,454	D	Â	
Class B Common Stock	Â	Â	Â	Â	Â	Â	50	I	By Spouse	
Class B Common Stock	Â	Â	Â	Â	Â	Â	400	I	Custodial	
Class B Common Stock	Â	Â	Â	Â	Â	Â	1,545	I	By Trust	
Class B Common Stock	Â	Â	Â	Â	Â	Â	20,916	I	By Trust	
Class B Common Stock	Â	Â	Â	Â	Â	Â	252,442	I	By Trust ⁽²⁾	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is
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