

BRILL RONALD  
Form 4  
January 17, 2006

**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 \*

BRILL RONALD

(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)

01/16/2006

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) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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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. Title and Amount of Derivative Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|

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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 (2005 Award) | <u>(1)</u>                              | 01/16/2006 | A    |   | 3.5218 |     | <u>(2)(5)</u>    | <u>(2)</u>      | Common Stock | 3.5218 \$                  |
| Restricted Stock Units (2004 Award) | <u>(1)</u>                              | 01/16/2006 | A    |   | 2.2787 |     | <u>(2)(4)</u>    | <u>(2)</u>      | Common Stock | 2.2787 \$                  |
| Restricted Stock Units (2003 Award) | <u>(1)</u>                              | 01/16/2006 | A    |   | 2.027  |     | <u>(2)(3)</u>    | <u>(2)</u>      | Common Stock | 2.027 \$                   |

### Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BRILL RONALD<br>9950 MAYLAND DRIVE<br>RICHMOND, VA 23233 | X             |           |         |       |

### Signatures

|   |            |
|---|------------|
| Alice G. Givens, Attorney in Fact           | 01/17/2006 |
| <u>    </u> **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 is entitled to receive additional units of company stock on the unvested Restricted Stock Units ("Units") as of the date the company pays dividends under the terms of the Restricted Stock Unit Awards made in June 2003, June 2004 and June 2005. Dividends on unvested Units will be reinvested in additional Units until the Units vest.
- (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) The Units vest in three equal annual installments beginning on June 21, 2006.

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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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