

MONRO MUFFLER BRAKE INC

Form 4/A

February 18, 2015

FORM 4
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).

**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: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TOMARCHIO JOSEPH JR

2. Issuer Name **and** Ticker or Trading
Symbol
MONRO MUFFLER BRAKE INC
[MNRO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

200 HOLLEDER PARKWAY

(Street)

ROCHESTER, NY 14615

3. Date of Earliest Transaction
(Month/Day/Year)
01/29/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/02/2015

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
HOLDINGS								33,846	D
Common Stock	01/29/2015	01/29/2015	S		13,046	D	\$ 56.99 <u>(1)</u>	20,800	D
Common Stock	01/29/2015	01/29/2015	S		800	D	\$ 57.43 <u>(2)</u>	20,000	D
Common Stock	01/29/2015	01/29/2015	M		120,000	A	\$ 35.31	140,000	D
Common Stock	01/29/2015	01/29/2015	S		13,309	D	\$ 57 (3)	126,691	D

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Common Stock	01/29/2015	01/29/2015	S	24,228	D	\$ (4) 57.97	102,463	D
Common Stock	01/29/2015	01/29/2015	S	16,104	D	\$ (5) 58.54	86,359	D
Common Stock	01/30/2015	01/30/2015	S	63,659	D	\$ (6) 58.12	22,700	D
Common Stock	01/30/2015	01/30/2015	S	2,700	D	\$ (7) 58.62	20,000	D

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

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SEC 1474
(9-02)

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 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)	\$ 35.31	01/29/2015	01/29/2015	M		120,000		12/29/2011	12/29/2015	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TOMARCHIO JOSEPH JR 200 HOLLEDER PARKWAY ROCHESTER, NY 14615	Executive Vice President

Signatures

/s/ Joseph
Tomarchio Jr.

02/18/2015

__Signature of Reporting
Person

Date

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).

- (1) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.41 to \$57.40, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) through (7).
- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.41 to \$57.49, inclusive.
- (3) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.42 to \$57.40, inclusive.
- (4) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.42 to \$58.41, inclusive.
- (5) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.42 to \$58.62, inclusive.
- (6) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.53 to \$58.49, inclusive.
- (7) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.53 to \$58.77, inclusive.

Remarks:

This amendment is being filed to correct the following information reported in the Form 4 filed by the reporting person on 2/2/2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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