

HOLDING FRANK B JR  
 Form 4  
 May 22, 2012

**FORM 4**

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

OMB APPROVAL

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**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)  
**05/21/2012**

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				(A) or (D)			
			Code	V	Amount	(D)	Price
Class A Common Stock					144,594	D	
Class A Common Stock					5,400	I	By trust
Class A Common Stock					5,500 <sup>(1)</sup>	I	By Spouse
Class A Common Stock					1,060 <sup>(1)</sup>	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						1,644 <sup>(1)</sup>	I		As custodian for B.P. Holding
Class A Common Stock						3,100 <sup>(1)</sup>	I		By daughter, Barbara P. Holding
Class A Common Stock						974 <sup>(1)</sup>	I		As custodian for L.R. Holding II
Class A Common Stock						365 <sup>(1)</sup>	I		By son, Lewis R. Holding II
Class B Common Stock						123,470	D		
Class B Common Stock						1,225	I		By trust
Class B Common Stock						1,111 <sup>(1)</sup>	I		By spouse
Class B Common Stock						494 <sup>(1)</sup>	I		As custodian for F. B. Holding III
Class B Common Stock						134 <sup>(1)</sup>	I		By son Frank B. Holding III
Class B Common Stock						8,045 <sup>(1)</sup>	I		Irrevocable Trust for F. B. Holding III
Class B Common Stock	05/21/2012		P	119	A	\$ 170	11,567 <sup>(1)</sup>	I	As custodian for B. P. Holding
Class B Common Stock							150 <sup>(1)</sup>	I	By daughter Barbara P. Holding
Class B Common Stock	05/21/2012		P	119	A	\$ 170	8,676 <sup>(1)</sup>	I	As custodian for L.R.



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