

Holding Olivia Britton
 Form 4
 December 03, 2018

FORM 4

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

OMB APPROVAL

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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 Olivia Britton

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 1352
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/29/2018

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common					424,127	D	
Class A Common					10,544	I	As beneficiary of Trust
Class A Common					365	I	As Trustee for Frank B. Holding Marital GST Trust
					2,675	I ⁽¹⁾	

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Class A Common								By Holding Properties, LLC
Class A Common						827	I <u>(1)</u>	By E&F Properties, Inc.
Class A Common						12,530	I <u>(1)</u>	By Twin States Farming, Inc.
Class A Common	11/29/2018	S	2,000	D	\$ 428.1315 <u>(2)</u>	198,032	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	11/29/2018	S	2,000	D	\$ 427.0587 <u>(3)</u>	196,032	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	11/29/2018	S	1,469	D	\$ 425.5485 <u>(4)</u>	194,563	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	11/30/2018	S	192	D	\$ 432.2526 <u>(5)</u>	194,371	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	11/30/2018	S	1,308	D	\$ 429.0992 <u>(6)</u>	193,063	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	11/30/2018	S	1,000	D	\$ 427	192,063	I <u>(1)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common						174,469	I <u>(1)</u>	By Yadkin Valley Company and subsidiary
						100,000	I <u>(1)</u>	

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Class A Common							By Fidelity BancShares (N.C.), Inc.
Class B Common			3,219		D		
Class B Common			1,225		I		As beneficiary of Trust
Class B Common			116,914		I		By: Olivia B. Holding Revocable Trust
Class B Common			2,156		I ⁽¹⁾		By Holding Properties, LLC
Class B Common			200		I ⁽¹⁾		By E&F Properties, Inc.
Class B Common			1,355		I ⁽¹⁾		By Twin States Farming, Inc.
Class B Common			22,619		I ⁽¹⁾		By Southern BancShares (N.C.), INC. and subsidiary
Class B Common			1,900		I ⁽¹⁾		By Yadkin Valley Company and subsidiary

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.

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(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	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	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
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Security	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Follow
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(Instr

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holding Olivia Britton PO BOX 1352 SMITHFIELD, NC 27577		X		

Signatures

Olivia B. Holding, By: William R. Lathan, Jr.,
Attorney-in-Fact
12/03/2018
Date

Signature of Reporting Person

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 is a director, officer, manager and/or shareholder of the companies that own these shares, but she disclaims beneficial ownership of the listed shares except to the extent of her 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.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$428.00 to \$428.25, 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 ranges set forth in footnotes (2) through (6) to this Report.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$427.00 to \$427.1173, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$425.336 to \$426.25, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$432.00 to \$432.485, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$429.02 to \$429.48, inclusive.

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.