

CARMAX INC  
Form 4  
August 11, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
HEATON STUART A

(Last) (First) (Middle)  
ATTN: STOCK OPTIONS, 4900  
COX ROAD  
(Street)

GLEN ALLEN, VA 23060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CARMAX INC [KMX]

3. Date of Earliest Transaction (Month/Day/Year)  
08/10/2005

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 below) \_\_\_ Other (specify below)

VICE PRESIDENT

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	08/10/2005		M		7,500 A \$ 14.05	7,500	D
Common Stock	08/10/2005		M		12,500 A \$ 14.285	20,000	D
Common Stock	08/10/2005		S		1,800 D \$ 29.55	18,200	D
Common Stock	08/10/2005		S		700 D \$ 29.56	17,500	D
Common Stock	08/10/2005		S		400 D \$ 29.57	17,100	D

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Common Stock	08/10/2005	S	1,900	D	\$ 29.6	15,200	D
Common Stock	08/10/2005	S	2,200	D	\$ 29.61	13,000	D
Common Stock	08/10/2005	S	200	D	\$ 29.62	12,800	D
Common Stock	08/10/2005	S	2,300	D	\$ 29.65	10,500	D
Common Stock	08/10/2005	S	3,700	D	\$ 29.68	6,800	D
Common Stock	08/10/2005	S	3,100	D	\$ 29.7	3,700	D
Common Stock	08/10/2005	S	1,600	D	\$ 29.71	2,100	D
Common Stock	08/10/2005	S	2,100	D	\$ 29.72	0	D

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 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 or Number of Shares
Stock Options (Right to buy)	\$ 14.05	08/10/2005		M	7,500	10/08/2003	10/01/2009	Common Stock	7,500
Stock Options (Right to buy)	\$ 14.285	08/10/2005		M	12,500	04/02/2003	04/02/2013	Common Stock	12,500
SARS	\$ 14.285	08/10/2005		M		04/02/2003	04/02/2013		12,500

12,500  
(1)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEATON STUART A ATTN: STOCK OPTIONS 4900 COX ROAD GLEN ALLEN, VA 23060			VICE PRESIDENT	

## Signatures

Sherry Neufer	08/11/2005
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Stock appreciation rights expired when reporting person exercised in tandem with the stock option with the same terms disclosed in Table II

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.