

Bristow Claire H
 Form 4
 December 28, 2018

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 *
 Bristow Claire 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)
 4300 SIX FORKS ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/17/2018

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

RALEIGH, NC 27609
 (City) (State) (Zip)

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
 ____ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common | 12/17/2018 | | G | V 29,000 D | \$ 0 301,825 ⁽¹⁾ | D | |
| Class A Common | | | | | 10,858 | I | As beneficiary of Trust |
| Class A Common | 12/17/2018 | | G | V 14,500 A | \$ 0 14,500 | I | By spouse as Trustee for Claire Holding Bristow 2018 Irrevocable Family Trust |

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| | | | | | | | | | |
|-------------------|------------|---|---|--------|---|------|-----------------------|---|---|
| Class A Common | 12/17/2018 | G | V | 14,500 | A | \$ 0 | 14,500 | I | By spouse as trustee for Peter M. Bristow 2nd Amended and Restate Trust Agreement |
| Class A Common | | | | | | | 6,737 ⁽²⁾ | I | By Spouse |
| Class A Common | | | | | | | 1,775 ⁽²⁾ | I | By Son, Peter M. Bristow, Jr. |
| Class A Common | | | | | | | 10,850 ⁽²⁾ | I | By spouse as custodian for Peter Bristow, Jr. |
| Class A Common | | | | | | | 12,533 ⁽²⁾ | I | By spouse as custodian for Charlotte Bristow |
| Class A Common | | | | | | | 12,377 ⁽²⁾ | I | By spouse as custodian for Ella Bristow |
| Class A Common | | | | | | | 6,106 ⁽²⁾ | I | PMB Investments, LLC |
| Class A Common | | | | | | | 2,154 ⁽²⁾ | I | CRB Investments, LLC |
| Class A Common | | | | | | | 2,045 ⁽²⁾ | I | EHB Investments, LLC |
| Class A Common | | | | | | | 19,041 ⁽²⁾ | I | By spouse as trustee for PMB Trust 2011 |
| Class A Common | | | | | | | 19,041 ⁽²⁾ | I | By spouse as trustee for CRB Trust 2011 |
| Class A Common | | | | | | | 19,041 ⁽²⁾ | I | By spouse as trustee for EHB Trust 2011 |
| | | | | | | | 82,866 | D | |

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| | | | | |
|-------------------|----------------------|---|--|--|
| Class B Common | | | | |
| Class B Common | 1,250 | I | As beneficiary of Trust | |
| Class B Common | 538 ⁽²⁾ | I | By spouse | |
| Class B Common | 2,080 ⁽²⁾ | I | By spouse as custodian for Peter Bristow, Jr. | |
| Class B Common | 8,350 ⁽²⁾ | I | PMB Investments, LLC | |
| Class B Common | 2,081 ⁽²⁾ | I | By spouse as custodian for Charlotte Bristow | |
| Class B Common | 8,850 ⁽²⁾ | I | CRB Investments, LLC | |
| Class B Common | 2,081 ⁽²⁾ | I | By spouse as custodian for Ella Bristow | |
| Class B Common | 8,710 ⁽²⁾ | I | EHB Investments, LLC | |
| Class B Common | 82 ⁽²⁾ | I | By Son. Peter M. Bristow, Jr. | |
| Class B Common | 82 ⁽²⁾ | I | By daughter, Charlotte Bristow | |
| Class B Common | 82 ⁽²⁾ | I | By daughter, Ella Bristow | |

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)

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| 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 of (D) (Instr. 3, 4, and 5) | 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 (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Bristow Claire H 4300 SIX FORKS ROAD RALEIGH, NC 27609 | | X | | |

Signatures

Claire H. Bristow; By: William R. Lathan, Jr.,
Attorney-in-Fact 12/28/2018

**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) Reflects distribution from Ella Ann L. Holding 2016 grantor retained annuity trust.

The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the 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.

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.