

CIRCUIT CITY STORES INC

Form 4

January 17, 2008

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

OMB APPROVAL

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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 \*  
**HARDYMON JAMES F**

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**

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

**01/15/2008**

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

**RICHMOND, VA 23233**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|
|                                                     |                                          |                                         |                                                             |                                      |                                                             |                                                                |                                                                |

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|                                                       | Derivative<br>Security |            | Code | V | Disposed of (D)<br>(Instr. 3, 4, and<br>5) |     | Date Exercisable | Expiration<br>Date | Title           | Am<br>Nu<br>Sha |
|-------------------------------------------------------|------------------------|------------|------|---|--------------------------------------------|-----|------------------|--------------------|-----------------|-----------------|
|                                                       |                        |            |      |   | (A)                                        | (D) |                  |                    |                 |                 |
| Restricted<br>Stock Units<br>(2007<br>Award)          | (1)                    | 01/15/2008 | A    |   | 72.5355                                    |     | 06/26/2008(2)    | (2)                | Common<br>Stock | 72              |
| Restricted<br>Stock Units<br>(2005<br>Award)          | (1)                    | 01/15/2008 | A    |   | 18.1361                                    |     | (2)(3)           | (2)                | Common<br>Stock | 18              |
| Phantom<br>Stock                                      | (1)                    | 01/15/2008 | A    |   | 223.6981                                   |     | (2)              | (2)                | Common<br>Stock | 223             |
| Circuit City<br>Stores, Inc.<br>Performance<br>Rights | (1)                    | 01/15/2008 | A    |   | 14.68                                      |     | (4)              | (4)                | Common<br>Stock | 14              |

## Reporting Owners

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

## Signatures

/s/ Reginald D. Hedgebeth,  
Attorney-in-Fact

01/17/2008

\_\_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 director of the company.

(3) The Units vest in three equal installments beginning on June 21, 2006.

(4) This director has elected to defer his annual stock retainer grants for the years 2000, 2001, and 2002 under the "Directors Deferred Compensation Plan." Deferred shares are held as "phantom stock" in a phantom stock account. Dividends will be reinvested in "phantom stock" units until distributions are made. The shares underlying the phantom stock units in the director's account will be distributed to the

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director when he or she ceases to serve as director of the company.

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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