

SOLOMON PETER J  
Form 4  
June 07, 2018

**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 \*  
SOLOMON PETER J

(Last) (First) (Middle)  
200 HOLLEDER PARKWAY  
(Street)  
ROCHESTER, NY 14615

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MONRO, INC. [MNRO]

3. Date of Earliest Transaction (Month/Day/Year)  
06/05/2018

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    |                                      |  |                                |   | 392,570 <sup>(1)</sup>  | D  |   |
| Common Stock                    | 06/05/2018                           |  | F/K                            | 7,739 <sup>(2)</sup>  | D \$ 57.45  | 384,831  | D   |
| Common Stock                    | 06/05/2018                           |  | M/K                            | 10,000  | A \$ 44.46  | 394,831  | D   |
| Common Stock                    |                                      |  |                                |   | 493,351 <sup>(3)</sup>  | I  | Trustee   |
| Common Stock                    |                                      |  |                                |   | 1,000   | I  | Spouse  |

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Options (Right to Buy)                     | \$ 44.46   | 06/05/2018                           | 06/05/2018   | M                              | 10,000  | 08/06/2013 08/05/2018                                    | Common Stock  | 10,000                     |

## Reporting Owners

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

## Signatures

/s/ by Maureen E. Mulholland as POA for Peter J. Solomon 06/07/2018

\*\*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) Includes 10,000 shares of Class C Preferred Stock, which are presently convertible into 233,888 shares of Common Stock of the Issuer. As permitted pursuant to the terms of the 2007 Stock Option Plan, the reporting person utilized his ownership of existing shares in order to exercise options to purchase 10,000 non-qualified stock options, which option exercises are being reported on Tables I and II. The shares were valued at the closing price, respectively, of the Issuer's stock on June 5, 2018, the dates on which the reporting person exercised the options.
- (3) Includes 11,802 shares of Class C Preferred Stock of the Issuer convertible into 276,033 shares of Common Stock of the Issuer. These shares are held in trusts for the benefit of Mr. Solomon's children and grandchildren. Mr. Solomon is a trustee of such trusts and, accordingly, may be deemed to have a beneficial interest therein. Mr. Solomon expressly disclaims beneficial ownership of securities held by such trusts, and this report shall not be deemed an admission that Mr. Solomon is the beneficial owner of such securities.

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