

CIRCUIT CITY STORES INC
 Form 4
 April 25, 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 *
 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)
 04/22/2005

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)
 Chairman & CEO

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: Indirect Beneficial Ownership (Instr. 4) | |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|---|
| | | | Code | V | Amount | (D) | Price | |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | | M | | 251,983 | A | \$ 9.83 813,788 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | | S | | 1,000 | D | \$ 15.8 812,788 | D |

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| | | | | | | | |
|--|------------|---|--------|---|----------|---------|---|
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 2,000 | D | \$ 15.79 | 810,788 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 1,500 | D | \$ 15.78 | 809,288 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 1,000 | D | \$ 15.77 | 808,288 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 2,000 | D | \$ 15.76 | 806,288 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 30,000 | D | \$ 15.75 | 776,288 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 72,500 | D | \$ 15.74 | 703,788 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 42,200 | D | \$ 15.72 | 661,588 | D |
| Circuit City Stores, Inc. Common | 04/22/2005 | S | 1,400 | D | \$ 15.71 | 660,188 | D |

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| | | | | | | | |
|--|------------|---|--------|---|----------|------------------------|---|
| Stock | | | | | | | |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 12,400 | D | \$ 15.7 | 647,788 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 800 | D | \$ 15.68 | 646,988 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 22,000 | D | \$ 15.67 | 624,988 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 6,500 | D | \$ 15.66 | 618,488 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 18,800 | D | \$ 15.65 | 599,688 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 1,700 | D | \$ 15.64 | 597,988 | D |
| Circuit City Stores, Inc. Common Stock | 04/22/2005 | S | 5,200 | D | \$ 15.63 | 592,788 ⁽¹⁾ | 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

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(9-02)

required to respond unless the form 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 Number Shares |
| Employee Stock Option (right to purchase) | \$ 9.83 | 04/22/2005 | | M | 251,983 | (2) 04/15/2006 | | Common Stock | 251,983 |

Reporting Owners

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

Signatures

/s/ Alice G. Givens 04/25/2005

**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).
- Transaction involves stock option exercise of grant scheduled to expire on April 16, 2006. The reporting person retained 30,983 shares
- (1) following the transaction, which represents approximately 50% of the shares remaining after satisfaction of exercise cost and withholding taxes.
 - (2) The options became exercisable on April 15, 1997 and on each of the seven succeeding anniversaries of that date, in cumulative installments of 10%, 20%, 30%, 50%, 70%, 80%, 90% and 100%, respectively, of the option shares.
 - (3) N/A - stock option awarded to the reporting person on April 4, 1996.

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.