

HOLDING FRANK B
Form 4/A
October 13, 2006

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 * | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
| HOLDING FRANK B | | | FIRST CITIZENS BANCSHARES INC /DE/ [FCNCA] | (Check all applicable) |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner |
| POST OFFICE BOX 1377 | | | 10/06/2006 | <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | Executive Vice Chairman |
| SMITHFIELD, NC 27577 | | | 10/10/2006 | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> 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) | 1,633,283 | 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) | 8,193 ⁽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 A Common Stock | 10/06/2006 | P | 300 | A | \$ 189 | 300 <u>(2)</u> <u>(3)</u> | I | By E&F Properties, Inc. |
| Class B Common Stock | | | | | | 550,206 <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>(2)</u> | I | By trust for adult children |
| Class B Common Stock | | | | | | 1,225 <u>(2)</u> | I | By Twin States Farming |
| Class B Common Stock | | | | | | 14,520 <u>(1)</u> | I | By Spouse |
| | | | | | | 138,209 <u>(1)</u> | I | By Spouse |

Class A
Common
Stock

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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 FRANK B POST OFFICE BOX 1377 SMITHFIELD, NC 27577 | X | X | Executive Vice Chairman | |

Signatures

Frank B. Holding, By: William R. Lathan, Jr.,
Attorney-in-Fact 10/13/2006

__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).

The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the

(1) 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)

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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 dated October 10, 2006, that this report amends, incorrectly reported 300 shares of Class A Common Stock as being
- (3) purchased by the reporting person's spouse. The shares were purchased by E&F Properties, a related interest of the reporting person. This amendment reflects that correction. All other information remains the same.

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.