MIERENFELD GARY M

Form 4

February 11, 2003

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

_ 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

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

Name and Address of Re Mierenfeld Gary M.				l Ticker or s, Inc (cc)	Pers	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) 9950 Mayland Drive	3. I.R.S. of Repo	rting Pe	rso				ment for Day/Year	10% X O	Director 10% Owner Mr. Officer (give title below) Other (specify below)				
										ior Vice sident			
(Street)								nendment,		7. Individual or Joint/Group Filing			
Richmond, VA 23233							Original /Day/Year)	X Fors	(Check Applicable Line) X Form filed by One Reporting Person				
									Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Т	able I	N	on-Deriva	tive S	Securiti	ies Acquired, Di					
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	Execution Date,	3. Trar action Code (Instr. Code	1S- 8)	4. Securit Acquired Disposed (Instr. 3, 4 Amount	ies (A) o of (D	or () () Price	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Circuit City Stores Inc. Common Stock	2/7/2003		J		6,550 <u>(1)</u>	D	4.96	1	10,371	D			

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securition	¥ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	đ			Following	ative	
		Day/	Day/	8)	(A) or				Reported	Security:	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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Year)	Year)			Dispof (Ins 3, 4	D) tr.	d				Direct (D) or Indirect (I) (Instr. 4)	
		Code	V	(A)		Exer-cisable		Amount or Number of Shares			

Explanation of Responses:

(1) Mr. Mierenfeld has chosen to defer 100% of his vested Long Term Incentive stock. The value of his vested LTI award is \$32,488.

By: /s/ <u>Susan Wilburn</u>
Attorney in Fact

<u>2/7/2003</u> Date

**Signature of Reporting Person

**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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