

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4  
 May 15, 2008

**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 LEWIS R**

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 29549**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/17/2008**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Chairman of the Board**

**RALEIGH, NC 27626**  
 (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)
			Code	V	Amount	(D)	Price
Class A Common Stock					661,839	D	
Class A Common Stock					48,963 <sup>(1)</sup>	I	By spouse
Class A Common Stock					25,129 <sup>(1)</sup>	I	By Adult Child
Class A Common Stock					18,145 <sup>(2)</sup>	I	By Yadkin Valley Company

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Stock

Class A Common Stock						700 <u>(2)</u>	I	By Yadkin Valley Life Insurance Company
Class A Common Stock						167,600 <u>(2)</u>	I	By First Citizens Bancorporation, Inc.
Class A Common Stock						100,000 <u>(2)</u>	I	By Fidelity BancShares (N.C.), Inc.
Class A Common Stock	03/17/2008	P	2	A	\$ 125	36,661 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	3,600	A	\$ 126	40,261 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	100	A	\$ 126.49	40,361 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	3	A	\$ 126.95	40,364 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	300	A	\$ 127.27	40,664 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	100	A	\$ 127.5	40,764 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	198	A	\$ 127.9	40,962 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	200	A	\$ 127.95	41,162 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	397	A	\$ 128	41,559 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	1,100	A	\$ 128.23	42,659 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	200	A	\$ 128.84	42,859 <u>(2)</u>	I	By Southern BancShares, Inc.

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Class A Common Stock	03/17/2008	P	39	A	\$ 128.99	42,898 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	2,399	A	\$ 129	45,297 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	2	A	\$ 129.5	45,299 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	300	A	\$ 129.62	45,599 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	100	A	\$ 129.75	45,699 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	2	A	\$ 129.77	45,701 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	98	A	\$ 129.78	45,799 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	98	A	\$ 129.79	45,897 <u>(2)</u>	I	By Southern BancShares, Inc.
Class a Common Stock	03/17/2008	P	298	A	\$ 129.8	46,195 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	100	A	\$ 129.81	46,295 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock	03/17/2008	P	404	A	\$ 129.8699	46,699 <u>(2)</u>	I	By Southern BancShares, Inc.
Class A Common Stock						46,000 <u>(2)</u>	I	By Southern Bank and Trust Company

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)

