

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4  
 December 24, 2014

**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 \*  
 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)  
 PO BOX 1352  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/18/2014

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

SMITHFIELD, NC 27577  
 (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 or Disposed of (A) or (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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common	12/18/2014		G	V 6,200 A \$ 0	200,068	D	
Class A Common	12/18/2014		G	V 21,600 A \$ 0	221,668	D	
Class A Common	12/22/2014		G	V 33,100 A \$ 0	254,768	D	
Class A Common					3,585	I	As custodian for Stephen Brice
Class A Common					2,985	I	As Custodian

									for Cordelia Brice
Class A Common				2,985	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 custodian 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.**

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**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	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	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. Number of Derivative Securities Beneficially Owned
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