

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4  
 July 02, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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**

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)  
**06/30/2013**

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)	635,990	D	
Class A Common Stock				(A)	146,563 <sup>(1)</sup>	I	By spouse
Class A Common Stock				(A)	537,911 <sup>(1)</sup>	I	By EAH 2012 GRAT
Class A Common				(A)	167,600 <sup>(2)</sup>	I	By First Citizens Bancorporation,

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Stock								Inc.
Class A Common Stock	06/30/2013	<u>J<sup>(3)</sup></u>	28,628	D	\$ 0	0 <sup>(2)</sup>	I	By Heritage BancShares, Inc. and subsidiary
Class A Common Stock						100,000 <sup>(2)</sup>	I	By Fidelity BancShares, Inc.
Class A Common Stock						175,327 <sup>(2)</sup> <sup>(3)</sup>	I	By Southern BancShares(N.C.), Inc. and subsidiary
Class A Common Stock						8,214 <sup>(2)</sup>	I	By Twin States Farming, Inc.
Class A Common Stock						627 <sup>(2)</sup>	I	By E&F Properties, Inc.
Class A Common Stock						1,675 <sup>(2)</sup>	I	By Holding Properties, LLC
Class B Common Stock						321	D	
Class B Common Stock						666 <sup>(1)</sup>	I	By spouse
Class B Common Stock						45,900 <sup>(2)</sup>	I	By First Citizens Bancorporation, Inc.
Class B Common Stock						22,619 <sup>(2)</sup>	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock						1,355 <sup>(2)</sup>	I	By Twin States Farming, Inc.
Class B Common Stock						200 <sup>(2)</sup>	I	By E&F Properties, Inc.
Class B Common Stock						2,156 <sup>(2)</sup>	I	By Holding Properties, Inc.

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

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(9-02)

**required to respond unless the form displays a currently valid OMB control number.**

**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)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

**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 07/02/2013

\*\*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).
- (1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the 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) The reporting person is a director, officer and/or 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, if any, and this report shall not be deemed an admission that the 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.
- (3) Shares of the Issuer's Class A Common Stock previously held by Heritage BancShares, Inc. and its subsidiary are now owned by Southern BancShares (N.C.), Inc. and its subsidiary as a result of the merger of Heritage into Southern.

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.