

HOLDING FRANK B JR  
Form 4  
March 30, 2011

**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 FRANK B JR

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)  
PO BOX 29549  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/11/2011

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

RALEIGH, NC 27626

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

(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	03/11/2011		G	V 94 <sup>(2)</sup>	A \$ 0 92,608	D	
Class A Common Stock	03/18/2011		G	V <u>45,310</u> <sup>(2)</sup>	A \$ 0 137,918	D	
Class A Common Stock					5,500 <sup>(1)</sup>	I	By Spouse
Class A Common Stock					1,060	I	As custodian for F.B.

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Stock									Holding III
Class A Common Stock						3,571 <sup>(1)</sup>	I		Irrevocable Trust for F. B. Holding III
Class A Common Stock						4,744	I		As custodian for B.P. Holding
Class A Common Stock						1,339	I		As custodian for L.R. Holding II
Class A Common Stock						5,400	I		By trust
Class B Common Stock	03/11/2011	G	V	30 <sup>(2)</sup>	A	\$ 0 113,591	D		
Class B Common Stock	03/18/2011	G	V	<u>7,376</u> <sup>(2)</sup>	A	\$ 0 120,967	D		
Class B Common Stock						1,225	I		By trust
Class B Common Stock						783 <sup>(1)</sup>	I		By spouse
Class B Common Stock						450	I		As custodian for F. B. Holding III
Class B Common Stock						7,895 <sup>(1)</sup>	I		Irrevocable Trust for F. B. Holding III
Class B Common Stock						9,341	I		As custodian for B. P. Holding
Class B Common Stock						10,517	I		As custodian for L.R. Holding II

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

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