

FEIGIN BARBARA S
Form 4
January 17, 2007

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 *
FEIGIN BARBARA S

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)
01/15/2007

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

RICHMOND, VA 23233
(City) (State) (Zip)

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

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) | Amount | | | | |
| Circuit City Stores, Inc. Common Stock | 12/26/2006 | | G | V | 1,200 | D | Ⓛ | 6,991 | D |
| Circuit City Stores, Inc. Common Stock | 12/26/2006 | | G | V | 1,200 | D | Ⓛ | 5,791 | D |
| Circuit City Stores, Inc. Common Stock | 12/26/2006 | | G | V | 1,200 | D | Ⓛ | 4,591 | D |

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

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(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 Security (Instr. 3 and 4) | 8. Amount of Underlying Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------|
| Restricted Stock Units (2006 Award) | (2) | 01/15/2007 | | A | 7.3527 | 06/27/2007(3) | Common Stock | 7.3 |
| Restricted Stock Units (2005 Award) | (2) | 01/15/2007 | | A | 6.3644 | (3)(5) | Common Stock | 6.3 |
| Restricted Stock Units (2004 Award) | (2) | 01/15/2007 | | A | 3.0891 | (3)(4) | Common Stock | 3.0 |
| Phantom Stock | (2) | 01/15/2007 | | A | 25.6397 | (3) | Common Stock | 25.6 |
| Circuit City Stores Inc Performance Rights | (2) | 01/15/2007 | | A | 2.8559 | (6) | Common Stock | 2.8 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FEIGIN BARBARA S 9950 MAYLAND DRIVE RICHMOND, VA 23233 | | X | | |

Signatures

/s/ Alice G. Givens, Attorney
in Fact

01/17/2007

__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) N/A - transfer for which no consideration was received.
- (2) 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 a director of the company.

- (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.

- (6) This director has elected to defer their 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 director when he or she ceases to serve as a 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. 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.