

CIRCUIT CITY STORES INC

Form 4/A

October 19, 2004

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

OMB APPROVAL

OMB
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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 *
KING ALLEN B

(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)**10/15/2004**4. If Amendment, Date Original
Filed(Month/Day/Year)**10/18/2004**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) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| | | | Code | V | Amount | (D) | Price |

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.**SEC 1474
(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 | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. I De Sec (In |
|---|--|---|---|--------------------------------------|--|--|---|--------------------------|
|---|--|---|---|--------------------------------------|--|--|---|--------------------------|

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| Derivative Security | | | | or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | | |
|---|------------|------------|------|--|----------------------|-----|---------------------|--------------------|-----------------|-------------------------------------|----|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units (2004 Award) | <u>(1)</u> | 10/15/2004 | A | | 5.4493 <u>(5)</u> | | <u>(2)(4)</u> | <u>(2)</u> | Common Stock | 5.4493 <u>(5)</u> | \$ |
| Restricted Stock Units (2003 Award) | <u>(1)</u> | 10/15/2004 | A | | 5.82 | | <u>(2)(3)</u> | <u>(2)</u> | Common Stock | 5.82 | \$ |
| Phantom Stock | <u>(1)</u> | 10/15/2004 | A | | 2.9615 <u>(5)</u> | | <u>(2)</u> | <u>(2)</u> | Common Stock | 2.9615 <u>(6)</u> | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KING ALLEN B 9950 MAYLAND DRIVE RICHMOND, VA 23233 | X | | | |

Signatures

Alice G. Givens, Attorney
in Fact 10/19/2004

__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) 1 for 1

- This director has elected to defer payment under the Restricted Stock Unit Deferral Program (the "Program") of the restricted stock units issued under the Circuit City Stores, Inc. 2000 Non-Employee Director Stock Incentive Plan. Vested deferred shares are held as "phantom stock" in a phantom stock account. Dividends on vested and unvested shares will be reinvested until distributions are made. The shares underlying the phantom stock units in the director's account will be distributed to the director when he or she ceases to serve as a director of the company.
- (3) The Units vest in three equal annual installments beginning on June 17, 2004.
- (4) The Units vest in three equal annual installments beginning on June 15, 2005.
- (5) Due to a clerical error, two filings were made on 10/18/04 for this director. The correct number of Restricted Stock Units acquired under the 2004 Award was 5.4493 with a total of 4,660.5779 units beneficially owned.

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- (6) Due to a clerical error, two filings were made on 10/18/04 for this director. The correct number of Phantom Stock Units acquired was 2.9615 with a total of 2,498.5482 units beneficially owned.

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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