

MONRO MUFFLER BRAKE INC

Form 4

May 28, 2013

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DANZIGER FREDERICK M2. 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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/23/2013☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

ROCHESTER, NY 14615

(City) (State) (Zip)

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**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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Holdings                        |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                                       |
| Common Stock                    | 05/23/2013                           | 05/23/2013                                         | M                              | 10,260 A                                                          | \$ 17.19 75,567                                                                               | D                                                        |                                                       |
| Common Stock                    | 05/23/2013                           | 05/23/2013                                         | M                              | 10,260 A                                                          | \$ 26.64 85,827                                                                               | D                                                        |                                                       |
| Common Stock                    | 05/24/2013                           | 05/24/2013                                         | S                              | 20,520 D                                                          | \$ 47.1799 65,307                                                                             | D                                                        |                                                       |

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

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(9-02)

**displays a currently valid OMB control number.**

**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)                     | \$ 17.19                                               | 05/23/2013                           | 05/23/2013                                         | M                              |                                                                                         | 10,260                                                   |     | 08/11/2009                                                    | 08/10/2014      | Common Stock | 10,260                     |
| Option (Right to Buy)                      | \$ 26.64                                               | 05/23/2013                           | 05/23/2013                                         | M                              |                                                                                         | 10,260                                                   |     | 08/10/2010                                                    | 08/09/2015      | Common Stock | 10,260                     |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |         |       |
|---------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                     | Director      | 10% Owner | Officer | Other |
| DANZIGER FREDERICK M<br>200 HOLLEDER PARKWAY<br>ROCHESTER, NY 14615 | X             |           |         |       |

## Signatures

/s/ Frederick M. Danziger 05/28/2013

\_\_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).

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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