

HOLDING FRANK B  
Form 4  
May 28, 2010

**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

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)  
05/26/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Vice Chairman

POST OFFICE BOX 1377

(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)
Class A Common Stock				(A) or (D)	1,066,826	D	
Class A Common Stock				(A) or (D)	240,836 <sup>(1)</sup>	I	By adult children and their spouses and children
Class A Common Stock				(A) or (D)	26,430 <sup>(1)</sup>	I	By trust for adult children
Class A Common Stock				(A) or (D)	8,214 <sup>(2)</sup>	I	By Twin States Farming, Inc.

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Stock									
Class A Common Stock					167,600 <u>(2)</u>	I			By First Citizens Bancorporation, Inc.
Class A Common Stock					28,628 <u>(2)</u>	I			By Heritage BancShares, Inc. and subsidiary
Class A Common Stock					100,000 <u>(2)</u>	I			By Fidelity BancShares, Inc.
Class A Common Stock					46,699 <u>(2)</u>	I			By Southern BancShares(N.C.), Inc.
Class A Common Stock					46,000 <u>(2)</u>	I			By Southern Bank and Trust Company
Class A Common Stock					54,000 <u>(2)</u>	I			By Goshen, Inc.
Class A Common Stock					627 <u>(2)</u>	I			By E&F Properties, Inc.
Class B Common Stock	05/26/2010	P	300	A	\$ 195	553,916 <u>(1)</u>	I		By adult children and their spouses and children
Class B Common Stock					45,900 <u>(2)</u>	I			By First Citizens Bancorporation, Inc.
Class B Common Stock					22,619 <u>(2)</u>	I			By Southern BancShares (N.C.), Inc.
Class B Common Stock					6,175 <u>(1)</u>	I			By trust for adult children
Class B Common Stock					1,355 <u>(2)</u>	I			By Twin States Farming, Inc.
Class B Common Stock					200 <u>(2)</u>	I			By E&F Properties, Inc.
Class A Common Stock					508,629 <u>(1)</u>	I			By Ella Ann 2009 GRAT

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Class B Common Stock	7,497 <sup>(1)</sup>	I	By Ella Ann 2008 GRAT
Class B Common Stock	35,216 <sup>(1)</sup>	I	By Ella Ann 2009 GRAT
Class A Common Stock	1,318 <sup>(1)</sup>	I	By spouse
Class A Common Stock	16,789	I	By F. Holding 2008 GRAT
Class B Common Stock	3,519 <sup>(1)</sup>	I	By spouse
Class A Common Stock	184,304 <sup>(1)</sup>	I	By Ella Ann 2008 GRAT
Class B Common Stock	950 <sup>(1)</sup>	I	By Ella Ann Lee Holding Revocable Trust dtd October 24, 2007
Class A Common Stock	310	I	By F. Holding 2009 GRAT
Class B Common Stock	2,400	D	
Class A Common Stock	25	I	By: F. Holding 2010 GRAT
Class B Common Stock	1,350	I	By Frank B. Holding Revocable Trust Dated October 24, 2004

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

