HOLDING FRANK B

Form 4

February 15, 2011

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

(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) POST OF	(First) FICE BOX 1377	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2011				_X DirectorX 10% OwnerX Officer (give title Other (specify below) Executive Vice Chairman			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
SMITHFI	ELD, NC 27577						Person			
(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 I any (Month/Day	Date, if	3. 4. Secur Transaction(A) or D Code (Instr. 3, (Instr. 8)	isposed 4 and 5 (A) or	of (D)	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							261,300	D		
Class A Common Stock							445	I	By F. Holding 2009 GRAT	
Class A Common Stock							619,979	I	By: F. Holding 2010 GRAT	
Class A							784 <u>(1)</u>	I	By spouse	

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Stock			
Class A Common Stock	381,386 (1)	I	By Ella Ann 2009 GRAT
Class A Common Stock	313,869 (1)	I	By Ella Ann 2010 GRAT
Class A Common Stock	442,439 (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 (2)	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 (2)	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	562,711 (1)	I	By adult children and their spouses and children
Class B Common Stock	45,900 (2)	I	By First Citizens Bancorporation, Inc.

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Class B Common Stock						22,619 (2)	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 (2)	I	By Twin States Farming, Inc.
Class B Common Stock						200 (2)	I	By E&F Properties, Inc.
Class B Common Stock	02/11/2011	P	178	A	\$ 199.81	36,574 (1)	I	By Ella Ann 2009 GRAT
Class B Common Stock						2,851 <u>(1)</u>	I	By spouse
Class B Common Stock						850 <u>(1)</u>	I	By Ella Ann Lee Holding Revocable Trust dtd October 24, 2007
Class B Common Stock						6,015	D	
Class B Common Stock						2,325	I	By Frank B. Holding Revocable Trust Dated October 24, 2004
Class B Common Stock						2,034	I	By F. Holding 2010 GRAT
Class B Common Stock						150	I	By F. Holding 2009 GRAT
Class B Common Stock						1,442	I	By Ella Ann 2010 GRAT

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

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

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

Signatures

Frank B. Holding, By: David L. Ward, Jr., 02/15/2011 Attorney-in-Fact

> **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
- 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.

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.

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