

FIRST CITIZENS BANCSHARES INC /DE/
 Form 4
 February 28, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
HOLDING FRANK B

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)
POST OFFICE BOX 1377
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/24/2006

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

SMITHFIELD, NC 27577
 (City) (State) (Zip)

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

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 Stock				(A) or (D)	1,632,783	D	
Class A Common Stock				(A) or (D)	240,836 ⁽¹⁾	I	By adult children and their spouses and children
Class A Common Stock				(A) or (D)	26,430 ⁽¹⁾	I	By trust for adult children
				(A) or (D)	8,121 ⁽²⁾	I	

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Class A Common Stock								By Twin States Farming	
Class A Common Stock					167,600 <u>(2)</u>	I		By First Citizens Bancorporation, Inc.	
Class A Common Stock					28,628 <u>(2)</u>	I		By The Heritage Bank	
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, 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					547,828 <u>(1)</u>	I		By adult children and their spouses and children	
Class B Common Stock					45,900 <u>(2)</u>	I		By First Citizens Bancorporation, Inc.	
Class B Common Stock					22,619 <u>(2)</u>	I		By Southern BancShares (N.C.), Inc.	
Class B Common Stock					6,175 <u>(1)</u>	I		By trust for adult children	
Class B Common Stock					1,225 <u>(2)</u>	I		By Twin States Farming, Inc.	
Class B Common Stock	02/24/2006		P	50	A	\$ 190	10,700 <u>(1)</u>	I	By spouse
Class A Common Stock							135,164 <u>(1)</u>	I	By Spouse

