

FIRST CITIZENS BANCSHARES INC /DE/
 Form 4
 May 20, 2015

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 *
BRYANT HOPE HOLDING

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)
 05/19/2015

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

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)
				(A) or (D)	Amount		
Class A Common Stock					272,492	D	
Class A Common Stock					10,772	I	As beneficiary of Trust
Class A Common Stock					18,914	I ⁽¹⁾	As custodian for Hewlette
Class A Common Stock					16,288	I ⁽¹⁾	As custodian for John

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Stock									Patrick
Class A Common Stock					16,925		I <u>(1)</u>		As custodian for Elliot
Class A Common Stock					80		I <u>(1)</u>		By Hewlette Collier Connell
Class A Common Stock					80		I <u>(1)</u>		By John Patrick Connell
Class A Common Stock					80		I <u>(1)</u>		By Samuel Hunter Bryant
Class A Common Stock					1,990		I <u>(1)</u>		John Connell as Custodian for Hewlette
Class A Common Stock					4,850		I <u>(1)</u>		John Connell as Custodian for John Patrick
Class A Common Stock					3,604		I <u>(1)</u>		By John Connell as custodian for Elliot Connell
Class A Common Stock					174,469		I <u>(2)</u>		By Yadkin Valley Company and subsidiary
Class A Common Stock					827		I <u>(2)</u>		By E&F Properties
Class A Common Stock					12,530		I <u>(2)</u>		By Twin States Farming, Inc.
Class A Common Stock	05/19/2015	S	5,585	D	\$ 251.03 <u>(3)</u>	229,563	I <u>(2)</u>		By Southern BancShares (N.C.), Inc. and subsidiary
						100,000	I <u>(2)</u>		

Class A Common Stock			By Fidelity BancShares (N.C.), Inc.
Class B Common Stock	100,953	D	
Class B Common Stock	1,225	I	As beneficiary of Trust
Class B Common Stock	1,751	I ⁽¹⁾	As custodian for Hewlette
Class B Common Stock	6,250	I ⁽¹⁾	By Hewlette Collier Connell
Class B Common Stock	1,751	I ⁽¹⁾	As custodian for John Patrick
Class B Common Stock	5,000	I ⁽¹⁾	By John Patrick Connell
Class B Common Stock	6,950	I ⁽¹⁾	As custodian for Elliot
Class B Common Stock	323	I ⁽¹⁾	John Connell as custodian for Hewlette
Class B Common Stock	323	I ⁽¹⁾	John Connell as custodian for John Patrick
Class B Common Stock	100	I ⁽¹⁾	John Connell as custodian for Elliot
Class B Common Stock	1,900	I ⁽²⁾	By Yadkin Valley Company and subsidiary
Class B Common Stock	200	I ⁽²⁾	By E&F Properties, Inc.

Class B Common Stock		1,355	I ⁽²⁾	By Twin States Farming, Inc.
Class B Common Stock		22,619	I ⁽²⁾	By Southern BancShares (N.C.), Inc. and subsidiary

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Benef Own Follo Repor 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
BRYANT HOPE HOLDING 4300 SIX FORKS ROAD RALEIGH, NC 27609	X	X	Vice Chairman	

Signatures

Hope Holding Bryant, By: William R. Lathan, Jr.,
Attorney-in-fact

05/20/2015

__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 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.

(2) The reporting person is a director, officer and/or shareholder of the companies that own these shares, but she disclaims beneficial ownership of the listed shares except to the extent of her pecuniary interest therein, if any, 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.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$251.00 to \$251.625, inclusive. The reporting person undertakes to provide First Citizens BancShares, Inc., and security holders of First Citizens BancShares, Inc., or the staff of the Securities and Exchange Commission, upon request full information regarding the number of shares sold at each separate price within the above range.

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.