

CLARK GEORGE D JR
Form 4
January 11, 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 *
CLARK GEORGE D JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/11/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP, President CC Retail Stores

RICHMOND, VA 23233

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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	(A) or (D)	Price
Circuit City Stores, Inc. common stock	01/11/2006		M		29,998	A	\$ 14.08
Circuit City Stores, Inc. common stock	01/11/2006		S		6,600	D	\$ 23.76
							189,831
							183,231

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Circuit City Stores, Inc. common stock	01/11/2006	S	9,400	D	\$ 23.77	173,831	D
Circuit City Stores, Inc. common stock	01/11/2006	S	2,000	D	\$ 23.78	171,831	D
Circuit City Stores, Inc. common stock	01/11/2006	S	4,102	D	\$ 23.79	167,729	D
Circuit City Stores, Inc. common stock	01/11/2006	M	19,996	A	\$ 8.3	187,725	D
Circuit City Stores, Inc. common stock	01/11/2006	S	7,600	D	\$ 23.72	180,125	D
Circuit City Stores, Inc. common stock	01/11/2006	S	1,100	D	\$ 23.73	179,025	D
Circuit City Stores, Inc. common stock	01/11/2006	S	2,782	D	\$ 23.75	176,243	D
Circuit City Stores, Inc. common	01/11/2006	S	7,905	D	\$ 23.72	168,338	D

stock

Circuit

City

Stores,
Inc.

01/11/2006

S

300

D

\$
23.73

168,038

D

common

stock

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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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 or Number of Shares
Employee Stock Option (Right to Purchase)	\$ 14.08	01/11/2006		M	29,998	<u>(1)</u>	04/14/2006	Common Stock	29,998
Employee Stock Option (Right to Purchase)	\$ 8.3	01/11/2006		M	19,996	<u>(2)</u>	04/10/2009	Common Stock	19,996

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CLARK GEORGE D JR
9950 MAYLAND DRIVE
RICHMOND, VA 23233

SVP, President CC Retail Stores

Signatures

By: /s/ Alice G. Givens,
Attorney-in-fact

01/11/2006

__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) The options became exercisable in four equal annual installments beginning on April 14, 1999.
- (2) The options became exercisable in three equal annual installments beginning on April 10, 2002.
- (3) 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. 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.