

CIRCUIT CITY STORES INC
Form 4
March 02, 2006

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 *
MCCOLLOUGH W ALAN

(Last) (First) (Middle)
9950 MAYLAND DRIVE
(Street)

RICHMOND, VA 23233

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIRCUIT CITY STORES INC [CC]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2006

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Circuit City Stores, Inc. Common Stock | 02/28/2006 | | D ⁽¹⁾ | | 335,000 | D | \$ 0 |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | | M | | 50,000 | A | \$ 8.3 |
| | | | | | 490,629 | D | |
| | | | | | 540,629 | D | |

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| | | | | | | | |
|--|------------|-------------|--------|---|----------|---------|---|
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 200 | D | \$ 23.79 | 540,429 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 1,100 | D | \$ 23.8 | 539,239 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 6,500 | D | \$ 23.81 | 532,829 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 20,300 | D | \$ 23.82 | 512,529 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 1,000 | D | \$ 23.83 | 511,529 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 900 | D | \$ 23.84 | 510,629 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 500 | D | \$ 23.85 | 510,129 | D |
| Circuit City Stores, Inc. Common | 03/01/2006 | <u>S(2)</u> | 1,000 | D | \$ 23.86 | 509,129 | D |

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|--|------------|-------------|-------|---|----------|---------|---|
| Stock | | | | | | | |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 1,100 | D | \$ 23.87 | 508,029 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 100 | D | \$ 23.9 | 507,929 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 100 | D | \$ 23.91 | 507,829 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 700 | D | \$ 23.95 | 507,129 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 500 | D | \$ 23.97 | 506,629 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 6,600 | D | \$ 23.98 | 500,029 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 2,100 | D | \$ 24 | 497,929 | D |
| Circuit City Stores, Inc. | 03/01/2006 | <u>S(2)</u> | 100 | D | \$ 24.01 | 497,829 | D |

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|---|------------|-------------|-------|---|-------------|---------|---|
| Common Stock | | | | | | | |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 3,700 | D | \$ 24.02 | 494,129 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 400 | D | \$ 24.03 | 493,729 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 200 | D | \$ 24.04 | 493,529 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 200 | D | \$ 24.07 | 493,329 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 1,800 | D | \$ 24.09 | 491,529 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 500 | D | \$ 24.1 | 491,029 | D |
| Circuit City Stores, Inc. Common Stock | 03/01/2006 | <u>S(2)</u> | 400 | D | \$ 24.12 | 490,629 | 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 required to respond unless the form displays a currently valid OMB control number.

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Employee Stock Option (Right to Purchase) | \$ 8.3 | 03/01/2006 | | M | 50,000 | <u>(3)</u> 04/10/2009 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MCCOLLOUGH W ALAN 9950 MAYLAND DRIVE RICHMOND, VA 23233 | | X | | |

Signatures

/s/ Alice G. Givens,
Attorney-in-fact
Date: 03/02/2006

**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) Forfeiture of performance-based restricted stock under the "Turnaround Shares" program.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on January 20, 2006.
- (3) The options became exercisable in four equal annual installments beginning on April 10, 2002.
- (4) N/A - Employee stock option grant.

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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