

HOLDING FRANK B

Form 4/A

March 17, 2011

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

OMB APPROVAL

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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 *
HOLDING FRANK B2. 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

3. Date of Earliest Transaction
(Month/Day/Year)
09/22/2010☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Executive Vice Chairman

(Street)

SMITHFIELD, NC 27577

4. If Amendment, Date Original
Filed(Month/Day/Year)
09/24/20106. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Class A Common Stock					261,100	D	
Class A Common Stock					420	I	By F. Holding 2009 GRAT
Class A Common Stock					619,979	I	By: F. Holding 2010 GRAT
Class A Common					784 ⁽¹⁾	I	By spouse

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Stock			
Class A Common Stock	381,091 <u>(1)</u>	I	By Ella Ann 2009 GRAT
Class A Common Stock	313,869 <u>(1)</u>	I	By Ella Ann 2010 GRAT
Class A Common Stock	442,439 <u>(1)</u>	I	By adult children and their spouses and children
Class A Common Stock	26,430 <u>(1)</u>	I	By trust for adult children
Class A Common Stock	8,214 <u>(2)</u>	I	By Twin States Farming, Inc.
Class A Common Stock	167,600 <u>(2)</u>	I	By First Citizens Bancorporation, Inc.
Class A Common Stock	28,628 <u>(2)</u>	I	By Heritage BancShares, Inc. and subsidiary
Class A Common Stock	100,000 <u>(2)</u>	I	By Fidelity BancShares, Inc.
Class A Common Stock	46,699 <u>(2)</u>	I	By Southern BancShares(N.C.), Inc.
Class A Common Stock	46,000 <u>(2)</u>	I	By Southern Bank and Trust Company
Class A Common Stock	54,000 <u>(2)</u>	I	By Goshen, Inc.
Class A Common Stock	627 <u>(2)</u>	I	By E&F Properties, Inc.
Class B Common Stock	562,431 <u>(1)</u>	I	By adult children and their spouses and children
Class B Common Stock	45,900 <u>(2)</u>	I	By First Citizens Bancorporation, Inc.

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Class B Common Stock					22,619 ⁽²⁾	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock					6,175 ⁽¹⁾	I	By trust for adult children
Class B Common Stock					1,355 ⁽²⁾	I	By Twin States Farming, Inc.
Class B Common Stock					200 ⁽²⁾	I	By E&F Properties, Inc.
Class B Common Stock					35,216 ⁽¹⁾	I	By Ella Ann 2009 GRAT
Class B Common Stock					2,851 ⁽¹⁾	I	By spouse
Class B Common Stock					850 ⁽¹⁾	I	By Ella Ann Lee Holding Revocable Trust dtd October 24, 2007
Class B Common Stock	09/22/2010	P	165 ⁽³⁾	A	\$ 190	2,390 ⁽³⁾	D
Class B Common Stock					2,325	I	By Frank B. Holding Revocable Trust Dated October 24, 2004

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
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(Instr. 3,
4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLDING FRANK B POST OFFICE BOX 1377 SMITHFIELD, NC 27577	X	X	Executive Vice Chairman	

Signatures

Frank B. Holding, By: William R. Lathan, Jr.
Attorney-in-Fact

03/16/2011

__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).

The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the

(1) reporting person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

(2) The reporting person is a director, officer and/or principal shareholder of the companies that own these shares, but he disclaims beneficial ownership of the listed shares except to the extent of his pecuniary interest therein.

Due to a typographical error, the original Form 4, which this report amends, reported that the amount of securities acquired was 195 shares

(3) of Class B common stock. The correct amount should be 165 shares of Class B common stock acquired. The total amount of securities owned following reported transactions also reflects this correction.

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.