

FIRST CITIZENS BANCSHARES INC /DE/

Form 4

September 10, 2013

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 *
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)

POST OFFICE BOX 1377

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/09/2013

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Executive Vice Chairman

SMITHFIELD, NC 27577

(City) (State) (Zip)

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

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

Stock									Inc.
Class A Common Stock						100,000 ⁽²⁾	I		By Fidelity BancShares, Inc.
Class A Common Stock	09/09/2013	S	4,000	D	\$ 204.6319 ⁽³⁾	163,761 ⁽²⁾	I		By Southern BancShares(N.C.), Inc. and subsidiary
Class A Common Stock	09/10/2013	S	1,031	D	\$ 205.3567 ⁽⁴⁾	162,730 ⁽²⁾	I		By Southern BancShares(N.C.), Inc. and subsidiary
Class A Common Stock	09/10/2013	S	969	D	\$ 206.0477 ⁽⁵⁾	161,761 ⁽²⁾	I		By Southern BancShares(N.C.), Inc. and subsidiary
Class A Common Stock						8,214 ⁽²⁾	I		By Twin States Farming, Inc.
Class A Common Stock						627 ⁽²⁾	I		By E&F Properties, Inc.
Class A Common Stock						1,675 ⁽²⁾	I		By Holding Properties, LLC
Class B Common Stock						321	D		
Class B Common Stock						666 ⁽¹⁾	I		By spouse
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 ⁽²⁾	I		By Twin States Farming, Inc.
Class B Common Stock						200 ⁽²⁾	I		By E&F Properties, Inc.
Class B Common Stock						2,156 ⁽²⁾	I		By Holding Properties, Inc.

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

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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)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
HOLDING FRANK B POST OFFICE BOX 1377 SMITHFIELD, NC 27577	X	X	Executive Vice Chairman	

Signatures

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

09/10/2013

__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).

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 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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions on the same date at prices reanging from \$204.01 to \$205.00, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer,

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or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 3 to this Form 4.

- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions on the same date at prices ranging from \$205.00 to \$205.99, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 4 to this Form 4.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions on the same date at prices ranging from \$206.00 to \$206.99, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 5 to this Form 4.

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.