

STARRETT L S CO  
Form 8-K  
October 22, 2012  
UNITED STATES

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: **October 22, 2012**

**THE L.S. STARRETT COMPANY**

(Exact name of registrant as specified in its charter)

<b>Massachusetts</b>	<b>1-367</b>	<b>04-1866480</b>
(State or Other Jurisdiction	(Commission File Number)	(IRS Employer
of Incorporation)		Identification No.)

**121 CRESCENT STREET, ATHOL, MASSACHUSETTS 01331**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number:

978-249-3551

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The L.S. Starrett Company (the Company) held its 2012 annual meeting of shareholders on October 17, 2012. Listed below are the matters voted upon and the final results of such voting:

1. The Company's shareholders elected each of the individuals nominated for election for a three-year term and until their successors are elected and qualified. Below are the voting results.

Class A Common Stock voting as a separate class:

<b>Name</b>	<b>For</b>	<b>Withheld</b>	<b>Abstentions &amp; Broker Non-Votes</b>
David A. Lemoine	2,649,364	1,622,642	

Class A Common Stock and Class B Common Stock voting together as a single class:

<b>Name</b>	<b>For</b>	<b>Withheld</b>	<b>Abstentions &amp; Broker Non-Votes</b>
Douglas A. Starrett	7,935,401	1,731,605	

2. The Company's shareholders approved The L.S. Starrett Company 2012 Employees' Stock Purchase Plan as follows:

<b>For</b>	<b>Against</b>	<b>Abstentions &amp; Broker Non-Votes</b>
9,474,127	107,148	85,731

3. The Company's shareholders approved The L.S. Starrett Company 2012 Long-Term Incentive Plan as follows:

<b>For</b>	<b>Against</b>	<b>Abstentions &amp; Broker Non-Votes</b>
9,153,446	329,325	184,235

4. The Company's shareholders ratified the selection of Grant Thornton LLP as our independent registered public accounting firm for fiscal 2013 as follows:

<b>For</b>	<b>Against</b>	<b>Abstentions &amp; Broker Non-Votes</b>
11,132,843	69,410	100,590

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE L.S. STARRETT COMPANY**

Dated: October 22, 2012 By: /s/ Douglas A. Starrett  
Name: Douglas A. Starrett  
Title: President and Chief Executive Officer