AGEE JEFF Form 4 February 15, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

**AGEE JEFF** 

(Print or Type Responses)

1. Name and Address of Reporting Person \*

|   |                                      |  | FIRST CITIZENS BANCSHARES INC /TN/ [None]        |  |   | (Check all applicable)                              |       |   |  |   |  |
|---|--------------------------------------|--|--|--|---|---|-------|---|--|---|--|
| (Last)  |                                      |  | 3. Date of Earliest Transaction (Month/Day/Year) |  |   | _X_ Director 10% Owner Other (specify below) below) |       |   |  |   |  |
| 407 HEATHRIDGE 02/07/   |                                      |  | 02/07/2011                                       |  |   |   |       | President & CEO   |  |   |  |
|   | (Street)                             |  |  | ndment, Dar<br>h/Day/Year)             |   |   |       | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |   |  |
| DYERSBURG, TN 38024   |                                      |  | Person   |  |   |   |       | eporting  |  |   |  |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                      |  |  |  |   |   |       | lly Owned   |  |   |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date (Month/Day/Year) |  | Date, if   | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securi<br>onAcquirec<br>Disposec<br>(Instr. 3, | d (A) of d of (D) 4 and (A) or                      | ))    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                      | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
| Common<br>Capital<br>Stock  | 02/07/2011                           |  |  | P                                      | 100   | A   | \$ 34 | 7,306 (1)   | D  |   |  |
| Common<br>Capital<br>Stock  |                                      |  |  |  |   |   |       | 2,120   | I  | Spouse  |  |
| Common<br>Capital<br>Stock  |                                      |  |  |  |   |   |       | 348   | I  | Children  |  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 4.<br>Transact<br>Code<br>(Instr. 8) | 5. SorNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) tive ies ed ed |                    | 7. Titl<br>Amou<br>Under<br>Secur<br>(Instr. | int of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|--------------------------------------|--------------------------------------|---|---------------------------------|--------------------|--|--|---|---|
|   |   |                                      | Code V                               |   | Date<br>Exercisable             | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |   |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

Director 10% Owner Officer Other

AGEE JEFF

407 HEATHRIDGE X President & CEO

DYERSBURG, TN 38024

# **Signatures**

Jeff Agee 02/07/2011

\*\*Signature of 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) Reporting person is a participant in the ESOP Plan of First Citizens National Bank. This report does not include shares that may have accrued to him/her under the Plan.

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.

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