FIRST CITIZENS BANCSHARES INC /DE/

Form 4 June 07, 2007

FORM 4

if no longer

subject to

Section 16.

Form 4 or

See Instruction

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Check this box

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

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

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1. Name and Address of Reporting Person * HOLDING FRANK B			ssuer Name and Ticker or Trading bol ST CITIZENS BANCSHARE C/DE/ [FCNCA]	Issuer							
(Last) POST OF	(First) FICE BOX 1377	(Mon	ate of Earliest Transaction hth/Day/Year) 05/2007	X Offic below)	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) Executive Vice Chairman						
SMITHFI	(Street) ELD, NC 27577		Amendment, Date Original (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 Person							
(City)											
1.Title of Security (Instr. 3) Class A Common Stock	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code Disposed 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				240,836 (1)	I	By adult children and their spouses and children					
Class A Common Stock				26,430 (1)	I	By trust for adult children					
				8,193 <u>(2)</u>	I						

OMB APPROVAL

Estimated average

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3235-0287

January 31,

2005

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Class A Common Stock							By Twin States Farming
Class A Common Stock					167,600 (2)	I	By First Citizens Bancorporation, Inc.
Class A Common Stock					28,628 (2)	I	By The Heritage Bank
Class A Common Stock					100,000 (2)	I	By Fidelity BancShares (N.C.), Inc.
Class A Common Stock					36,659 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock					46,000 (2)	Ι	By Southern Bank and Trust Company
Class A Common Stock					54,000 (2)	I	By Goshen, Inc.
Class A Common Stock					400 (2)	I	By E&F Properties, Inc.
Class B Common Stock					552,206 (1)	I	By adult children and their spouses and children
Class B Common Stock					45,900 <u>(2)</u>	I	By First Citizens Bancorporation, Inc.
Class B Common Stock					22,619 (2)	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock					6,175 <u>(2)</u>	I	By trust for adult children
Class B Common Stock					1,325 (2)	I	By Twin States Farming
Class B Common Stock					100 (2)	I	By E & F Properties
	06/05/2007	P	60	A	21,278 (1)	I	By spouse

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transa Code (Instr.	ectio	5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
			Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Relationshine

Reporting Owners

Reporting Owner Name / Address			Kelationships			
	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
06/07/2007

**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).

Reporting Owners 3

- 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.

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.