

HOLDING FRANK B  
Form 4  
November 24, 2004

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

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

OMB APPROVAL  
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(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
HOLDING FRANK B			FIRST CITIZENS BANCSHARES INC /DE/ [FCNCA]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
POST OFFICE BOX 1377			11/23/2004	Executive Vice Chairman
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)
SMITHFIELD, NC 27577				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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				(A) or (D)	V Amount (D) Price		
					1,632,823	D	
Class A Common Stock					241,155 <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
					8,110 <sup>(2)</sup>	I	

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Class A Common Stock									By Twin States Farming
Class A Common Stock						167,600 <sup>(2)</sup>	I		By First Citizens Bancorporation of South Carolina, Inc.
Class A Common Stock						28,628 <sup>(2)</sup>	I		By The Heritage Bank
Class A Common Stock						100,000 <sup>(2)</sup>	I		By Fidelity BancShares (N.C.), Inc.
Class A Common Stock						27,584 <sup>(2)</sup>	I		By Southern BancShares, 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 B Common Stock	11/23/2004		P	150	A	\$ 128	4,463 <sup>(1)</sup>	I	By Spouse
Class B Common Stock							547,203 <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 of South Carolina, Inc.
Class B Common Stock							22,219 <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							1,225 <sup>(2)</sup>	I	By Twin States Farming, Inc.

Class A  
Common Stock 125,738 <sup>(1)</sup> I By Spouse

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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code V (A) (D)			Title Amount or Number of Shares		

### 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 11/24/2004

                                \*\*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)

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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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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