FIRST CITIZENS BANCSHARES INC /DE/

Form 4

August 07, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287

Number: Expires:

OMB

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or

Check this box

if no longer

Form 5 obligations may continue. See Instruction

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

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HOLDING	G FRANK B		T CITIZENS BANCSHARES /DE/ [FCNCA]	Issuer (Cl	heck all applic	eable)	
(Last) (First) (Middle) POST OFFICE BOX 1377			e of Earliest Transaction h/Day/Year) 3/2007	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) Executive Vice Chairman			
(Street) SMITHFIELD, NC 27577			mendment, 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)	(State)	(Zip) T	able I - Non-Derivative Securities Ac		l of, or Benef	icially Owned	
1.Title of Security (Instr. 3) Class A Common Stock	2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (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				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 (2)	I		

Class A Common Stock								By Twin States Farming
Class A Common Stock						167,600 (2)	Ι	By First Citizens Bancorporation, Inc.
Class A Common Stock						28,628 (2)	I	By The Heritage Bank
Class A Common Stock						100,000 (2)	Ι	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	02/23/2007	P	50	A	\$ 204.75	450 (2)	I	By E&F Properties, Inc.
Class B Common Stock						552,206 (1)	Ι	By adult children and their spouses and 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						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
	03/13/2007	P	200	A	\$ 214	21,603 (1)	I	By spouse

Class B Common Stock

Class B

Common 03/13/2007 50 A \$ 213.5 21,653 (1) I By spouse

Stock

Class A

Common 142,465 (1) I By spouse

Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Inst

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. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	TC:41	or	
						Exercisable	ercisable Date	Title Number		
				G 1 W	(A) (D)				of	
				Code V	(A) (D)				Shares	

Relationships

Reporting Owners

Reporting Owner Name / Address			•	
	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: William R. Lathan, Jr., 08/07/2007 Attorney-in-fact

> **Signature of Reporting Person Date

Reporting Owners 3

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.

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.