DIAS FIONA P Form 4 February 11, 2003

### FORM 4

\_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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Filed By

Romeo and Dye's

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OMB APPROVAL

#### 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

| 1. Name and Address of Re<br>Dias Fiona P. |             |  |  | I Ticker or<br>s, Inc (cc) | Pers        | 6. Relationship of Reporting<br>Person(s)<br>to Issuer (Check all applicable) |  |                 |   |                                     |              |  |  |
|--|-------------|--|--|----------------------------|-------------|---|--|-----------------|---|-------------------------------------|--------------|--|--|
| (Last) (First)<br>9950 Mayland Drive       | of Repo     | . I.R.S. Identification Number4. Statement forf Reporting Person,Month/Day/Yearf an entity (voluntary)2/7/2003 |  |                            |             |   | _ Director<br>10% Owner<br>X Officer (give title below)<br>Other (specify below) |                 |   |                                     |              |  |  |
|  |             |  |  |                            |             |   |  |                 | <u>Senior Vice</u><br>President                 |                                     |              |  |  |
| (Street)                                   | (Street)    |  |  |                            |             |   | 5. If Amendment,   |                 | 7. Iı   | 7. Individual or Joint/Group Filing |              |  |  |
|  |             |  |  |                            |             |   | e  |                 |   | (Check Applicable Line)             |              |  |  |
| Richmond, VA 23233                         |             |  |  |                            |             |   |  | /Day/Year)      |   | K Form filed by One Reporting       |              |  |  |
|  |             |  |  |                            |             |   |  |                 |   | Person                              |              |  |  |
|  |             |  |  |                            |             |   |  |                 | Form filed by More than One<br>Reporting Person |                                     |              |  |  |
| (City) (State)                             | (Zip)       | Т  | Table I Non-Derivative Securities Acquired, Disp |                            |             |   |  |                 |   |                                     |              |  |  |
|  |             | 2A. Deemed   | 3. Trar  |                            | 4. Securit  |   |  | 5. Amount of    |   | 6. Owner-                           | 7. Nature of |  |  |
| •  |             | Execution  | action   |                            | Acquired    | (A) c   | or   | Securities      |   | ship Form:                          | Indirect     |  |  |
| · · · ·                                    | Date        | Date,  | Code   |                            | Disposed of |   |  | Beneficially    |   | <u>^</u>                            | Beneficial   |  |  |
|  | if any      | (Instr.  |  | (Instr. 3, 4               | 4&5         | )   | Owned Follow-  |                 | or Indirect                                     | Ownership                           |              |  |  |
|  | (Month/Day/ | Code   | V  | Amount                     | (A)         | Price   | ing Reported   |                 | (I)   | (Instr. 4)                          |              |  |  |
|  |             | Year)  |  |                            |             | or  |  | Transactions(s) |   | (Instr. 4)                          |              |  |  |
|  |             |  |  |                            |             | (D)   |  | (Instr. 3 & 4)  |   |                                     |              |  |  |
| Circuit City Stores Inc.<br>Common Stock   | 2/7/2003    |  | F  |                            | 2,646       | D   | 4.96   |                 | 14,118  | D                                   |              |  |  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. \* If the form is filed by more than one reporting percon, see Instruction 4(h)(y)

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

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| FORM 4      | (continu   | · ·    | able II -<br>Wned | Deriva   | tive Se | ecurities Acquire   | d, Disposed  | of, or Be   | neficially   |     |
|-------------|------------|--------|-------------------|----------|---------|---------------------|--------------|-------------|--------------|-----|
|             |            | (      | e.g., puts,       | , calls, | warra   | nts, options, conv  | ertible secu | rities)     |              |     |
| 1. Title of | 2. Conver- | 3.     | 3A.               | 4.       | 5.      | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number of | 10. |
| Derivative  | sion or    | Trans- | Deemed            | Trans-   | Number  | and Expiration      | Amount of    | Derivative  | Derivative   | Owr |
| a .         | L          |        | L                 |          |         |                     |              | a .         | a            |     |

| 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  | (Melonth/Day/       | Securities     | (Instr. 5)  | Beneficially | Form      | Ownership   |
| (Instr. 3)  | Derivative |         | if any    |         | Securitie | ¥ear)               | (Instr. 3 & 4) |             | Owned        | of Deriv- | (Instr. 4)  |
|             | Security   | (Month/ | (Month/   | (Instr. | Acquire   | b                   |                |             | Following    | ative     |             |
|             |            | Day/    | Day/      | 8)      | (A) or    |                     |                |             | Reported     | Security: |             |

## Edgar Filing: DIAS FIONA P - Form 4

| Y | /ear) | Year) |      |   | Disposed<br>of (D)<br>(Instr.<br>3, 4 &<br>5) |  |              |  |  |  | Direct<br>(D)<br>or<br>Indirect<br>(I)<br>(Instr. 4) |  |
|---|-------|-------|------|---|---|--|--------------|--|--|--|--|--|
|   |       |       | Code | V | (A)   |  | Exer-cisable |  | Amount<br>or<br>Number<br>of<br>Shares |  |  |  |

Explanation of Responses:

By: /s/ <u>Susan Wilburn</u> Attorney in Fact \*\*Signature of Reporting Person <u>2/7/2003</u> Date

Date

\*\*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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