

MONRO MUFFLER BRAKE INC  
 Form 4/A  
 June 09, 2005

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

OMB APPROVAL

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**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 \*  
 SOLOMON PETER J

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)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/10/2004

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

C/O PETER J SOLOMON  
 COMPANY, 520 MADISON  
 AVENUE, 29TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 07/26/2004

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

NEW YORK, NY 10022

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount Price                                    |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 425,085 <sup>(1)</sup>  | D  |                                   |
| Common Stock                    | 05/26/2005                           | 05/26/2005   | M                              | 4,558 A \$ 8.49   | 425,085 <sup>(2)</sup>  | D  |                                   |
| Common Stock                    | 05/26/2005                           | 05/26/2005   | M                              | 4,558 A \$ 11.34  | 425,085 <sup>(2)</sup>  | D  |                                   |

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

SEC 1474 (9-02)

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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 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to buy)                      | \$ 8.49  | 05/26/2005                           | 05/26/2005   | M                              | 4,558   | 08/07/1995 08/06/2005                                    | Common Stock  | 4,558                         |
| Option (Right to buy)                      | \$ 11.34   | 05/26/2005                           | 05/26/2005   | M                              | 4,558   | 08/05/1996 08/04/2006                                    | Common Stock  | 4,558                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SOLOMON PETER J<br>C/O PETER J SOLOMON COMPANY<br>520 MADISON AVENUE, 29TH FLOOR<br>NEW YORK, NY 10022 | X             | X         |         |       |

## Signatures

/s/ Peter J. Solomon By Maureen E. Mulholland as POA for Peter J. Solomon

06/09/2005

\_\_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).

Includes 180,715 shares of the Issuer's Common Stock, 20,000 shares of Class C Preferred Stock of the Issuer, presently convertible into 207,900 shares of Common Stock of the Issuer and options to purchase 45,586 shares of Common Stock of the Issuer, granted pursuant to (1) the Issuer's Non-Employee Directors' Stock Option Plans, which are exercisable within 60 days. Prior to this filing, the reporting person had inadvertently failed to add to the total number of options outstanding, options to purchase 4,559 shares of Common Stock, granted on August 10, 2004. The reporting person did make a Form 4 filing in connection with the grant.

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The reporting person inadvertently added the acquisition of these shares (9,116 in total) to the total amount of securities beneficially owned. The reporting person regularly includes in the total amount of securities beneficially owned by him any options to purchase Common Stock of the Issuer which are exercisable within 60 days. Therefore, the 9,116 shares acquired by the reporting person upon his (2) exercise of certain options granted pursuant to the Issuer's Non-Employee Director's Stock Option Plans were already included in the 425,085 shares reported as beneficially owned by the reporting person. After this exercise, the holdings were as follows: 180,715 shares of the Issuer's Common Stock, 20,000 shares of Class C Preferred Stock of the Issuer, presently convertible into 207,900 shares of Common Stock of the Issuer and options to purchase 36,470 shares of Common Stock of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.