

FIRST CITIZENS BANCSHARES INC /DE/
 Form 4
 February 13, 2017

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 *
 Holding Olivia Britton

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)

3. Date of Earliest Transaction (Month/Day/Year)
 11/28/2016

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

PO BOX 1352

(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

SMITHFIELD, NC 27577

(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)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	11/28/2016		G	V 120 D \$ 0	343,818	D	
Class A Common Stock	01/19/2017		G	V 80 A \$ 0	343,898	D	
Class A Common Stock	01/19/2017		G	V 2,000 D \$ 0	683,163	I	As Co-Trustee for Frank B. Holding Revocable Trust

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Class A Common	2,675	I <u>(1)</u>	By Holding Properties, LLC
Class A Common	827	I <u>(1)</u>	By E&F Properties, Inc.
Class A Common	12,530	I <u>(1)</u>	By Twin States Farming, Inc.
Class A Common	217,063	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	10,544	I	As beneficiary of Trust
Class B Common	3,233	D	
Class B Common	116,704	I	By: Olivia B. Holding Revocable Trust
Class B Common	2,156	I <u>(1)</u>	By Holding Properties, LLC
Class B Common	200	I <u>(1)</u>	By E&F Properties, Inc.
Class B Common	1,355	I <u>(1)</u>	By Twin States Farming, Inc.
Class B Common	22,619	I <u>(1)</u>	By Southern BancShares (N.C.), INc. and subsidiary
Class B Common	1,225	I	As beneficiary of Trust

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

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