

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4/A  
 March 23, 2005

**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 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)  
**03/14/2005**

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)  
**03/16/2005**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  |   |  |   |
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Class A Common Stock            |                                      |  |                                |   | 1,632,823   | D  |   |
| Class A Common Stock            |                                      |  |                                |   | 240,885 <sup>(1)</sup>  | I  | By adult children and their spouses and children      |
| Class A Common Stock            |                                      |  |                                |   | 26,430 <sup>(1)</sup>   | I  | By trust for adult children                           |
|                                 |                                      |  |                                |   | 8,110 <sup>(2)</sup>  | I  |   |

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|                            |            |   |     |   |              |                                     |   |  |
|----------------------------|------------|---|-----|---|--------------|-------------------------------------|---|--|
| Class A<br>Common<br>Stock |            |   |     |   |              |                                     |   | By Twin States<br>Farming  |
| Class A<br>Common<br>Stock |            |   |     |   |              | 167,600 <sup>(2)</sup>              | I | By First<br>Citizens<br>Bancorporation<br>of South<br>Carolina, Inc. |
| Class A<br>Common<br>Stock |            |   |     |   |              | 28,628 <sup>(2)</sup>               | I | By The<br>Heritage Bank  |
| Class A<br>Common<br>Stock |            |   |     |   |              | 100,000 <sup>(2)</sup>              | I | By Fidelity<br>BancShares<br>(N.C.), Inc.                            |
| Class A<br>Common<br>Stock |            |   |     |   |              | 27,584 <sup>(2)</sup>               | I | By Southern<br>BancShares,<br>Inc.                                   |
| Class A<br>Common<br>Stock |            |   |     |   |              | 46,000 <sup>(2)</sup>               | I | By Southern<br>Bank and Trust<br>Company                             |
| Class A<br>Common<br>Stock |            |   |     |   |              | 54,000 <sup>(2)</sup>               | I | By Goshen, Inc.  |
| Class B<br>Common<br>Stock | 03/14/2005 | P | 184 | A | \$<br>146.31 | 6,566 <sup>(1)</sup> <sup>(3)</sup> | I | By Spouse  |
| Class B<br>Common<br>Stock |            |   |     |   |              | 547,313 <sup>(1)</sup>              | I | By adult<br>children and<br>their spouses<br>and children            |
| Class B<br>Common<br>Stock |            |   |     |   |              | 45,900 <sup>(2)</sup>               | I | By First<br>Citizens<br>Bancorporation<br>of South<br>Carolina, Inc. |
| Class B<br>Common<br>Stock |            |   |     |   |              | 22,219 <sup>(2)</sup>               | I | By Southern<br>BancShares<br>(N.C.), Inc.                            |
| Class B<br>Common<br>Stock |            |   |     |   |              | 6,175 <sup>(1)</sup>                | I | By trust for<br>adult children                                       |
| Class B<br>Common<br>Stock |            |   |     |   |              | 1,225 <sup>(2)</sup>                | I | By Twin States<br>Farming, Inc.                                      |



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The reporting person is a director, officer and/or principal shareholder of the companies that own these shares, but he disclaims beneficial ownership of the listed shares except to the extent of his pecuniary interest therein.

The original report, which this report amends, incorrectly reported the purchase of 184 shares of Class A common stock by the Reporting

- (3) Person's spouse. The correct amount and class of stock purchased is 184 shares of Class B common stock by the Reporting Person's spouse.

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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