

**Eun Ah Choi**  
Senior Vice President  
Global Head of Regulatory Operations

February 6, 2026

Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Division of Corporation Finance:

This is to certify that on February 5, 2026, The Nasdaq Stock Market (the "Exchange") received from First Citizens BancShares, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Depository Shares each representing a 1/40th ownership interest in a  
share of 6.625% Non-Cumulative Perpetual Preferred Stock, Series E

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness under the Form 8-A 12(b), and we hereby join in such request.

Sincerely,

