

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 *
BRISTOW PETER M

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)
01/14/2015

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

RALEIGH, NC 27609

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

(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 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 (A) or (D) Price			
Class A Common	01/14/2015		G	V 125 A \$ 0	6,582	D	
Class A Common					255,526 ⁽¹⁾	I	By Spouse
Class A Common	01/14/2015		G	V 125 A \$ 0	10,770 ⁽¹⁾	I	As custodian for Peter Bristow, Jr.
Class A Common	01/14/2015		G	V 125 A \$ 0	10,678 ⁽¹⁾	I	As custodian for Charlotte Bristow
	01/14/2015		G	V 125 A \$ 0	10,522 ⁽¹⁾	I	

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Class A Common									As custodian for Ella Bristow	
Class A Common						6,106 <u>(1)</u>	I		PMB Investments, LLC	
Class A Common						2,154 <u>(1)</u>	I		CRB Investments, LLC	
Class A Common						2,045 <u>(1)</u>	I		EHB Investments, LLC	
Class A Common						19,041 <u>(1)</u>	I		As trustee for PMB Trust 2011	
Class A Common						19,041 <u>(1)</u>	I		As trustee for CRB Trust 2011	
Class A Common						19,041 <u>(1)</u>	I		As trustee for EHB Trust 2011	
Class A Common						10,858 <u>(1)</u>	I		Spouse as beneficiary of trust	
Class B Common						318	D			
Class B Common	01/14/2015		G	V	125	A	\$ 0	83,480 <u>(1)</u>	I	By spouse
Class B Common						1,732 <u>(1)</u>	I		As custodian for Peter Bristow, Jr.	
Class B Common						1,733 <u>(1)</u>	I		As custodian for Charlotte Bristow	
Class B Common						1,733 <u>(1)</u>	I		As custodian for Ella Bristow	
Class B Common						8,350 <u>(1)</u>	I		PMB Investments, LLC	
Class B Common						8,850 <u>(1)</u>	I		CRB Investments, LLC	

Class B Common	8,710 ⁽¹⁾	I	EHB Investments, LLC
Class B Common	1,250 ⁽¹⁾	I	Spouse as beneficiary of Trust

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 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 Repor Trans (Instr
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRISTOW PETER M 4300 SIX FORKS ROAD RALEIGH, NC 27609	X	X	President	

Signatures

Peter M. Bristow, By: William R. Lathan, Jr.,
Attorney-in-fact
Date: 01/22/2015

**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).

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- 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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