

Holding Olivia Britton
Form 4
August 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 *
Holding Olivia Britton

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)
07/18/2018

____ 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 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 Beneficial Ownership (Instr. 4)
Class A Common	07/18/2018		G	V 50,000 A \$ 0	398,908	D	
Class A Common	08/15/2018		G	V <u>25,219</u> ⁽¹⁾ A \$ 0	424,127	D	
Class A Common					10,544	I	As beneficiary of Trust
Class A Common					34,265	I	As Co-Trustee for Frank B. Holding

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Class A Common	2,675	I <u>(2)</u>	Revocable Trust By Holding Properties, LLC
Class A Common	827	I <u>(2)</u>	By E&F Properties, Inc.
Class A Common	12,530	I <u>(2)</u>	By Twin States Farming, Inc.
Class A Common	204,563	I <u>(2)</u>	By Southern BancShares (N.C.), Inc. and subsidiary
Class A Common	174,469	I <u>(2)</u>	By Yadkin Valley Company and subsidiary
Class A Common	100,000	I <u>(2)</u>	By Fidelity BancShares (N.C.), Inc.
Class B Common	3,219	D	
Class B Common	1,225	I	As beneficiary of Trust
Class B Common	116,914	I	By: Olivia B. Holding Revocable Trust
Class B Common	2,156	I <u>(2)</u>	By Holding Properties, LLC
Class B Common	200	I <u>(2)</u>	By E&F Properties, Inc.
Class B Common	1,355	I <u>(2)</u>	By Twin States Farming, Inc.

Class B Common	22,619	I <u>(2)</u>	By Southern BancShares (N.C.), INC. and subsidiary
Class B Common	1,900	I <u>(2)</u>	By Yadkin Valley Company and subsidiary

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holding Olivia Britton PO BOX 1352 SMITHFIELD, NC 27577		X		

Signatures

Olivia B. Holding, By: William R. Lathan, Jr.,
Attorney-in-Fact

08/22/2018

**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 is a director, officer, manager 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.

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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