

CIRCUIT CITY STORES INC

Form 4

April 20, 2006

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DIAS FIONA P

(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)

04/18/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

EVP, Chief Marketing Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Circuit City Stores, Inc. Common Stock	04/18/2006		M	75,000	A \$ 7.395	231,118	D
Circuit City Stores, Inc. Common Stock	04/18/2006		S	43,635	D \$ 27	187,483	D

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Circuit City Stores, Inc. Common Stock	04/18/2006	M	137,488	A	\$ 8.3	324,971	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	80,045	D	\$ 27	244,926	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	400	D	\$ 27.01	244,526	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	2,200	D	\$ 27.03	242,326	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	16,100	D	\$ 27	226,226	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	5,500	D	\$ 27.01	220,726	D
Circuit City Stores, Inc. Common Stock	04/18/2006	S	200	D	\$ 27.02	220,526	D
Circuit City Stores, Inc. Common	04/18/2006	S	20,403	D	\$ 27.05	200,123	D

Stock

Circuit

City

Stores,

Inc.

Common

Stock

04/18/2006

S

900

D

\$
27.12

199,223

D

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 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 Number Shares
Employee Stock Option (Right to Purchase)	\$ 7.395	04/18/2006		M		75,000		<u>(1)</u>	06/17/2013	Common Stock	75,000
Employee Stock Option (Right to Purchase)	\$ 8.3	04/18/2006		M		137,488		<u>(2)</u>	04/10/2009	Common Stock	137,488

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DIAS FIONA P 9950 MAYLAND DRIVE RICHMOND, VA 23233	EVP, Chief Marketing Officer

Signatures

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

04/20/2006

__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 100% exercisable on February 28, 2006.
- (2) The options became exercisable in four equal annual installments beginning on April 10, 2002.
- (3) NA - 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.
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