

FIRST CITIZENS BANCSHARES INC /DE/
 Form 4
 March 30, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 LEWIS R

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)
03/28/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

POST OFFICE BOX 29549

(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

RALEIGH, NC 27626

(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)	Price		
Class A Common Stock	03/28/2007		S	99	D	\$ 204.05	692,891 D
Class A Common Stock	03/28/2007		S	300	D	\$ 204.1	692,591 D
Class A Common Stock	03/28/2007		S	464	D	\$ 204.35	692,127 D
Class A Common	03/28/2007		S	36	D	\$ 204.36	692,091 D

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Stock								
Class A Common Stock	03/28/2007	S	62	D	\$ 204.49	692,029	D	
Class A Common Stock	03/28/2007	S	300	D	\$ 204.55	691,729	D	
Class A Common Stock	03/28/2007	S	171	D	\$ 204.61	691,558	D	
Class A Common Stock	03/28/2007	S	452	D	\$ 205	691,106	D	
Class A Common Stock	03/28/2007	S	29	D	\$ 206.13	691,077	D	
Class A Common Stock						48,963 <u>(1)</u>	I	By spouse
Class A Common Stock						25,129 <u>(1)</u>	I	By Adult Child
Class A Common Stock						18,145 <u>(2)</u>	I	By Yadkin Valley Company
Class A Common Stock						700 <u>(2)</u>	I	By Yadkin Valley Life Insurance Company
Class A Common Stock						167,600 <u>(2)</u>	I	By First Citizens Bancorporation, Inc.
Class A Common Stock						100,000 <u>(2)</u>	I	By Fidelity BancShares (N.C.), Inc.
Class A Common Stock						36,659 <u>(2)</u>	I	By Southern BancShares (N.C.), Inc.
Class A Common Stock						46,000 <u>(2)</u>	I	By Southern Bank and Trust Company
Class A Common Stock						54,000 <u>(2)</u>	I	By Goshen, Inc.

Class B Common Stock	26,951	D	
Class B Common Stock	12,025 ⁽¹⁾	I	By spouse
Class B Common Stock	175 ⁽²⁾	I	By Yadkin Valley Life Insurance Company
Class B Common Stock	45,900 ⁽²⁾	I	By First Citizens Bancorporation, Inc.
Class B Common Stock	22,619 ⁽²⁾	I	By Southren BancShares (N.C.), Inc.
Class B Common Stock	581 ⁽¹⁾	I	By Adult Child
Class B Common Stock	1,725 ⁽²⁾	I	By Yadkin Valley CompanyClass
Class B Common Stock	111 ⁽¹⁾	I	By Trust for Grandchild

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

