

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4  
 January 27, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 Brice Carson H

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)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/13/2015

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

PO BOX 1352  
 (Street)

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

SMITHFIELD, NC 27577

(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 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 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)		
				(A) or (D)	Price				
				Code	V	Amount			
Class A Common	01/14/2015		G	V	125	A	\$ 0 254,893	D	
Class A Common	01/22/2015		G	V	125	A	\$ 0 125	I	By spouse
Class A Common	01/14/2015		G	V	125	A	\$ 0 3,710	I	As custodian for Stephen Brice
Class A Common	01/14/2015		G	V	125	A	\$ 0 3,110	I	As Custodian for Cordelia Brice

Class A Common	01/14/2015		G V 125 A \$0	3,110	I	As Custodian for Elizabeth Brice
Class A Common				10,652	I	As beneficiary of Trust
Class A Common				72,800 <sup>(1)</sup>	I	By ECHB, LLC
Class A Common				49,686 <sup>(2)</sup>	I	Trusts f/b/o children
Class B Common				108,440	D	
Class B Common				443	I	By spouse
Class B Common				2,227	I	As custodian for Stephen Brice
Class B Common				2,228	I	As custodian for Elizabeth Brice
Class B Common				2,228	I	As custodia for Cordelia Brice
Class B Common				1,250	I	As beneficiary of Trust
Class B Common				1,719	I <sup>(2)</sup>	Trusts f/b/o children

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)

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans
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of (D)  
(Instr. 3,  
4, and 5)

(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brice Carson H PO BOX 1352 SMITHFIELD, NC 27577		X		

## Signatures

Carson H. Brice, By: William R. Lathan, Jr., Attorney-in-fact	01/26/2015
**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).

(1) The listed shares are held by a limited liability company in which 100% of the voting interests are held by a trust for the benefit of the Reporting Person's children. The Reporting Person does not serve as trustee of the trust or have any interest in the limited liability company, she disclaims beneficial ownership of the shares held by the limited liability company, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

(2) The listed shares are held by three trusts for the benefit of the Reporting Person's children. The Reporting Person does not serve as trustee of or have or share investment control over the Issuer's shares held by the trusts, she disclaims beneficial ownership of the shares held by the trusts, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

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.