

HOLDING FRANK B  
Form 4  
February 23, 2011

**FORM 4**

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

OMB APPROVAL

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**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 \*  
HOLDING FRANK B

2. Issuer Name and Ticker or Trading Symbol  
FIRST CITIZENS BANCSHARES INC /DE/ [FCNCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
POST OFFICE BOX 1377  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/18/2011

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

SMITHFIELD, NC 27577  
(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock	02/18/2011		J <sup>(3)</sup>	253,190 A	\$ 0	514,490	D
Class A Common Stock						445	I By F. Holding 2009 GRAT
Class A Common Stock	02/18/2011		J <sup>(3)</sup>	253,190 D	\$ 0	366,789	I By: F. Holding 2010 GRAT
Class A Common Stock						784 <sup>(1)</sup>	I By spouse

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Stock								
Class A Common Stock	02/22/2011	P	40	A	\$ 202.48	381,426 <sup>(1)</sup>	I	By Ella Ann 2009 GRAT
Class A Common Stock						313,869 <sup>(1)</sup>	I	By Ella Ann 2010 GRAT
Class A Common Stock						442,439 <sup>(1)</sup>	I	By adult children and their spouses and children
Class A Common Stock						26,430 <sup>(1)</sup>	I	By trust for adult children
Class A Common Stock						8,214 <sup>(2)</sup>	I	By Twin States Farming, Inc.
Class A Common Stock						167,600 <sup>(2)</sup>	I	By First Citizens Bancorporation, Inc.
Class A Common Stock						28,628 <sup>(2)</sup>	I	By Heritage BancShares, Inc. and subsidiary
Class A Common Stock						100,000 <sup>(2)</sup>	I	By Fidelity BancShares, Inc.
Class A Common Stock						46,699 <sup>(2)</sup>	I	By Southern BancShares(N.C.), Inc.
Class A Common Stock						46,000 <sup>(2)</sup>	I	By Southern Bank and Trust Company
Class A Common Stock						54,000 <sup>(2)</sup>	I	By Goshen, Inc.
Class A Common Stock						627 <sup>(2)</sup>	I	By E&F Properties, Inc.
Class B Common Stock	02/22/2011	P	300	A	\$ 200	563,011 <sup>(1)</sup>	I	By adult children and their spouses and children
Class B Common Stock						45,900 <sup>(2)</sup>	I	By First Citizens Bancorporation, Inc.

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Class B Common Stock	22,619 <sup>(2)</sup>	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock	6,175 <sup>(1)</sup>	I	By trust for adult children
Class B Common Stock	1,355 <sup>(2)</sup>	I	By Twin States Farming, Inc.
Class B Common Stock	200 <sup>(2)</sup>	I	By E&F Properties, Inc.
Class B Common Stock	36,574 <sup>(1)</sup>	I	By Ella Ann 2009 GRAT
Class B Common Stock	2,851 <sup>(1)</sup>	I	By spouse
Class B Common Stock	850 <sup>(1)</sup>	I	By Ella Ann Lee Holding Revocable Trust dtd October 24, 2007
Class B Common Stock	6,015	D	
Class B Common Stock	2,325	I	By Frank B. Holding Revocable Trust Dated October 24, 2004
Class B Common Stock	2,034	I	By F. Holding 2010 GRAT
Class B Common Stock	150	I	By F. Holding 2009 GRAT
Class B Common Stock	1,442	I	By Ella Ann 2010 GRAT

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

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