HOLDING FRANK B JR

Form 4

August 08, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287 January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

FIRST CITIZENS BANCSHARES

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

INC /DE/ [FCNCA]

Symbol

1(b).

(Print or Type Responses)

HOLDING FRANK B JR

1. Name and Address of Reporting Person *

| (Last) (First) (Middle) PO BOX 29549 | | | (Month/D | - | ansaction | | _X_ Director 10% Owner Other (specify below) | | |
|--|--------------------------------------|------------------|--|--|--|---------------|---|--|---|
| RALEIGH, | (Street) | | 08/02/2011 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | Chairman and CEO 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative S | Securities A | Person equired, Disposed | of, or Benefic | ially Owned |
| 1.Title of Security (Instr. 3) Class A Common Stock | 2. Transaction Da (Month/Day/Year | e) Execution any | med n Date, if Day/Year) | 3. Transactic Code (Instr. 8) | 4. SecuritonAcquired Disposed (Instr. 3, | (A) or of (D) | 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 | | | | | | | 5,500 (1) | I | By Spouse |
| Class A Common Stock | | | | | | | 1,060 | I | As custodian for F.B. Holding III |
| Class A Common | | | | | | | 3,571 <u>(1)</u> | I | Irrevocable Trust for F. |

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| Stock | | | | | | | | | 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 | | | | | | | 113,561 | D | |
| Class B Common Stock | | | | | | | 1,225 | I | By trust |
| Class B Common Stock | | | | | | | 783 <u>(1)</u> | I | By spouse |
| Class B Common Stock | | | | | | | 450 | I | As custodian for F. B. Holding III |
| Class B Common Stock | | | | | | | 7,895 <u>(1)</u> | Ι | Irrevocable Trust for F. B. Holding III |
| Class B Common Stock | 08/02/2011 | G | V | 169 | A | \$0 | 9,510 | I | As custodian for B. P. Holding |
| Class B Common Stock | 08/02/2011 | G | V | 1,181 | A | \$0 | 10,691 | I | As custodian for B. P. Holding |
| Class B Common Stock | 08/02/2011 | G | V | 1,350 | A | \$0 | 11,867 | I | As custodian for L.R. Holding II |

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)

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| 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. Transactic Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) | | ate | 7. Title a Amount of Underlying Securities (Instr. 3 a | of ng s | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|---|--------------------------------------|---|--|---|---------------------|--------------------|--|---------------|---|--|
| | | | | Code V | (Instr. 3, 4, and 5) (A) (D) | Date Exercisable | Expiration Date | or Title Nu of | umber | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|------------------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| HOLDING FRANK B JR | | | | | | | | |
| PO BOX 29549 | X | | Chairman and CEO | | | | | |
| RALEIGH, NC 27626 | | | | | | | | |

Signatures

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

08/08/2011

**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.

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.

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