FIRST CITIZENS BANCSHARES INC /DE/

Form 4 March 07, 2005

FORM 4

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

OMB Number: 3235-0287

Expires: January 31, 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to Section 16. Form 4 or

SECURITIES

2. Issuer Name and Ticker or Trading

FIRST CITIZENS BANCSHARES

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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 30(h) of the Investment Company Act of 1940

INC /DE/ [FCNCA]

Symbol

1(b).

(Print or Type Responses)

HOLDING FRANK B

1. Name and Address of Reporting Person *

(Last)	(First)	(Middle)	3. Date of Earliest Transaction		X Director X Officer (g		10% Owner Other (specify				
POST OFFICE BOX 1377			(Month/Day/Year) 02/22/2005					below)	below) cutive 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			
SMITHFIELD, NC 27577								Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially C									icially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	isposed	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)	
Common Stock								1,632,823	D		
Class A Common Stock								240,885 (1)	I	By adult children and their spouses and children	
Class A Common Stock								26,430 (1)	I	By trust for adult children	
								8,110 (2)	I		

Class A Common Stock			By Twin States Farming
Class A Common Stock	167,600 <u>(2)</u>	I	By First Citizens Bancorporation of South Carolina, 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	27,584 (2)	I	By Southern BancShares, 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 B Common Stock	6,382 (1)	I	By Spouse
Class B Common Stock	547,313 (1)	I	By adult children and their spouses and children
Class B Common Stock	45,900 <u>(2)</u>	I	By First Citizens Bancorporation of South Carolina, Inc.
Class B Common Stock	22,219 (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	1,225 (2)	I	By Twin States Farming, Inc.

Class A Common Stock	12/18/2002	P	2	A	\$ 92.9	130,583 (1)	I	By Spouse
Class A Common Stock	12/18/2002	P	100	A	\$ 92.93	130,683 (1)	I	By Spouse
Class A Common Stock	12/18/2002	P	776	A	\$ 93	131,459 (1)	I	By spouse
Class A Common Stock	12/19/2002	P	161	A	\$ 93	131,620 (1)	I	By spouse
Class A Common Stock	02/18/2005	P	100	A	\$ 149.73	131,720 (1)	I	By spouse
Class A Common Stock	03/03/2005	P	500	A	\$ 144.9	132,220 (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	2.	3. Transaction Date	3A. Deemed	4.		5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ctio	nNumber	Expiration D	ate	Amou	int of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	•		Secur	ities	(Instr. 5)
	Derivative					Securities			(Instr	. 3 and 4)	
	Security					Acquired					
						(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
										A mannt	
										Amount	
							Date	Expiration	Title	or Number	
							Exercisable Date	Title			
				C- 1-	3 7	(A) (D)				of	
				Code	V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Reporting Owners 3

HOLDING FRANK B
POST OFFICE BOX 1377 X X Executive Vice Chairman
SMITHFIELD, NC 27577

Signatures

Frank B. Holding, By: William R. Lathan, Jr.,
Attorney-in-Fact

03/07/2005

**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 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.

Signatures 4