HOLDING FRANK B

Form 4

November 28, 2011

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Class A Common

Stock Class A

Common

(Print or Type Responses)

1. Name and Address of Reporting Person *

HOLDING FRANK B			Symbol FIRST CITIZENS BANCSHARES INC /DE/ [FCNCA]					Issuer (Check all applicable)			
	(Last) POST OFF	(First) FICE BOX 1377	(Middle)		of Earliest /Day/Year) /2011	Transactio	on		below)	er (give title	X 10% Owner Other (specify low) c Chairman
		(Street)			nendment, l	ŭ	nal		Applicable L _X_ Form fil	ine) led by One Rep	oup Filing(Check orting Person n One Reporting
	(City)	ELD, NC 27577 (State)	(Zip)	Ta	ble I - Non	-Derivativ	ve Securi	ties A	Person		eneficially Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(A) or d of (D) 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)
	Common Stock								301,474	D	
	Class A Common Stock							·	366,841	I	By: F. Holding 2010 GRAT

538,943 (1)

144,226 (1) I

By spouse

GRAT

By Ella Ann 2010

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Stock								
Class A Common Stock						669,867 (1)	I	By adult children and their spouses and children
Class A Common Stock						26,430 (1)	I	By trust for adult children
Class A Common Stock						8,214 <u>(2)</u>	I	By Twin States Farming, Inc.
Class A Common Stock						167,600 (2)	I	By First Citizens Bancorporation, Inc.
Class A Common Stock						28,628 (2)	I	By Heritage BancShares, Inc. and subsidiary
Class A Common Stock						100,000 (2)	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 (2)	I	By Southern Bank and Trust Company
Class A Common Stock						54,000 (2)	I	By Goshen, Inc.
Class A Common Stock						627 (2)	I	By E&F Properties, Inc.
Class B Common Stock						382 (3)	D	
Class B Common Stock						4,389	I	By F. Holding 2010 GRAT
Class B Common Stock	11/23/2011	P	100	A	\$ 160	3,456 (1)	I	By Spouse
Class B Common Stock						700 (1)	I	By Ella Ann 2010 GRAT

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Class B Common Stock	619,900 (1)	I	By adult children and their spouses and children
Class B Common Stock	6,175 <u>(1)</u>	I	By trust for adult children
Class B Common Stock	45,900 (2)	I	By First Citizens Bancorporation, Inc.
Class B Common Stock	22,619 (2)	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock	1,355 <u>(2)</u>	I	By Twin States Farming, Inc.
Class B Common Stock	200 (2)	I	By E&F 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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amount of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative	e		Securities	(Instr. 5)
	Derivative				Securities	S		(Instr. 3 and	14)
	Security				Acquired				
	·				(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
								Amo	unt
						Date Exercisable	Date Expiration Exercisable Date	or	
								Title Number	ber
						LACICISAUIC		of	
				Code	V (A) (D)			Share	es

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

Reporting Owners 3

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HOLDING FRANK B POST OFFICE BOX 1377 SMITHFIELD, NC 27577

X Executive Vice Chairman

Signatures

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

11/28/2011

**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.
- (2) 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.
- Due to a typographical error, the Report on Form 4 filed by the Reporting Person on November 17, 2011, listed the amount of shares (3) beneficially owned following reported transactions by the Reporting Person as 445 shares of Class B common stock. The correct amount, as reflected in this report, should have been 382 shares of Class B Common stock.

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.

Signatures 4