

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

FRANKLIN RESOURCES INC
Form 13F-HR
November 10, 2010

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

Form 13F
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2010

Check here if Amendment [] ; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Franklin Resources, Inc.
Address: One Franklin Parkway
San Mateo, CA, US 94403-1906

Form 13F File Number: 028-00734

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert C. Rosselot
Title: Assistant Secretary
Phone: 954-527-7500

Signature, Place, and Date of Signing:

/s/ROBERT C. ROSSELOT Fort Lauderdale, FL November 05, 2010
[Signature] [City,State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 14
 Form 13F Information Table Entry Total: 3797
 Form 13F Information Table Value Total: 128,038,495
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	028-05930	Franklin Advisory Services, LLC
2	028-03578	Franklin Advisers, Inc.
3	028-03877	Fiduciary Trust Company International
4	028-12948	Fiduciary International, Inc.
5	028-06154	Franklin Mutual Advisers, LLC
6	028-11855	Franklin Templeton Investments (Asia) Ltd.
7	028-11753	Franklin Templeton Investments Australia Limited
8	028-06143	Franklin Templeton Investments Corp.
9	028-12310	Franklin Templeton Institutional, LLC
10	028-11761	Franklin Templeton Investment Management Limited
11	028-06174	Franklin Templeton Portfolio Advisors, Inc.
12	028-11763	Templeton Asset Management Ltd.
13	028-05454	Templeton Global Advisors Limited
14	028-01074	Templeton Investment Counsel, LLC

FORM 13F INFORMATION TABLE
 FOR THE PERIOD ENDED 09/30/2010
 REPORTING MANAGER: FRANKLIN RESOURCES, INC.

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
3M CO	COM	88579Y101	3624	41800	SH		DEFINE
3M CO	COM	88579Y101	102866	1186320	SH		DEFINE
3M CO	COM	88579Y101	27246	314216	SH		DEFINE
3M CO	COM	88579Y101	16706	192587	SH		DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

3M CO	COM	88579Y101	1422	16403	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	842	66462	SH	DEFINE
A. T. CROSS COMPANY	CL A	227478104	4392	800000	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	36980	1750910	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	14153	670137	SH	DEFINE
ABBOTT LABS	COM	002824100	224023	4288340	SH	DEFINE
ABBOTT LABS	COM	002824100	78081	1494666	SH	DEFINE
ABBOTT LABS	COM	002824100	50101	959051	SH	DEFINE
ABBOTT LABS	COM	002824100	1019	19500	SH	DEFINE
ABBOTT LABS	COM	002824100	73	1390	SH	DEFINE
ABBOTT LABS	COM	002824100	19295	369318	SH	DEFINE
ABBOTT LABS	COM	002824100	2435	46603	SH	DEFINE
ABBOTT LABS	COM	002824100	1506	28820	SH	DEFINE
ABBOTT LABS	COM	002824100	8382	160460	SH	DEFINE
ABBOTT LABS	COM	002824100	89472	1712710	SH	DEFINE
ABBOTT LABS	COM	002824100	13095	250670	SH	DEFINE
ABINGTON BANCORP INC	COM	00350L109	3852	365488	SH	DEFINE
ABM INDS INC	COM	000957100	102083	4728267	SH	DEFINE
ABOVENET INC	COM	00374N107	253393	4864522	SH	DEFINE
ABOVENET INC	COM	00374N107	313	6000	SH	CALL DEFINE
ABOVENET INC	COM	00374N107	67	1288	SH	CALL DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	14709	346178	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	17379	409016	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	4879	114825	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	13730	323141	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	44333	1043364	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2387	56181	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	8179	192490	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	967951	22780686	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	37706	887420	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	175	4120	SH	DEFINE
ACE LTD	SHS	H0023R105	11252	193163	SH	DEFINE
ACE LTD	SHS	H0023R105	996	17100	SH	DEFINE
ACE LTD	SHS	H0023R105	666355	11439569	SH	DEFINE
ACE LTD	SHS	H0023R105	16893	290000	SH	DEFINE
ACE LTD	SHS	H0023R105	4659	79991	SH	DEFINE
ACE LTD	SHS	H0023R105	12891	221310	SH	DEFINE
ACE LTD	SHS	H0023R105	379	6510	SH	DEFINE
ACE LTD	SHS	H0023R105	62997	1081497	SH	DEFINE
ACE LTD	SHS	H0023R105	15748	270344	SH	DEFINE
ACE LTD	SHS	H0023R105	4200	72100	SH	DEFINE
ACE LTD	SHS	H0023R105	326024	5596972	SH	DEFINE
ACE LTD	SHS	H0023R105	246962	4239688	SH	DEFINE
ACE LTD	SHS	H0023R105	151	2590	SH	DEFINE
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	2511	831600	SH	DEFINE
ACME PACKET INC	COM	004764106	740	19500	SH	DEFINE
ACORDA THERAPEUTICS INC	COM	00484M106	10395	314800	SH	DEFINE
ACORDA THERAPEUTICS INC	COM	00484M106	17	500	SH	DEFINE
ACTEL CORP	COM	004934105	7350	460832	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	40076	3703840	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	1996	184488	SH	DEFINE
ADMINISTAFF INC	COM	007094105	35510	1318600	SH	DEFINE
ADOBE SYS INC	COM	00724F101	18381	702900	SH	DEFINE
ADOBE SYS INC	COM	00724F101	6368	243507	SH	DEFINE
ADVANCE AUTO PARTS INC	COM	00751Y106	30468	519220	SH	DEFINE
ADVANCE AUTO PARTS INC	COM	00751Y106	4	64	SH	DEFINE
ADVANCED MICRO DEVICES INC	NOTE 6.000% 5/0007903AL1	0007903AL1	20805	21042000	PRN	DEFINE
ADVANTAGE OIL & GAS LTD	COM	00765F101	113	17900	SH	DEFINE
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	335	13800	SH	DEFINE
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	6784	407680	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	2155	96836	SH	DEFINE
AES CORP	COM	00130H105	1545	136110	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

AETNA INC NEW	COM	00817Y108	97462	3083240	SH	DEFINE
AETNA INC NEW	COM	00817Y108	1569	49626	SH	DEFINE
AETNA INC NEW	COM	00817Y108	46	1440	SH	DEFINE
AETNA INC NEW	COM	00817Y108	197	6240	SH	DEFINE
AETNA INC NEW	COM	00817Y108	308	9750	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	38233	490100	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	762	9770	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2270	29100	SH	DEFINE
AFLAC INC	COM	001055102	61338	1186199	SH	DEFINE
AFLAC INC	COM	001055102	112388	2173420	SH	DEFINE
AFLAC INC	COM	001055102	23049	445733	SH	DEFINE
AFLAC INC	COM	001055102	22	430	SH	DEFINE
AFLAC INC	COM	001055102	3653	70615	SH	DEFINE
AFLAC INC	COM	001055102	134	2600	SH	DEFINE
AFLAC INC	COM	001055102	2899	56057	SH	DEFINE
AGA MED HLDGS INC	COM	008368102	746	53403	SH	DEFINE
AGCO CORP	COM	001084102	596	15285	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	53818	1612769	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	3969	118940	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	17	500	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	1402	42000	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	34	1010	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	98	2950	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	127	3800	SH	DEFINE
AGL RES INC	COM	001204106	135674	3536870	SH	DEFINE
AGL RES INC	COM	001204106	19	500	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	51390	723500	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	1885	26500	SH	DEFINE
AGRIUM INC	COM	008916108	42	563	SH	DEFINE
AGRIUM INC	COM	008916108	95833	1268974	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	148847	1797230	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	41410	500000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	14524	175367	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	116	1400	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	1168	14100	SH	DEFINE
AIRGAS INC	COM	009363102	83489	1228677	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	6308	125700	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	296	5900	SH	DEFINE
ALAMO GROUP INC	COM	011311107	6811	305000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	22504	441000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	30618	600000	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	78003	2071789	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	9	250	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	85	2250	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	168	49782	SH	DEFINE
ALCOA INC	COM	013817101	3204	264600	SH	DEFINE
ALCOA INC	COM	013817101	721	59500	SH	DEFINE
ALCOA INC	COM	013817101	1431	118170	SH	DEFINE
ALCOA INC	COM	013817101	8878	733114	SH	DEFINE
ALCOA INC	COM	013817101	15675	1294380	SH	DEFINE
ALCOA INC	COM	013817101	28308	2337590	SH	DEFINE
ALCOA INC	COM	013817101	5757	475410	SH	DEFINE
ALCOA INC	COM	013817101	117462	9699580	SH	DEFINE
ALCOA INC	COM	013817101	1553	128230	SH	DEFINE
ALCOA INC	COM	013817101	100	8240	SH	DEFINE
ALCON INC	COM SHS	H01301102	2088	12520	SH	DEFINE
ALCON INC	COM SHS	H01301102	357	2140	SH	DEFINE
ALCON INC	COM SHS	H01301102	279148	1673649	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	4033	115765	SH	DEFINE
ALEXANDERS INC	COM	014752109	171708	543758	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	479	6842	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	12912	184460	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	259	3700	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	21065	327300	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	22	340	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	40	133	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	258272	852297	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	26972	1100000	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	38	1559	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	613	25000	SH	DEFINE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	335	7210	SH	DEFINE
ALLEGIAN T TRAVEL CO	COM	01748X102	32798	775000	SH	DEFINE
ALLEGIAN T TRAVEL CO	COM	01748X102	920	21732	SH	DEFINE
ALLEGIAN T TRAVEL CO	COM	01748X102	3259	77000	SH	DEFINE
ALLEGIAN T TRAVEL CO	COM	01748X102	3087	72952	SH	DEFINE
ALLERGAN INC	COM	018490102	85525	1285493	SH	DEFINE
ALLERGAN INC	COM	018490102	25698	386257	SH	DEFINE
ALLERGAN INC	COM	018490102	1139	17120	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	84311	1291910	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	233	3564	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	86259	1321771	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	NOTE	1.750% 8/018581AD0	17659	17000000	PRN	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	8232	1983600	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	1071	40550	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	57615	1585000	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	58	1600	SH	DEFINE
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	49121	2659500	SH	DEFINE
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	140	7593	SH	DEFINE
ALLSTATE CORP	COM	020002101	3944	125000	SH	DEFINE
ALLSTATE CORP	COM	020002101	15420	488739	SH	DEFINE
ALLSTATE CORP	COM	020002101	10377	328896	SH	DEFINE
ALLSTATE CORP	COM	020002101	32	1010	SH	DEFINE
ALLSTATE CORP	COM	020002101	94	2970	SH	DEFINE
ALLSTATE CORP	COM	020002101	158	5000	SH	DEFINE
ALLSTATE CORP	COM	020002101	63	2000	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	10748	261190	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	41	1000	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	7670	319301	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	848449	35322610	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	3843	160000	SH	DEFINE
ALZA CORP	SDCV	7/202261WAB5	13594	15000000	PRN	DEFINE
AMAG PHARMACEUTICALS INC	COM	00163U106	2757	160200	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	1765	684000	SH	DEFINE
AMAZON COM INC	COM	023135106	86799	552640	SH	DEFINE
AMAZON COM INC	COM	023135106	14077	89625	SH	DEFINE
AMAZON COM INC	COM	023135106	6678	42520	SH	DEFINE
AMAZON COM INC	COM	023135106	989	6300	SH	DEFINE
AMAZON COM INC	COM	023135106	16381	104300	SH	DEFINE
AMAZON COM INC	COM	023135106	242	1543	SH	DEFINE
AMAZON COM INC	COM	023135106	1178	7500	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	149	5624	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	4331	163620	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	71	2700	SH	DEFINE
AMEREN CORP	COM	023608102	124179	4372510	SH	DEFINE
AMEREN CORP	COM	023608102	64	2250	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	18362	344300	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	26334	493800	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	475176	8910116	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	10839	1201700	SH	DEFINE
AMERICAN CAMPUS CMNTYS INC	COM	024835100	113	3700	SH	DEFINE
AMERICAN CAMPUS CMNTYS INC	COM	024835100	3184	104600	SH	DEFINE
AMERICAN CAMPUS CMNTYS INC	COM	024835100	55	1800	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	543004	14987680	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	6544	180630	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

AMERICAN ELEC PWR INC	COM		025537101	72	2000	SH	OTHER
AMERICAN ELEC PWR INC	COM		025537101	13	350	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	10186	242350	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	26656	634222	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	8937	212623	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	2633	62650	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	7864	187106	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	302	7190	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	18375	437186	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	2885	68630	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	321253	7643433	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	11412	271530	SH	DEFINE
AMERICAN EXPRESS CO	COM		025816109	71	1690	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM		02744M108	4897	250100	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM		02744M108	877	44800	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM		02744M108	3407	174000	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM		02744M108	5268	269036	SH	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	3.250% 7/00	02744MAA6	2296	2048000	PRN	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	4.000% 9/10	02744MAB4	16093	12952000	PRN	DEFINE
AMERICAN NATL INS CO	COM		028591105	65319	859801	SH	DEFINE
AMERICAN PAC CORP	COM		028740108	3536	800000	SH	DEFINE
AMERICAN SUPERCONDUCTOR CORP	COM		030111108	246	7900	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	123137	2402200	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	32640	636761	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	4972	97000	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	1025	20000	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	15240	297300	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	496	9676	SH	DEFINE
AMERICAN TOWER CORP	CL A		029912201	1256	24500	SH	DEFINE
AMERICAN WOODMARK CORP	COM		030506109	23235	1310500	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM		030420103	58175	2500000	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM		030420103	1372	58975	SH	DEFINE
AMERIPRISE FINL INC	COM		03076C106	1656	34980	SH	DEFINE
AMERIS BANCORP	COM		03076K108	939	100476	SH	DEFINE
AMERISOURCEBERGEN CORP	COM		03073E105	1124	36668	SH	DEFINE
AMERISOURCEBERGEN CORP	COM		03073E105	543	17700	SH	DEFINE
AMETEK INC NEW	COM		031100100	56995	1193122	SH	DEFINE
AMETEK INC NEW	COM		031100100	1265	26486	SH	DEFINE
AMGEN INC	COM		031162100	97625	1771460	SH	DEFINE
AMGEN INC	COM		031162100	6880	124840	SH	DEFINE
AMGEN INC	COM		031162100	266687	4839176	SH	DEFINE
AMGEN INC	COM		031162100	21731	394325	SH	DEFINE
AMGEN INC	COM		031162100	6084	110389	SH	DEFINE
AMGEN INC	COM		031162100	54824	994817	SH	DEFINE
AMGEN INC	COM		031162100	572	10380	SH	DEFINE
AMGEN INC	COM		031162100	106178	1926660	SH	DEFINE
AMGEN INC	COM		031162100	3637	66000	SH	DEFINE
AMGEN INC	COM		031162100	6420	116490	SH	DEFINE
AMGEN INC	COM		031162100	855422	15522087	SH	DEFINE
AMGEN INC	COM		031162100	69838	1267255	SH	DEFINE
AMGEN INC	COM		031162100	187	3400	SH	DEFINE
AMR CORP	NOTE	6.250%10/10	001765BC9	9753	10000000	PRN	DEFINE
AMTRUST FINANCIAL SERVICES I	COM		032359309	5686	391576	SH	DEFINE
AMYLIN PHARMACEUTICALS INC	COM		032346108	5978	286700	SH	DEFINE
AMYLIN PHARMACEUTICALS INC	COM		032346108	12	562	SH	DEFINE
ANADARKO PETE CORP	COM		032511107	45391	795620	SH	DEFINE
ANADARKO PETE CORP	COM		032511107	5508	96555	SH	DEFINE
ANADYS PHARMACEUTICALS INC	COM		03252Q408	1679	723671	SH	DEFINE
ANALOG DEVICES INC	COM		032654105	60048	1913560	SH	DEFINE
ANALOG DEVICES INC	COM		032654105	2848	90766	SH	DEFINE
ANALOG DEVICES INC	COM		032654105	13	400	SH	DEFINE
ANALOG DEVICES INC	COM		032654105	84	2690	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

ANALOG DEVICES INC	COM	032654105	100	3200	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	1120	1930930	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	311352	6733388	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	229	4950	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	704	39982	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	915	51975	SH	DEFINE
ANSYS INC	COM	03662Q105	69913	1654720	SH	DEFINE
ANSYS INC	COM	03662Q105	648	15341	SH	DEFINE
ANSYS INC	COM	03662Q105	2519	59628	SH	DEFINE
AOL INC	COM	00184X105	12	478	SH	DEFINE
AOL INC	COM	00184X105	958	38702	SH	DEFINE
AOL INC	COM	00184X105	1078	43562	SH	DEFINE
AON CORP	COM	037389103	3	75	SH	DEFINE
AON CORP	COM	037389103	29381	751230	SH	DEFINE
AON CORP	COM	037389103	39809	1017875	SH	DEFINE
AON CORP	COM	037389103	2029	51890	SH	DEFINE
AON CORP	COM	037389103	11409	291710	SH	DEFINE
AON CORP	COM	037389103	49	1260	SH	DEFINE
APACHE CORP	COM	037411105	3275	33500	SH	DEFINE
APACHE CORP	COM	037411105	10284	105200	SH	DEFINE
APACHE CORP	COM	037411105	25223	258007	SH	DEFINE
APACHE CORP	COM	037411105	1283	13120	SH	DEFINE
APACHE CORP	COM	037411105	1094	11195	SH	DEFINE
APACHE CORP	COM	037411105	733	7500	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	222	10398	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	6636	310400	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	111	5200	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	25086	2741650	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	49409	962210	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	17	337	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	245	4771	SH	DEFINE
APPLE INC	COM	037833100	589447	2077330	SH	DEFINE
APPLE INC	COM	037833100	152804	538519	SH	DEFINE
APPLE INC	COM	037833100	13762	48500	SH	DEFINE
APPLE INC	COM	037833100	57	200	SH	DEFINE
APPLE INC	COM	037833100	936	3300	SH	DEFINE
APPLE INC	COM	037833100	394	1390	SH	DEFINE
APPLE INC	COM	037833100	14523	51184	SH	DEFINE
APPLE INC	COM	037833100	312	1100	SH	DEFINE
APPLE INC	COM	037833100	1304	4594	SH	DEFINE
APPLE INC	COM	037833100	1220	4300	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	46839	1530700	SH	DEFINE
APPLIED MATLS INC	COM	038222105	2260	193495	SH	DEFINE
APTARGROUP INC	COM	038336103	37543	822050	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	1714	340000	SH	DEFINE
ARCELOMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	2347	71176	SH	DEFINE
ARCELOMITTAL SA LUXEMBOURG	NOTE 5.000% 5/10	3938LAK0	23253	17500000	PRN	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	8697	103779	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	8372	99900	SH	DEFINE
ARCH COAL INC	COM	039380100	9421	352700	SH	DEFINE
ARCH COAL INC	COM	039380100	5	200	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	42253	1323700	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	3542	110965	SH	DEFINE
ARCHER DANIELS MIDLAND CO	UNIT 99/99/9999	039483201	16536	400000	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	8620	374800	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	292	12700	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	994	43200	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	6092	175352	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	12115	500000	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	29	1200	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	24215	999380	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	1061	43796	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

ARM HLDGS PLC	SPONSORED ADR	042068106	16884	900000	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	33208	800000	SH	DEFINE
ARQULE INC	COM	04269E107	16201	3145800	SH	DEFINE
ARQULE INC	COM	04269E107	178	34500	SH	DEFINE
ARQULE INC	COM	04269E107	631	122500	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	223	8340	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	2660	99530	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	1255	46940	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	5058	1224628	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	946	229080	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	3543	857800	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	2244	543424	SH	DEFINE
ASHLAND INC NEW	COM	044209104	16094	330000	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	1015	34136	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	60962	2013280	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	5150	170070	SH	DEFINE
ASSOCIATED BANC CORP	COM	045487105	71066	5387858	SH	DEFINE
ASSURANT INC	COM	04621X108	32588	800700	SH	DEFINE
ASSURED GUARANTY LTD	COM	G0585R106	254	14839	SH	DEFINE
ASSURED GUARANTY LTD	COM	G0585R106	2232	130452	SH	DEFINE
ASTEC INDS INC	COM	046224101	36521	1280100	SH	DEFINE
ASTORIA FINL CORP	COM	046265104	224	16453	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	719	14181	SH	DEFINE
AT&T INC	COM	00206R102	711978	24894349	SH	DEFINE
AT&T INC	COM	00206R102	38909	1360462	SH	DEFINE
AT&T INC	COM	00206R102	33	1156	SH	DEFINE
AT&T INC	COM	00206R102	24235	847195	SH	DEFINE
AT&T INC	COM	00206R102	551	19260	SH	DEFINE
AT&T INC	COM	00206R102	20879	730042	SH	DEFINE
AT&T INC	COM	00206R102	2533	88559	SH	DEFINE
AT&T INC	COM	00206R102	4877	170510	SH	DEFINE
AT&T INC	COM	00206R102	90193	3153610	SH	DEFINE
AT&T INC	COM	00206R102	14293	499760	SH	DEFINE
AT&T INC	COM	00206R102	31	1080	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	3470	105100	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	2510	76018	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	2031	61500	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	3275	99172	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	44722	1697225	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	648	24600	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	16	590	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	87	3320	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	2432	92300	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	103	3900	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	3939	80000	SH	DEFINE
ATMEL CORP	COM	049513104	4379	550100	SH	DEFINE
ATMEL CORP	COM	049513104	98	12300	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	9307	318200	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	1316	45000	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	18	600	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	49874	1637900	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	67	2200	SH	DEFINE
AURIZON MINES LTD	COM	05155P106	6938	1004800	SH	DEFINE
AUTODESK INC	COM	052769106	25576	800000	SH	DEFINE
AUTODESK INC	COM	052769106	4843	151476	SH	DEFINE
AUTODESK INC	COM	052769106	5115	160000	SH	DEFINE
AUTODESK INC	COM	052769106	1023	32000	SH	DEFINE
AUTODESK INC	COM	052769106	16225	507500	SH	DEFINE
AUTODESK INC	COM	052769106	1295	40500	SH	DEFINE
AUTOLIV INC	COM	052800109	83047	1271200	SH	DEFINE
AUTOLIV INC	COM	052800109	29	440	SH	DEFINE
AUTOLIV INC	COM	052800109	2820	43160	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

AUTOLIV INC	UNIT	99/99/9999	052800208	16492	188000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM		053015103	29421	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM		053015103	19285	458843	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM		053015103	147	3500	SH	OTHER
AUXILIUM PHARMACEUTICALS INC	COM		05334D107	3824	154300	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS		Y0486S104	27478	1220700	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS		Y0486S104	1590	70630	SH	DEFINE
AVALONBAY CMNTYS INC	COM		053484101	266	2558	SH	DEFINE
AVALONBAY CMNTYS INC	COM		053484101	454	4371	SH	DEFINE
AVALONBAY CMNTYS INC	COM		053484101	15112	145401	SH	DEFINE
AVALONBAY CMNTYS INC	COM		053484101	221	2126	SH	DEFINE
AVERY DENNISON CORP	COM		053611109	17149	462000	SH	DEFINE
AVERY DENNISON CORP	COM		053611109	11	300	SH	DEFINE
AVISTA CORP	COM		05379B107	15211	728500	SH	DEFINE
AVISTA CORP	COM		05379B107	50	2400	SH	DEFINE
AVIVA PLC	ADR		05382A104	9092	721586	SH	DEFINE
AVON PRODS INC	COM		054303102	14502	451646	SH	DEFINE
AVON PRODS INC	COM		054303102	9375	291950	SH	DEFINE
AVON PRODS INC	COM		054303102	88991	2771438	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS		G0692U109	1319	40040	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS		G0692U109	12731	386500	SH	DEFINE
BAIDU INC	SPON ADR REP A		056752108	24064	234500	SH	DEFINE
BAIDU INC	SPON ADR REP A		056752108	5802	56540	SH	DEFINE
BAKER HUGHES INC	COM		057224107	30718	721080	SH	DEFINE
BAKER HUGHES INC	COM		057224107	930	21820	SH	DEFINE
BAKER HUGHES INC	COM		057224107	130896	3072682	SH	DEFINE
BAKER HUGHES INC	COM		057224107	899	21110	SH	DEFINE
BAKER HUGHES INC	COM		057224107	2136	50140	SH	DEFINE
BAKER HUGHES INC	COM		057224107	38703	908520	SH	DEFINE
BAKER HUGHES INC	COM		057224107	370	8680	SH	DEFINE
BAKER HUGHES INC	COM		057224107	62685	1471479	SH	DEFINE
BAKER HUGHES INC	COM		057224107	558	13103	SH	DEFINE
BAKER HUGHES INC	COM		057224107	5631	132180	SH	DEFINE
BAKER HUGHES INC	COM		057224107	351548	8252290	SH	DEFINE
BAKER HUGHES INC	COM		057224107	20811	488520	SH	DEFINE
BAKER HUGHES INC	COM		057224107	59	1390	SH	DEFINE
BALDWIN & LYONS INC	CL B		057755209	7352	288875	SH	DEFINE
BALL CORP	COM		058498106	808	13734	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW		059460303	20	1000	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW		059460303	516742	25355330	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW		059460303	26508	1300687	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW		059460303	1473	72257	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT		05967A107	1951	141720	SH	DEFINE
BANCO SANTANDER SA	ADR		05964H105	13	1000	SH	DEFINE
BANCO SANTANDER SA	ADR		05964H105	1445	114150	SH	DEFINE
BANCO SANTANDER SA	ADR		05964H105	1	51	SH	DEFINE
BANK HAWAII CORP	COM		062540109	445	9905	SH	DEFINE
BANK MONTREAL QUE	COM		063671101	587	10119	SH	DEFINE
BANK MONTREAL QUE	COM		063671101	774	13409	SH	DEFINE
BANK MONTREAL QUE	COM		063671101	114668	1979918	SH	DEFINE
BANK MONTREAL QUE	COM		063671101	2458	42400	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	96	1800	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	4001	74950	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	750	14000	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	279557	5236260	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	24318	455300	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	950	17778	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM		064149107	1747	32700	SH	DEFINE
BANK OF AMERICA CORPORATION	COM		060505104	1993	152000	SH	DEFINE
BANK OF AMERICA CORPORATION	COM		060505104	576551	43977901	SH	DEFINE
BANK OF AMERICA CORPORATION	COM		060505104	3722	283886	SH	DEFINE
BANK OF AMERICA CORPORATION	COM		060505104	748963	57129176	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

BANK OF AMERICA CORPORATION	COM	060505104	3280	250200	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2987	227816	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	24241	1849058	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	312	23810	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	46168	3521596	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	4320	329550	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	230652	17593613	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	17357	1323955	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	70	5340	SH	DEFINE
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	823009	837668	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2341	89600	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	11901	455464	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	11122	425650	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4346	166310	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	35380	1353989	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	384	14690	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	57450	2198625	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1427	54612	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2705	103530	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	8587	328629	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	36365	1391679	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	86	3310	SH	DEFINE
BANRO CORP	COM	066800103	15691	6890400	SH	DEFINE
BANRO CORP	-W EXP 09/17/201	066800111	432	600000	SH	DEFINE
BAR HBR BANKSHARES	COM	066849100	4183	151000	SH	DEFINE
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	1001	39475	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	9	479	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	1560	82780	SH	DEFINE
BARD C R INC	COM	067383109	75172	923150	SH	DEFINE
BARD C R INC	COM	067383109	945	11609	SH	DEFINE
BARD C R INC	COM	067383109	202	2477	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	14486	402390	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	774	21500	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	2833	78700	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	2960	82221	SH	DEFINE
BARRETT BILL CORP	NOTE 5.000% 3/1	06846NAA2	357	350000	PRN	DEFINE
BARRICK GOLD CORP	COM	067901108	306839	6628633	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	687	14849	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	17908	387246	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	30685	663561	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	3134	635700	SH	DEFINE
BAXTER INTL INC	COM	071813109	36939	774230	SH	DEFINE
BAXTER INTL INC	COM	071813109	4175	87516	SH	DEFINE
BAXTER INTL INC	COM	071813109	24	500	SH	DEFINE
BAXTER INTL INC	COM	071813109	168	3530	SH	DEFINE
BAXTER INTL INC	COM	071813109	143	3000	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	30	825	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	27911	770934	SH	DEFINE
BCE INC	COM NEW	05534B760	1149	35366	SH	DEFINE
BCE INC	COM NEW	05534B760	83652	2564911	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	26140	535770	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	270	5525	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	107941	2212350	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	227484	3069954	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	12292	165884	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1876	25320	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	96	1300	SH	DEFINE
BED BATH & BEYOND INC	COM	075896100	350	8068	SH	DEFINE
BEMIS INC	COM	081437105	93315	2939049	SH	DEFINE
BEMIS INC	COM	081437105	5612	176743	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	94998	5792580	SH	DEFINE
BERKLEY W R CORP	COM	084423102	1389	51300	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

BERKLEY W R CORP	COM	084423102	30894	1141260	SH	DEFINE
BERKLEY W R CORP	COM	084423102	1099	40585	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1370	11	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	22908	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	9089	73	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	148529	1193	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	249	2	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	8080	97730	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	37209	450031	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	111314	1346326	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	15	180	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	209	2520	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	83	1000	SH	DEFINE
BEST BUY INC	COM	086516101	26096	639143	SH	DEFINE
BEST BUY INC	COM	086516101	16597	406496	SH	DEFINE
BEST BUY INC	COM	086516101	18	450	SH	DEFINE
BEST BUY INC	COM	086516101	868	21260	SH	DEFINE
BEST BUY INC	COM	086516101	114	2800	SH	DEFINE
BEST BUY INC	COM	086516101	846	20716	SH	DEFINE
BEST BUY INC	COM	086516101	3394	83130	SH	DEFINE
BEST BUY INC	SDCV 2.250% 1/1	086516AF8	17620	16000000	PRN	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	10844	142084	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	13775	215510	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	6	100	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	5556	413988	SH	DEFINE
BIODEL INC	COM	09064M105	1158	218500	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	36569	651622	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	455	8114	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	8894	158488	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	2106	37520	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	7879	140387	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	8279	147530	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	898	15994	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	3739	66630	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	157841	2812560	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	11238	200250	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	11396	509878	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	353	15810	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1262	56480	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	12849	10300000	PRN	DEFINE
BIOSPECIFICS TECHNOLOGIES CO	COM	090931106	4677	173750	SH	DEFINE
BLACKROCK INC	COM	09247X101	63494	372927	SH	DEFINE
BLACKROCK INC	COM	09247X101	15502	91055	SH	DEFINE
BLACKROCK INC	COM	09247X101	1311	7700	SH	DEFINE
BLACKROCK MUNIHLDGS FD INC	COM	09254A101	189	13000	SH	DEFINE
BLACKROCK MUNIYIELD N Y INSD	COM	09255E102	166	11922	SH	DEFINE
BLACKROCK NY INS MUN INC TR	COM	09249U105	533	36750	SH	DEFINE
BLOCK H & R INC	COM	093671105	394	30400	SH	DEFINE
BLUE NILE INC	COM	09578R103	27250	612500	SH	DEFINE
BLUE NILE INC	COM	09578R103	667	15000	SH	DEFINE
BLUE NILE INC	COM	09578R103	2465	55400	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	376	9282	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	10498	321537	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	229	7000	SH	DEFINE
BOEING CO	COM	097023105	85008	1277540	SH	DEFINE
BOEING CO	COM	097023105	3356	50436	SH	DEFINE
BOEING CO	COM	097023105	19	290	SH	DEFINE
BOEING CO	COM	097023105	539	8112	SH	DEFINE
BOEING CO	COM	097023105	120	1800	SH	DEFINE
BOEING CO	COM	097023105	1159	17417	SH	DEFINE
BORGWARNER INC	COM	099724106	47757	907590	SH	DEFINE
BORGWARNER INC	COM	099724106	8122	154354	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

BORGWARNER INC	COM	099724106	1721	32700	SH	DEFINE
BORGWARNER INC	NOTE	3.500% 4/1099724AF3	11273	6750000	PRN	DEFINE
BOSTON PROPERTIES INC	COM	101121101	195	2350	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	1230	14797	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	37118	446563	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	657	7900	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	102	16591	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	289942	47298794	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	26799	1744714	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	1051	68400	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	3617	235500	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	10735	698867	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	302213	7340600	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	1647	40000	SH	CALL DEFINE
BP PLC	SPONSORED ADR	055622104	4613	112045	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	4419	107330	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	2830	68745	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	13532	328689	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	7	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	15265	370770	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	2	15	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	11811	114280	SH	DEFINE
BRADY CORP	CL A	104674106	181827	6233347	SH	DEFINE
BRADY CORP	CL A	104674106	58	2000	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	26	632	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	211	5082	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	6105	147100	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	95	2300	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	33206	1746749	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	7	365	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	38879	2073460	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	801	42700	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	2985	159200	SH	DEFINE
BRINKER INTL INC	COM	109641100	23	1200	SH	DEFINE
BRINKER INTL INC	COM	109641100	45633	2419550	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	18514	682903	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	19	700	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	794	29270	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	105056	3875173	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	660	24330	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	100533	2786395	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	502	13915	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	25	330	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	5592	74850	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	305	13349	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	1903	83200	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	5474	937353	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	26039	4458700	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	2544	435560	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	213770	36604450	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	5337	913820	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	61	10430	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	950	33545	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	19	675	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	150460	5325180	SH	DEFINE
BROOKFIELD PPTYS CORP	COM	112900105	2586	165093	SH	DEFINE
BROWN FORMAN CORP	CL A	115637100	40859	663720	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	145650	2362920	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	37291	3251218	SH	DEFINE
BRUNSWICK CORP	COM	117043109	29924	1966100	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	503	7922	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	38523	804400	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

BUFFALO WILD WINGS INC	COM	119848109	690	14400	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	2529	52800	SH	DEFINE
BUNGE LIMITED	COM	G16962105	5229	88394	SH	DEFINE
BUNGE LIMITED	COM	G16962105	20504	346580	SH	DEFINE
BUNGE LIMITED	COM	G16962105	12562	212343	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	1322	55340	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	11	480	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	44492	1863139	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	74875	3135449	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	8	335	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	3825	160170	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	238	9970	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	9210	385680	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	95	3960	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	70913	1014200	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1535	21950	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	168	2397	SH	DEFINE
CA INC	COM	12673P105	239	11336	SH	DEFINE
CABOT CORP	COM	127055101	44250	1358600	SH	DEFINE
CABOT CORP	COM	127055101	416	12765	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	3351	401356	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	368	44102	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	1331	159410	SH	DEFINE
CAE INC	COM	124765108	6724	650996	SH	DEFINE
CAL DIVE INTL INC	NOTE	3.250%12/1127914AB5	9263	10000000	PRN	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	7233	423967	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	11200	1600000	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	125	17900	SH	DEFINE
CALLON PETE CO DEL	COM	13123X102	27067	5468076	SH	DEFINE
CALPINE CORP	COM NEW	131347304	23418	1881000	SH	DEFINE
CALPINE CORP	COM NEW	131347304	6	443	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	65	1365	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	228	4746	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	6421	133850	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	106	2200	SH	DEFINE
CAMECO CORP	COM	13321L108	469	16925	SH	DEFINE
CAMECO CORP	COM	13321L108	1368	49200	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	174279	4056740	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	70	1640	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	436	10143	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	450	12576	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	2091	60286	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	420	12130	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	150055	4336595	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	798	23000	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	592	17100	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	32093	501300	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	7379	115265	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	146929	2295735	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	30465	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	284	4661	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	12058	197242	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	533	8700	SH	DEFINE
CANON INC	ADR	138006309	1058	22640	SH	DEFINE
CANON INC	ADR	138006309	2830	60577	SH	DEFINE
CAPE BANCORP INC	COM	139209100	23	3000	SH	DEFINE
CAPE BANCORP INC	COM	139209100	2011	264663	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	10184	131200	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	57	740	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	365	9222	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	1200	30345	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	171	32100	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

CAPITALSOURCE INC	SDCV	4.000%	7/114055XAE2	147839	148582000	PRN	DEFINE
CAPITALSOURCE INC	NOTE	7.250%	7/114055XAG7	12613	12676000	PRN	DEFINE
CARDINAL HEALTH INC	COM		14149Y108	9912	300000	SH	DEFINE
CARDINAL HEALTH INC	COM		14149Y108	583	17632	SH	DEFINE
CARDINAL HEALTH INC	COM		14149Y108	2443	73950	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW		14159U202	1963	321728	SH	DEFINE
CAREER EDUCATION CORP	COM		141665109	228	10625	SH	DEFINE
CAREFUSION CORP	COM		14170T101	3726	150000	SH	DEFINE
CAREFUSION CORP	COM		14170T101	287	11566	SH	DEFINE
CARLISLE COS INC	COM		142339100	65450	2185294	SH	DEFINE
CARNIVAL CORP	PAIRED CTF		143658300	40694	1065000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF		143658300	69	1795	SH	DEFINE
CARNIVAL CORP	PAIRED CTF		143658300	2648	69300	SH	DEFINE
CARNIVAL CORP	PAIRED CTF		143658300	3431	89806	SH	DEFINE
CARNIVAL CORP	PAIRED CTF		143658300	517	13520	SH	DEFINE
CARNIVAL CORP	DBCVC	2.000%	4/1143658AN2	18428	18000000	PRN	DEFINE
CASELLA WASTE SYS INC	CL A		147448104	7387	1758900	SH	DEFINE
CASEYS GEN STORES INC	COM		147528103	26470	634000	SH	DEFINE
CATALYST HEALTH SOLUTIONS IN	COM		14888B103	440	12490	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	54086	687420	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	26205	333063	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	17	220	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	962	12000	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	110	1400	SH	DEFINE
CATERPILLAR INC DEL	COM		149123101	2105	26753	SH	DEFINE
CATO CORP NEW	CL A		149205106	11902	444750	SH	DEFINE
CBS CORP NEW	CL B		124857202	1586	100000	SH	DEFINE
CBS CORP NEW	CL B		124857202	113	7102	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM		136069101	1187	16314	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM		136069101	598	8250	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM		136069101	215138	2968509	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	1701	53000	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	212552	6621505	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	6827	212685	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	87	2700	SH	OTHER
CELANESE CORP DEL	COM SER A		150870103	57	1780	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	318	9920	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	278	8650	SH	DEFINE
CELANESE CORP DEL	COM SER A		150870103	422	13131	SH	DEFINE
CELGENE CORP	COM		151020104	159409	2767012	SH	DEFINE
CELGENE CORP	COM		151020104	68032	1180913	SH	DEFINE
CELGENE CORP	COM		151020104	46	800	SH	OTHER
CELGENE CORP	COM		151020104	1331	23100	SH	DEFINE
CELGENE CORP	COM		151020104	44	760	SH	DEFINE
CELGENE CORP	COM		151020104	270	4690	SH	DEFINE
CELGENE CORP	COM		151020104	242	4200	SH	DEFINE
CELGENE CORP	COM		151020104	357	6195	SH	DEFINE
CELLDEX THERAPEUTICS INC NEW	COM		15117B103	654	163400	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW		151290889	185	21790	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW		151290889	806	94809	SH	DEFINE
CENOVUS ENERGY INC	COM		15135U109	35	1200	SH	DEFINE
CENOVUS ENERGY INC	COM		15135U109	711	24705	SH	DEFINE
CENOVUS ENERGY INC	COM		15135U109	65	2250	SH	DEFINE
CENOVUS ENERGY INC	COM		15135U109	65342	2270473	SH	DEFINE
CENOVUS ENERGY INC	COM		15135U109	591	20500	SH	DEFINE
CENTERPOINT ENERGY INC	COM		15189T107	171452	10906600	SH	DEFINE
CENTERPOINT ENERGY INC	COM		15189T107	16	1000	SH	DEFINE
CENTRAL EUROPEAN DIST CORP	COM		153435102	16113	721896	SH	DEFINE
CENTRAL GOLDTRUST	TR UNIT		153546106	506	10041	SH	DEFINE
CENTURYLINK INC	COM		156700106	228237	5784000	SH	DEFINE
CENTURYLINK INC	COM		156700106	13541	343151	SH	DEFINE
CEPHALON INC	NOTE	2.500%	5/0156708AR0	11300	10000000	PRN	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

CERADYNE INC	COM	156710105	39466	1690210	SH	DEFINE
CERNER CORP	COM	156782104	44607	531100	SH	DEFINE
CERNER CORP	COM	156782104	770	9165	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	2225	23300	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	1	10	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	17107	4860000	SH	DEFINE
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	620209	19083347	SH	DEFINE
CHATHAM LODGING TR	COM	16208T102	1967	105700	SH	DEFINE
CHATHAM LODGING TR	COM	16208T102	324	17400	SH	DEFINE
CHATHAM LODGING TR	COM	16208T102	1208	64900	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	7386	200000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	11012	298179	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	43115	1167476	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	591	15990	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	15935	431487	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	14973	405443	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	120998	3276426	SH	DEFINE
CHELSEA THERAPEUTICS INTL LT	COM	163428105	2795	545900	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	30043	1455567	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1907	84200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5	200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2655	117222	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	738	32590	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2743	121090	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	49974	2206366	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	59762	2638520	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5257	232090	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1527	67410	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	6719	296640	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	82	3630	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	67327	830690	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	46551	574355	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	2924	36080	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	22347	275716	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	5037	62141	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	43796	540317	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	552	6810	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	81208	1001951	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	3909	48227	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	12488	154080	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	290145	3579830	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	36013	444330	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	154	1900	SH	DEFINE
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	2098	85795	SH	DEFINE
CHICOS FAS INC	COM	168615102	25	2400	SH	DEFINE
CHICOS FAS INC	COM	168615102	46100	4382090	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	1241	20865	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1	20	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	14971	292797	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	10	200	SH	OTHER
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	4506	88135	SH	DEFINE
CHINA REAL ESTATE INFO CORP	ADR	16948Q103	315	29350	SH	DEFINE
CHINA SEC & SURVE TECH INC	COM	16942J105	8478	1524899	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	2740	94425	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	22	400	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	23177	423558	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	10092	184430	SH	DEFINE
CHINA YUCHAI INTL LTD	COM	G21082105	655	34250	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	32680	190000	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	685	3985	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	29484	3727450	SH	DEFINE
CHUBB CORP	COM	171232101	29635	520000	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

CHUBB CORP	COM	171232101	18704	328193	SH	DEFINE
CHUBB CORP	COM	171232101	57	1000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	601	26820	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	31	1364	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	2743	122332	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	1968	87773	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	5382	240033	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	3621	55755	SH	DEFINE
CIENA CORP	COM NEW	171779309	389	25000	SH	DEFINE
CIGNA CORP	COM	125509109	1799	50274	SH	DEFINE
CIGNA CORP	COM	125509109	1209	33800	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	812	12272	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	1005	15180	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	13554	469800	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	106	3675	SH	DEFINE
CINTAS CORP	COM	172908105	38967	1414398	SH	DEFINE
CINTAS CORP	COM	172908105	193	7000	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	21194	670685	SH	DEFINE
CISCO SYS INC	COM	17275R102	204320	9329630	SH	DEFINE
CISCO SYS INC	COM	17275R102	67818	3096700	SH	DEFINE
CISCO SYS INC	COM	17275R102	48	2200	SH	OTHER
CISCO SYS INC	COM	17275R102	2961	135200	SH	DEFINE
CISCO SYS INC	COM	17275R102	21890	999544	SH	DEFINE
CISCO SYS INC	COM	17275R102	4344	198370	SH	DEFINE
CISCO SYS INC	COM	17275R102	59430	2713704	SH	DEFINE
CISCO SYS INC	COM	17275R102	1151	52570	SH	DEFINE
CISCO SYS INC	COM	17275R102	101844	4650424	SH	DEFINE
CISCO SYS INC	COM	17275R102	3081	140698	SH	DEFINE
CISCO SYS INC	COM	17275R102	4238	193530	SH	DEFINE
CISCO SYS INC	COM	17275R102	533564	24363668	SH	DEFINE
CISCO SYS INC	COM	17275R102	55699	2543348	SH	DEFINE
CISCO SYS INC	COM	17275R102	178	8120	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	154157	3776500	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	57	1400	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	136726	3349477	SH	DEFINE
CITIGROUP INC	COM	172967101	369	94500	SH	DEFINE
CITIGROUP INC	COM	172967101	143261	36733591	SH	DEFINE
CITIGROUP INC	COM	172967101	574	147230	SH	DEFINE
CITIGROUP INC	COM	172967101	16	4140	SH	DEFINE
CITIGROUP INC	COM	172967101	6043	1549610	SH	DEFINE
CITIGROUP INC	COM	172967101	4231	1084830	SH	DEFINE
CITIGROUP INC	COM	172967101	4	1100	SH	DEFINE
CITIGROUP INC	COM	172967101	347	89060	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	60760	512700	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	3354	28300	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	71	600	SH	OTHER
CITIGROUP INC	UNIT 99/99/9999	172967416	965	8145	SH	DEFINE
CITIZENS CMNTY BANCORP INC M	COM	174903104	579	130700	SH	DEFINE
CITRIX SYS INC	COM	177376100	211897	3105140	SH	DEFINE
CITRIX SYS INC	COM	177376100	8649	126745	SH	DEFINE
CITRIX SYS INC	COM	177376100	205	3000	SH	DEFINE
CITRIX SYS INC	COM	177376100	510	7471	SH	DEFINE
CLARCOR INC	COM	179895107	3481	90105	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	4309	63600	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	964	14235	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	3144	46400	SH	DEFINE
CLECO CORP NEW	COM	12561W105	29620	1000000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	10668	166900	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	83	1300	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	1316	20590	SH	DEFINE
CLINICAL DATA INC NEW	COM	18725U109	2153	127600	SH	DEFINE
CLOROX CO DEL	COM	189054109	5645	84562	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

CME GROUP INC	COM	12572Q105	5469	21000	SH	DEFINE
CME GROUP INC	COM	12572Q105	844	3241	SH	DEFINE
CME GROUP INC	COM	12572Q105	738	2834	SH	DEFINE
CMS ENERGY CORP	COM	125896100	25228	1400000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	27	1500	SH	DEFINE
CMS ENERGY CORP	NOTE	5.500% 6/1125896BD1	20194	15000000	PRN	DEFINE
CNA FINL CORP	COM	126117100	1360	48605	SH	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	40198	1097100	SH	DEFINE
CNO FINL GROUP INC	COM	12621E103	31981	5772745	SH	DEFINE
COACH INC	COM	189754104	6195	144207	SH	DEFINE
COAST DISTR SYS	COM	190345108	247	66800	SH	DEFINE
COBALT INTL ENERGY INC	COM	19075F106	5069	530810	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	1350	540000	SH	DEFINE
COCA COLA CO	COM	191216100	26258	448700	SH	DEFINE
COCA COLA CO	COM	191216100	30817	526598	SH	DEFINE
COCA COLA CO	COM	191216100	838	14230	SH	DEFINE
COCA COLA CO	COM	191216100	1788	30562	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	142	4585	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	421827	13607321	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	7696	812642	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	16794	260500	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	392	6083	SH	DEFINE
COHERENT INC	COM	192479103	13	325	SH	DEFINE
COHERENT INC	COM	192479103	11509	287659	SH	DEFINE
COHU INC	COM	192576106	38142	3029555	SH	DEFINE
COINSTAR INC	COM	19259P300	6384	148500	SH	DEFINE
COINSTAR INC	COM	19259P300	873	20300	SH	DEFINE
COINSTAR INC	COM	19259P300	3057	71100	SH	DEFINE
COINSTAR INC	NOTE	4.000% 9/019259PAF9	18235	14000000	PRN	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	10945	142398	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	312	4064	SH	DEFINE
COLONIAL PPTYS TR	COM SH BEN INT	195872106	277	17100	SH	DEFINE
COLONIAL PPTYS TR	COM SH BEN INT	195872106	7854	485100	SH	DEFINE
COLONIAL PPTYS TR	COM SH BEN INT	195872106	139	8600	SH	DEFINE
COLONY FINL INC	COM	19624R106	23100	1250000	SH	DEFINE
COLUMBIA BKG SYS INC	COM	197236102	5608	285400	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	45125	2495838	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	2767	153031	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	982	54340	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	565	31000	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1522	84166	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	10553	583710	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	8022	443700	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2176	127946	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	20641	1213483	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1136	66770	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	9426	554170	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	406	23890	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	39694	2333555	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	998	58667	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2723	160100	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	711892	41851394	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	32963	1937833	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	167	9840	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	15287	1055000	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	4	260	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	57220	1847600	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	427	13795	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	272096	8785791	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	1443	46600	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	778	29900	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	688	41955	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	468	26480	SH	DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	55517	3141870	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	81	1450	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	22323	401125	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	36926	817303	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	73664	1630460	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	7323	172013	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	46000	1000000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	983	21371	SH	DEFINE
COMSTOCK RES INC	COM NEW	205768203	8452	375830	SH	DEFINE
COMSTOCK RES INC	COM NEW	205768203	520	23100	SH	DEFINE
COMSTOCK RES INC	COM NEW	205768203	1878	83500	SH	DEFINE
COMSTOCK RES INC	COM NEW	205768203	3149	140034	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	256	11650	SH	DEFINE
CONCHO RES INC	COM	20605P101	193406	2922840	SH	DEFINE
CONCHO RES INC	COM	20605P101	538	8131	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	26520	536400	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1181	23895	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	796	16100	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	161	3250	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	10567	184000	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	648056	11284270	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	24976	434900	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	44	760	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	7927	138013	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	184	3200	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	2237	38950	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	6427	173900	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	1053	28490	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	362350	7514520	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1233	25573	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	7653	158704	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1501	31119	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	767	15900	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	13750	285160	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	816	46142	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	58032	1800000	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	81	2505	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	24840	1000000	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	1339	53900	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	2287	130000	SH	DEFINE
CON-WAY INC	COM	205944101	971	31320	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	365	6765	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	77134	1430792	SH	DEFINE
CORCEPT THERAPEUTICS INC	COM	218352102	1945	500000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	25388	677000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	935	24935	SH	DEFINE
CORNING INC	COM	219350105	10638	581940	SH	DEFINE
CORNING INC	COM	219350105	21080	1153190	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	82	2202	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	2268	60800	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	37	1000	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	4246	1023130	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	19755	306333	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	34186	530090	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	26	400	SH	OTHER
COSTCO WHSL CORP NEW	COM	22160K105	39	610	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	212	3290	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	193	3000	SH	DEFINE
COVANCE INC	COM	222816100	9358	200000	SH	DEFINE
COVANCE INC	COM	222816100	485	10373	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	812	37730	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

COVENTRY HEALTH CARE INC	COM	222862104	30	1400	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	14067	350000	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	4324	107592	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	535	13304	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	2794	69525	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	964	23977	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	10070	250561	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1055	26260	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1358	33800	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	468120	11647668	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	12324	306632	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	77	1916	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	150428	1320700	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	327	7676	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	724	17000	SH	DEFINE
CREE INC	COM	225447101	68143	1255160	SH	DEFINE
CREE INC	COM	225447101	25960	478180	SH	DEFINE
CREE INC	COM	225447101	1227	22600	SH	DEFINE
CREE INC	COM	225447101	208	3827	SH	DEFINE
CRH PLC	ADR	12626K203	2	104	SH	DEFINE
CRH PLC	ADR	12626K203	7883	473712	SH	DEFINE
CSX CORP	COM	126408103	1976	35722	SH	DEFINE
CTC MEDIA INC	COM	12642X106	102643	4678337	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	4700	98420	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	5149	107835	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	3199	67000	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	76	1600	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	391	7250	SH	DEFINE
CUMMINS INC	COM	231021106	197596	2181430	SH	DEFINE
CUMMINS INC	COM	231021106	22064	243582	SH	DEFINE
CUMMINS INC	COM	231021106	181	2000	SH	DEFINE
CUMMINS INC	COM	231021106	591	6525	SH	DEFINE
CURIS INC	COM	231269101	1081	789400	SH	DEFINE
CVR ENERGY INC	COM	12662P108	4756	576490	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	84107	2672594	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	16407	521353	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1216404	38652803	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	13878	440993	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	3519	111810	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	15852	503717	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	281	8920	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	29485	936934	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1396	44350	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	5310	168720	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	345581	10981299	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	47427	1507040	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	88	2810	SH	DEFINE
CYMER INC	COM	232572107	8451	227900	SH	DEFINE
CYMER INC	COM	232572107	912	24600	SH	DEFINE
CYMER INC	COM	232572107	3333	89900	SH	DEFINE
CYTEC INDS INC	COM	232820100	2008	35620	SH	DEFINE
D R HORTON INC	COM	23331A109	37125	3338600	SH	DEFINE
D R HORTON INC	COM	23331A109	80	7238	SH	DEFINE
DANAHER CORP DEL	COM	235851102	64078	1577880	SH	DEFINE
DANAHER CORP DEL	COM	235851102	21980	541238	SH	DEFINE
DANAHER CORP DEL	COM	235851102	5888	145000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1137	28000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	16447	405000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	297	7316	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1421	35000	SH	DEFINE
DAVITA INC	COM	23918K108	76995	1115390	SH	DEFINE
DAVITA INC	COM	23918K108	235	3405	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

DEAN FOODS CO NEW	COM	242370104	908	88900	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	5734	561640	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	20	1980	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	114	11200	SH	DEFINE
DEERE & CO	COM	244199105	6978	100000	SH	DEFINE
DEERE & CO	COM	244199105	5281	75674	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	540	41206	SH	DEFINE
DELL INC	COM	24702R101	8156	629290	SH	DEFINE
DELL INC	COM	24702R101	425	32820	SH	DEFINE
DELL INC	COM	24702R101	28075	2166299	SH	DEFINE
DELL INC	COM	24702R101	16080	1240733	SH	DEFINE
DELL INC	COM	24702R101	3100	239170	SH	DEFINE
DELL INC	COM	24702R101	23612	1821893	SH	DEFINE
DELL INC	COM	24702R101	373	28810	SH	DEFINE
DELL INC	COM	24702R101	59206	4568400	SH	DEFINE
DELL INC	COM	24702R101	831	64116	SH	DEFINE
DELL INC	COM	24702R101	4698	362530	SH	DEFINE
DELL INC	COM	24702R101	170349	13144250	SH	DEFINE
DELL INC	COM	24702R101	31762	2450780	SH	DEFINE
DELL INC	COM	24702R101	123	9490	SH	DEFINE
DELTA APPAREL INC	COM	247368103	11625	775000	SH	DEFINE
DENBURY RES INC	COM NEW	247916208	8483	533880	SH	DEFINE
DENDREON CORP	COM	24823Q107	51615	1253410	SH	DEFINE
DENDREON CORP	COM	24823Q107	4542	110300	SH	DEFINE
DENDREON CORP	COM	24823Q107	5148	125000	SH	DEFINE
DENDREON CORP	COM	24823Q107	906	22000	SH	DEFINE
DENDREON CORP	COM	24823Q107	13651	331500	SH	DEFINE
DENDREON CORP	COM	24823Q107	142	3458	SH	DEFINE
DENDREON CORP	COM	24823Q107	1083	26300	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	352	11000	SH	DEFINE
DEPOMED INC	COM	249908104	1636	365100	SH	DEFINE
DESCARTES SYSTEMS GROUP INC	COM	249906108	10392	1619100	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	173	3150	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	764	13950	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	363	32324	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	10082	898588	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	133	11890	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	2434	37600	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	78209	1208050	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	25307	390902	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	13	200	SH	OTHER
DEVON ENERGY CORP NEW	COM	25179M103	868	13400	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	47	720	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	315	4870	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	317	4900	SH	DEFINE
DEX ONE CORP	COM	25212W100	180324	14684389	SH	DEFINE
DEX ONE CORP	COM	25212W100	25	2000	SH	DEFINE
DEX ONE CORP	COM	25212W100	61	5000	SH	DEFINE
DEX ONE CORP	COM	25212W100	249	20281	SH	DEFINE
DEXCOM INC	COM	252131107	6075	459500	SH	DEFINE
DEXCOM INC	COM	252131107	1099	83100	SH	DEFINE
DEXCOM INC	COM	252131107	4031	304900	SH	DEFINE
DHT HOLDINGS INC	COM	Y2065G105	1747	423110	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	22649	328200	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	34887	505542	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	90	1300	SH	OTHER
DIAGEO P L C	SPON ADR NEW	25243Q205	1290	18700	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	7599	110065	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1277	18498	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	678	10000	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	308	4550	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1284	18950	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

DICKS SPORTING GOODS INC	COM	253393102	41489	1479640	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	611	21800	SH	DEFINE
DIGI INTL INC	COM	253798102	1216	128182	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	8966	145321	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	430	6971	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	12827	207900	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	228	3700	SH	DEFINE
DILLARDS INC	CL A	254067101	12056	510000	SH	DEFINE
DIONEX CORP	COM	254546104	21610	250000	SH	DEFINE
DIRECTV	COM CL A	25490A101	937	22511	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	399	23938	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	33146	761100	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	284	6516	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	61035	1598200	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	299	7824	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	439	11500	SH	DEFINE
DISH NETWORK CORP	CL A	25470M109	1102	57540	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	100217	3026802	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	47540	1435834	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	123	3700	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	8064	243547	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	9440	285114	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	27481	829980	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	267	8051	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	245106	7402786	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	13288	401320	SH	DEFINE
DIVX INC	COM	255413106	4570	479500	SH	DEFINE
DIVX INC	COM	255413106	753	79000	SH	DEFINE
DIVX INC	COM	255413106	3043	319300	SH	DEFINE
DIVX INC	COM	255413106	3880	407146	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	1454	480000	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	20710	364540	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	1476	25980	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	83624	2858927	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	347	11879	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	628803	14402270	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	4938	113100	SH	DEFINE
DOMTAR CORP	COM NEW	257559203	169452	2623902	SH	DEFINE
DONALDSON INC	COM	257651109	40618	861836	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	153	8744	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	4458	254600	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	77	4400	SH	DEFINE
DOVER CORP	COM	260003108	195951	3753136	SH	DEFINE
DOVER CORP	COM	260003108	2384	45668	SH	DEFINE
DOVER CORP	COM	260003108	21	400	SH	OTHER
DOVER CORP	COM	260003108	42	800	SH	DEFINE
DOW CHEM CO	COM	260543103	3095	112700	SH	DEFINE
DOW CHEM CO	COM	260543103	6138	223519	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	453	12754	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	292694	8240259	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	1607	45231	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	8406	236661	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	12025	338555	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	735	20700	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	51	1440	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	318	8955	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	12106	340826	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	32	890	SH	DEFINE
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	10711	335670	SH	DEFINE
DREAMWORKS ANIMATION SKG INC	CL A	26153C103	76	2390	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	6426	174190	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	44	1200	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

DREW INDS INC	COM NEW	26168L205	8142	390300	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	1466	70300	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	263	12600	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	939	45000	SH	DEFINE
DRIL-QUIP INC	COM	262037104	16750	269680	SH	DEFINE
DRIL-QUIP INC	COM	262037104	453	7300	SH	DEFINE
DRIL-QUIP INC	COM	262037104	1714	27600	SH	DEFINE
DRIL-QUIP INC	COM	262037104	589	9480	SH	DEFINE
DRYSHIPS INC	SHS	Y2109Q101	87	18000	SH	DEFINE
DST SYS INC DEL	COM	233326107	58612	1307142	SH	DEFINE
DTE ENERGY CO	COM	233331107	932	20300	SH	DEFINE
DTE ENERGY CO	COM	233331107	162845	3545500	SH	DEFINE
DTE ENERGY CO	COM	233331107	206	4475	SH	DEFINE
DTS INC	COM	23335C101	2305	60400	SH	DEFINE
DTS INC	COM	23335C101	435	11400	SH	DEFINE
DTS INC	COM	23335C101	1550	40600	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	28865	646900	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	41581	931896	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	13146	294617	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	495	11074	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	12461	279263	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	1952	43743	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	7124	159660	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	27324	612360	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	2467	55280	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	3108	238000	SH	DEFINE
DUCOMMUN INC DEL	COM	264147109	3006	138000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	805762	45497590	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	10153	573270	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	35	2000	SH	OTHER
DUKE ENERGY CORP NEW	COM	26441C105	0	7	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	9045	122000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	172	2318	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	288	11441	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	8589	341500	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	141	5600	SH	DEFINE
E M C CORP MASS	COM	268648102	116651	5743470	SH	DEFINE
E M C CORP MASS	COM	268648102	34031	1675595	SH	DEFINE
E M C CORP MASS	COM	268648102	1456	71700	SH	DEFINE
E M C CORP MASS	COM	268648102	43	2140	SH	DEFINE
E M C CORP MASS	COM	268648102	274	13470	SH	DEFINE
E M C CORP MASS	COM	268648102	215	10600	SH	DEFINE
E M C CORP MASS	COM	268648102	355	17460	SH	DEFINE
E M C CORP MASS	NOTE 1.750%12/02	268648AM4	13813	10000000	PRN	DEFINE
EATON CORP	COM	278058102	5098	61800	SH	DEFINE
EATON CORP	COM	278058102	4035	48914	SH	DEFINE
EATON VANCE CORP	COM NON VTG	278265103	703	24200	SH	DEFINE
EBAY INC	COM	278642103	1	50	SH	DEFINE
EBAY INC	COM	278642103	14598	598263	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	2771	217000	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	427	33400	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	1543	120800	SH	DEFINE
ECOLAB INC	COM	278865100	123205	2428140	SH	DEFINE
ECOLAB INC	COM	278865100	872	17180	SH	DEFINE
ECOLAB INC	COM	278865100	513	10105	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2378	199811	SH	DEFINE
EDISON INTL	COM	281020107	87695	2550000	SH	DEFINE
EDISON INTL	COM	281020107	41	1200	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	130037	1939390	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	1049	15645	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	365	5446	SH	DEFINE
EL PASO CORP	COM	28336L109	666	53766	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

EL PASO ENERGY CAP TR I	PFD CV TR SECS	283678209	268	7000	SH	DEFINE
ELAN PLC	ADR	284131208	45	7840	SH	DEFINE
ELAN PLC	ADR	284131208	44307	7705494	SH	DEFINE
ELAN PLC	ADR	284131208	34962	6080360	SH	DEFINE
ELAN PLC	ADR	284131208	29859	5192950	SH	DEFINE
ELAN PLC	ADR	284131208	20330	3535613	SH	DEFINE
ELBIT SYS LTD	ORD	M3760D101	243	4590	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	48423	2617800	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	1387	75000	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	5916	532473	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	91	3200	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	2049	72170	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	431	15190	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	4062	143067	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	16141	568553	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	190730	6718227	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	26474	1076600	SH	DEFINE
EMERSON ELEC CO	COM	291011104	54061	1026600	SH	DEFINE
EMERSON ELEC CO	COM	291011104	39315	746573	SH	DEFINE
EMERSON ELEC CO	COM	291011104	16	300	SH	OTHER
EMERSON ELEC CO	COM	291011104	2848	54080	SH	DEFINE
ENBRIDGE INC	COM	29250N105	10	200	SH	DEFINE
ENBRIDGE INC	COM	29250N105	106780	2043001	SH	DEFINE
ENCANA CORP	COM	292505104	36	1200	SH	DEFINE
ENCANA CORP	COM	292505104	1947	64408	SH	DEFINE
ENCANA CORP	COM	292505104	74747	2491517	SH	DEFINE
ENCANA CORP	COM	292505104	2491	82200	SH	DEFINE
ENCANA CORP	COM	292505104	601	19882	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	1383	41600	SH	DEFINE
ENER1 INC	COM NEW	29267A203	651	176900	SH	DEFINE
ENER1 INC	COM NEW	29267A203	4	1000	SH	DEFINE
ENERGEN CORP	COM	29265N108	41797	914200	SH	DEFINE
ENERGEN CORP	COM	29265N108	178	3900	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	1329	19766	SH	DEFINE
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	557	15000	SH	DEFINE
ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	218	4525	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	535	20787	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	6440	251498	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	412	9537	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	11602	268699	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	226	5237	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	18809	420496	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	1147	25636	SH	DEFINE
ENSTAR GROUP LIMITED	SHS	G3075P101	8212	113109	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	2464	32200	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	103316	1350000	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	2146	28037	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	106687	1394052	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	8130	204934	SH	DEFINE
ENVESTNET INC	COM	29404K106	2274	217400	SH	DEFINE
ENVESTNET INC	COM	29404K106	425	40600	SH	DEFINE
ENVESTNET INC	COM	29404K106	1507	144100	SH	DEFINE
EOG RES INC	COM	26875P101	10217	109900	SH	DEFINE
EOG RES INC	COM	26875P101	809	8697	SH	DEFINE
EQUIFAX INC	COM	294429105	12480	400000	SH	DEFINE
EQUIFAX INC	COM	294429105	138	4416	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	122	2238	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	3345	61400	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	54	1000	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	2	33	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	11427	240218	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1201	25250	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

EQUITY RESIDENTIAL	SH BEN INT	29476L107	35260	741219	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	609	12800	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	5061	461338	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	13034	1188114	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	55977	5102780	SH	DEFINE
ERIE INDY CO	CL A	29530P102	206696	3687051	SH	DEFINE
ERIE INDY CO	CL A	29530P102	45	800	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	38276	1150800	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	3182	147299	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	222	2027	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	6534	59700	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	109	1000	SH	DEFINE
ESTERLINE TECHNOLOGIES CORP	COM	297425100	1837	32100	SH	DEFINE
ESTERLINE TECHNOLOGIES CORP	COM	297425100	338	5900	SH	DEFINE
ESTERLINE TECHNOLOGIES CORP	COM	297425100	1242	21700	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	12137	695150	SH	DEFINE
EURAND N V	SHS	N31010106	3613	367200	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	2721	95100	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	517	18080	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	1797	62800	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	592	6850	SH	DEFINE
EXELON CORP	COM	30161N101	99479	2336280	SH	DEFINE
EXELON CORP	COM	30161N101	6285	147606	SH	DEFINE
EXELON CORP	COM	30161N101	603143	14164942	SH	DEFINE
EXELON CORP	COM	30161N101	38	890	SH	DEFINE
EXELON CORP	COM	30161N101	516	12084	SH	DEFINE
EXELON CORP	COM	30161N101	204	4800	SH	DEFINE
EXELON CORP	COM	30161N101	782	18363	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	78914	2797380	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	172	6083	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	1751	62080	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	138973	4926369	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	123005	2660684	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	3402	73578	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	25	540	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	145	3130	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	176	3800	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	363	7860	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	104872	2153410	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	15139	310861	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	27	560	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	128	2620	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	117	2400	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	439	9017	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	23232	1023000	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	137699	6063350	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2799	45300	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1312775	21245751	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	224917	3640026	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1977	32000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	86	1390	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	8883	143765	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	321	5200	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2127	34428	SH	DEFINE
F M C CORP	COM NEW	302491303	1250	18278	SH	DEFINE
F M C CORP	COM NEW	302491303	3950	57736	SH	DEFINE
F5 NETWORKS INC	COM	315616102	32983	317716	SH	DEFINE
F5 NETWORKS INC	COM	315616102	12892	124191	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	87190	1074690	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1018	12550	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	245	3014	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	241931	5478500	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

FAMILY DLR STORES INC	COM	307000109	93	2100	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	119	2700	SH	DEFINE
FARMER BROS CO	COM	307675108	32645	2040293	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	4864	223000	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	824	37800	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	2976	136461	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	6434	295005	SH	DEFINE
FASTENAL CO	COM	311900104	1201	22583	SH	DEFINE
FASTENAL CO	COM	311900104	745	14000	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	15770	606994	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	653	8000	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	349	4274	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	10183	124700	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	180	2200	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	5	1000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	25549	4740079	SH	DEFINE
FEDEX CORP	COM	31428X106	107348	1255510	SH	DEFINE
FEDEX CORP	COM	31428X106	12265	143455	SH	DEFINE
FEDEX CORP	COM	31428X106	2779	32500	SH	DEFINE
FEDEX CORP	COM	31428X106	14524	169871	SH	DEFINE
FEDEX CORP	COM	31428X106	258	3020	SH	DEFINE
FEDEX CORP	COM	31428X106	513	6000	SH	DEFINE
FEDEX CORP	COM	31428X106	13950	163153	SH	DEFINE
FEDEX CORP	COM	31428X106	334	3905	SH	DEFINE
FEDEX CORP	COM	31428X106	5795	67773	SH	DEFINE
FEDEX CORP	COM	31428X106	289773	3389162	SH	DEFINE
FEDEX CORP	COM	31428X106	12981	151830	SH	DEFINE
FEDEX CORP	COM	31428X106	98	1150	SH	DEFINE
FEI CO	COM	30241L109	3245	165828	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	1167	253800	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	170	36900	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	604	131200	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	83687	3901500	SH	DEFINE
FERRO CORP	COM	315405100	144	11137	SH	DEFINE
FIBRIA CELULOSE S A	SP ADR REP COM	31573A109	1093	63235	SH	DEFINE
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	358	22767	SH	DEFINE
FIDELITY NATL INFORMATION SV	COM	31620M106	268	9872	SH	DEFINE
FIFTH THIRD BANCORP	COM	316773100	223	18550	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	2238	906100	SH	DEFINE
FIRST CLOVER LEAF FIN CORP	COM	31969M105	2612	436070	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	2369	235000	SH	DEFINE
FIRST INTST BANCSYSTEM INC	COM CL A	32055Y201	2154	160000	SH	DEFINE
FIRST INTST BANCSYSTEM INC	COM CL A	32055Y201	365	27100	SH	DEFINE
FIRST INTST BANCSYSTEM INC	COM CL A	32055Y201	1322	98200	SH	DEFINE
FIRST MERCURY FINANCIAL CORP	COM	320841109	424	42100	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	19782	1698000	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	117	10000	SH	DEFINE
FIRST SOLAR INC	COM	336433107	113381	769470	SH	DEFINE
FIRST SOLAR INC	COM	336433107	192	1305	SH	DEFINE
FIRST SOLAR INC	COM	336433107	19	130	SH	DEFINE
FIRST SOLAR INC	COM	336433107	106	720	SH	DEFINE
FIRST SOLAR INC	COM	336433107	103	700	SH	DEFINE
FIRST SOLAR INC	COM	336433107	214	1450	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	214031	5553480	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	342	8865	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	12	320	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	76	1980	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	170	4400	SH	DEFINE
FISERV INC	COM	337738108	1073	19936	SH	DEFINE
FLEXSTEEL INDS INC	COM	339382103	3682	240000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	240	39735	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	10209	1690309	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

FLEXTRONICS INTL LTD	ORD	Y2573F102	2716	449600	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	45690	7564560	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	23030	3812946	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1963	325082	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	3244	537140	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	272422	45103007	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	107265	17759111	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	101	16710	SH	DEFINE
FLIR SYS INC	COM	302445101	106817	4156244	SH	DEFINE
FLIR SYS INC	COM	302445101	31	1200	SH	DEFINE
FLIR SYS INC	COM	302445101	134	5210	SH	DEFINE
FLIR SYS INC	COM	302445101	185	7200	SH	DEFINE
FLIR SYS INC	COM	302445101	4122	160407	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	148177	1354190	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	205	1875	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	1355	12385	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	328	2997	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	4637	42380	SH	DEFINE
FLUOR CORP NEW	COM	343412102	22353	451300	SH	DEFINE
FLUOR CORP NEW	COM	343412102	11640	235011	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	160837	2355180	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	375	5490	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	213	3115	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	68334	1347012	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	3747	743525	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	23476	490000	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	196	4100	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	13464	1100000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	1972	161097	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	115	9000	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	1328	103500	SH	DEFINE
FOREST LABS INC	COM	345838106	1023	33080	SH	DEFINE
FOREST LABS INC	COM	345838106	997	32240	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	3	168	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	39616	2323501	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	4180	84900	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	449	9126	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	76	1544	SH	DEFINE
FORWARD AIR CORP	COM	349853101	12879	495333	SH	DEFINE
FOSSIL INC	COM	349882100	19673	365746	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	14001	650311	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	14063	653182	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	28955	873181	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	30	900	SH	DEFINE
FRANKLIN RES INC	COM	354613101	47881	447907	SH	DEFINE
FREDS INC	CL A	356108100	47229	4002457	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	44652	522915	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	18776	219887	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1536	17935	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1784	20897	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	3	45	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1124	18200	SH	DEFINE
FRISCHS RESTAURANTS INC	COM	358748101	3141	160000	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	98376	12041144	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	4606	563758	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	18	2240	SH	OTHER
FRONTIER COMMUNICATIONS CORP	COM	35906A108	1	72	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	0	18	SH	DEFINE
FRONTIER OIL CORP	COM	35914P105	7980	595490	SH	DEFINE
FULLER H B CO	COM	359694106	231	11604	SH	DEFINE
FURMANITE CORPORATION	COM	361086101	7808	1600000	SH	DEFINE
FURNITURE BRANDS INTL INC	COM	360921100	11140	2070709	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

GAFISA S A	SPONS ADR	362607301	2534	163600	SH	DEFINE
GAIAM INC	CL A	36268Q103	2851	426200	SH	DEFINE
GAIAM INC	CL A	36268Q103	568	84840	SH	DEFINE
GAIAM INC	CL A	36268Q103	2048	306100	SH	DEFINE
GAIAM INC	CL A	36268Q103	1471	219852	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	69769	2645790	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	55	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	1122	56908	SH	DEFINE
GAMMON GOLD INC	COM	36467T106	12713	1823200	SH	DEFINE
GAP INC DEL	COM	364760108	479	25674	SH	DEFINE
GAP INC DEL	COM	364760108	1482	79500	SH	DEFINE
GAP INC DEL	COM	364760108	2233	119820	SH	DEFINE
GAP INC DEL	COM	364760108	36407	1953161	SH	DEFINE
GARDNER DENVER INC	COM	365558105	56400	1050670	SH	DEFINE
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	1900	119170	SH	DEFINE
GENCORP INC	COM	368682100	16337	3320604	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	35161	559800	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	108534	1727975	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	9295	147988	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	63	1000	SH	OTHER
GENERAL DYNAMICS CORP	COM	369550108	892	14200	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	39	620	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	207	3289	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	151	2400	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	1363	21693	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	5010	308300	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	272233	16752830	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	98749	6076837	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	81	5000	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	1474	90700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	11150	686180	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	4253	261714	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	40365	2483483	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	510	31360	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	68158	4194327	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	3613	222334	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	6879	423300	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	479555	29511094	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	51796	3187420	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	128	7850	SH	DEFINE
GENERAL MARITIME CORP NEW	SHS	Y2693R101	1013	206340	SH	DEFINE
GENERAL MLS INC	COM	370334104	4447	121700	SH	DEFINE
GENERAL MLS INC	COM	370334104	190255	5206748	SH	DEFINE
GENERAL MLS INC	COM	370334104	13034	356696	SH	DEFINE
GENESEE & WYO INC	CL A	371559105	52608	1212450	SH	DEFINE
GENTEX CORP	COM	371901109	53414	2737750	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	3750	528900	SH	DEFINE
GENUINE PARTS CO	COM	372460105	229	5133	SH	DEFINE
GENUINE PARTS CO	COM	372460105	8597	192797	SH	DEFINE
GENUINE PARTS CO	COM	372460105	878	19687	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	22440	1836300	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	64	5200	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	956	78215	SH	DEFINE
GENZYME CORP	COM	372917104	28790	406700	SH	DEFINE
GENZYME CORP	COM	372917104	775	10946	SH	DEFINE
GENZYME CORP	COM	372917104	252990	3573808	SH	DEFINE
GIBRALTAR INDS INC	COM	374689107	33036	3678821	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	39	1400	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	68465	2436830	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	2361	66300	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	118890	3338640	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	43311	1216246	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

GILEAD SCIENCES INC	COM	375558103	28	800	SH	OTHER
GILEAD SCIENCES INC	COM	375558103	7079	198800	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	45	1260	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1033	29000	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	271	7620	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	15483	434800	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	292	8200	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	199	5594	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1318	37000	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/03	375558AH6	16556	15000000	PRN	DEFINE
GLATFELTER	COM	377316104	13353	1098127	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1120	28347	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2437	61680	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	15028	380273	SH	DEFINE
GLIMCHER RLTY TR	SH BEN INT	379302102	121	19647	SH	DEFINE
GLIMCHER RLTY TR	SH BEN INT	379302102	3464	563200	SH	DEFINE
GLIMCHER RLTY TR	SH BEN INT	379302102	61	10000	SH	DEFINE
GLOBAL INDEMNITY PLC	SHS	G39319101	1743	108584	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	32479	5937600	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	44004	1025985	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	4	82	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	45388	2972348	SH	DEFINE
GOLD RESOURCE CORP	COM	38068T105	16077	1000000	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	119127	2738690	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	1362	31290	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	5238	120500	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	7927	1607700	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	28	5700	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	5783	40000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	10183	70432	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	1865	12900	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	301043	2082190	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	867	5995	SH	DEFINE
GOOGLE INC	CL A	38259P508	188308	358140	SH	DEFINE
GOOGLE INC	CL A	38259P508	30123	57290	SH	DEFINE
GOOGLE INC	CL A	38259P508	97	185	SH	OTHER
GOOGLE INC	CL A	38259P508	2498	4750	SH	DEFINE
GOOGLE INC	CL A	38259P508	57	108	SH	DEFINE
GOOGLE INC	CL A	38259P508	463	880	SH	DEFINE
GOOGLE INC	CL A	38259P508	263	500	SH	DEFINE
GOOGLE INC	CL A	38259P508	320	609	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	146	5483	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	4355	163100	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	80	3000	SH	DEFINE
GRACO INC	COM	384109104	49616	1563700	SH	DEFINE
GRACO INC	COM	384109104	666	20975	SH	DEFINE
GRACO INC	COM	384109104	89	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	1155	9700	SH	DEFINE
GRAINGER W W INC	COM	384802104	65511	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	1905	15995	SH	DEFINE
GRAN TIERRA ENERGY INC	COM	38500T101	9856	1276720	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	3164	144300	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	572	26100	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	2081	94900	SH	DEFINE
GRANITE CONSTR INC	COM	387328107	43968	1933500	SH	DEFINE
GREAT BASIN GOLD LTD	COM	390124105	25675	10560200	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	9703	513400	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	27076	1432600	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	58	3083	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	186	9875	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	543	28755	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	34561	543200	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

GREAT PLAINS ENERGY INC	UNIT	06/15/2042	391164803	6384	100345	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT	06/15/2042	391164803	83	1300	SH	OTHER
GREAT PLAINS ENERGY INC	UNIT	06/15/2042	391164803	410	6447	SH	DEFINE
GREATBATCH INC	COM		39153L106	8448	364311	SH	DEFINE
GREEN DOT CORP	CL A		39304D102	8484	175000	SH	DEFINE
GREEN DOT CORP	CL A		39304D102	170	3516	SH	DEFINE
GREEN DOT CORP	CL A		39304D102	470	9700	SH	DEFINE
GREENLIGHT CAPITAL RE LTD	CLASS A		G4095J109	876	35000	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A		398231100	4415	167000	SH	DEFINE
GRIFFON CORP	COM		398433102	2013	165131	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM		398905109	59558	1993230	SH	DEFINE
GROUPE CGI INC	CL A SUB VTG		39945C109	11149	740110	SH	DEFINE
GSI COMMERCE INC	COM		36238G102	40854	1654000	SH	DEFINE
GSI COMMERCE INC	COM		36238G102	657	26600	SH	DEFINE
GSI COMMERCE INC	COM		36238G102	2384	96500	SH	DEFINE
GTSI CORP	COM		36238K103	4406	625000	SH	DEFINE
GUARANTY BANCORP DEL	COM		40075T102	17077	10740191	SH	DEFINE
GUESS INC	COM		401617105	91667	2256090	SH	DEFINE
GUESS INC	COM		401617105	630	15500	SH	DEFINE
GUESS INC	COM		401617105	17	430	SH	DEFINE
GUESS INC	COM		401617105	102	2520	SH	DEFINE
GUESS INC	COM		401617105	2344	57700	SH	DEFINE
GUESS INC	COM		401617105	106	2600	SH	DEFINE
GYMBOREE CORP	COM		403777105	21863	526300	SH	DEFINE
GYMBOREE CORP	COM		403777105	36306	874000	SH	DEFINE
GYMBOREE CORP	COM		403777105	773	18600	SH	DEFINE
GYMBOREE CORP	COM		403777105	2787	67100	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM		405217100	3364	140300	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM		405217100	634	26430	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM		405217100	2122	88500	SH	DEFINE
HALLIBURTON CO	COM		406216101	75999	2298140	SH	DEFINE
HALLIBURTON CO	COM		406216101	595	18004	SH	DEFINE
HALLIBURTON CO	COM		406216101	17584	531728	SH	DEFINE
HALLIBURTON CO	COM		406216101	1739	52590	SH	DEFINE
HALLIBURTON CO	COM		406216101	40248	1217051	SH	DEFINE
HALLIBURTON CO	COM		406216101	51031	1543107	SH	DEFINE
HALLIBURTON CO	COM		406216101	2832	85645	SH	DEFINE
HALLIBURTON CO	COM		406216101	3623	109570	SH	DEFINE
HALLIBURTON CO	COM		406216101	423419	12803725	SH	DEFINE
HALLIBURTON CO	COM		406216101	13526	409010	SH	DEFINE
HALLIBURTON CO	COM		406216101	78	2350	SH	DEFINE
HANCOCK HLDG CO	COM		410120109	2129	70788	SH	DEFINE
HANOVER INS GROUP INC	COM		410867105	29854	635200	SH	DEFINE
HANOVER INS GROUP INC	COM		410867105	73	1545	SH	DEFINE
HANSEN NAT CORP	COM		411310105	95180	2041590	SH	DEFINE
HANSEN NAT CORP	COM		411310105	23982	514412	SH	DEFINE
HANSEN NAT CORP	COM		411310105	783	16800	SH	DEFINE
HANSEN NAT CORP	COM		411310105	19	400	SH	DEFINE
HANSEN NAT CORP	COM		411310105	2037	43700	SH	DEFINE
HANSEN NAT CORP	COM		411310105	117	2500	SH	DEFINE
HANSEN NAT CORP	COM		411310105	154	3296	SH	DEFINE
HARDINGE INC	COM		412324303	8196	1070000	SH	DEFINE
HARLEY DAVIDSON INC	COM		412822108	1007	35400	SH	DEFINE
HARLEY DAVIDSON INC	COM		412822108	23835	838096	SH	DEFINE
HARLEY DAVIDSON INC	COM		412822108	228	8005	SH	DEFINE
HARMAN INTL INDS INC	COM		413086109	4289	128362	SH	DEFINE
HARRIS & HARRIS GROUP INC	COM		413833104	51	12000	SH	DEFINE
HARRIS CORP DEL	COM		413875105	704	15893	SH	DEFINE
HARTE-HANKS INC	COM		416196103	525	45000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	DEP CONV PFD		416515708	25618	1080000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	DEP CONV PFD		416515708	822	34649	SH	DEFINE
HASBRO INC	COM		418056107	912	20500	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

HAVERTY FURNITURE INC	COM	419596101	14074	1290000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	13524	600000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	45	2000	SH	DEFINE
HCC INS HLDGS INC	COM	404132102	19374	742600	SH	DEFINE
HCP INC	COM	40414L109	54	1500	SH	DEFINE
HCP INC	COM	40414L109	850	23621	SH	DEFINE
HCP INC	COM	40414L109	24501	680971	SH	DEFINE
HCP INC	COM	40414L109	407	11300	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	383	8080	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	11154	235610	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	204	4300	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	12113	531500	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	7435	500000	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	26591	386720	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	199	2900	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	729	10600	SH	DEFINE
HECLA MNG CO	COM	422704106	6352	1005000	SH	DEFINE
HEICO CORP NEW	COM	422806109	19735	432398	SH	DEFINE
HEICO CORP NEW	COM	422806109	1059	23199	SH	DEFINE
HEICO CORP NEW	COM	422806109	3892	85275	SH	DEFINE
HEINZ H J CO	COM	423074103	14583	307848	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	35205	3160200	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	3864	346900	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	413	10200	SH	DEFINE
HERSHA HOSPITALITY TR	SH BEN INT A	427825104	111	21390	SH	DEFINE
HERSHA HOSPITALITY TR	SH BEN INT A	427825104	3054	589600	SH	DEFINE
HERSHA HOSPITALITY TR	SH BEN INT A	427825104	32	6100	SH	DEFINE
HERSHEY CO	COM	427866108	1459	30655	SH	DEFINE
HESS CORP	COM	42809H107	14413	243790	SH	DEFINE
HESS CORP	COM	42809H107	1205	20383	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	144537	3435635	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	29174	693467	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	570302	13556019	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	77	1830	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	440	10450	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	408	9700	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	278	6608	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	46469	1862500	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	159	4909	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	4716	145250	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	84	2600	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	47273	1317175	SH	DEFINE
HILLENBRAND INC	COM	431571108	83048	3860914	SH	DEFINE
HILLENBRAND INC	COM	431571108	46	2150	SH	DEFINE
HILLENBRAND INC	COM	431571108	47497	2208158	SH	DEFINE
HILLENBRAND INC	COM	431571108	30	1400	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	49755	1044180	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	38	800	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	2452	41600	SH	DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	7805	271470	SH	DEFINE
HOLOGIC INC	COM	436440101	695	43400	SH	DEFINE
HOME DEPOT INC	COM	437076102	3757	118600	SH	DEFINE
HOME DEPOT INC	COM	437076102	17763	560700	SH	DEFINE
HOME DEPOT INC	COM	437076102	30316	956954	SH	DEFINE
HOME DEPOT INC	COM	437076102	19	600	SH	OTHER
HOME DEPOT INC	COM	437076102	15534	490337	SH	DEFINE
HOME DEPOT INC	COM	437076102	3331	105140	SH	DEFINE
HOME DEPOT INC	COM	437076102	6304	198905	SH	DEFINE
HOME DEPOT INC	COM	437076102	572	18050	SH	DEFINE
HOME DEPOT INC	COM	437076102	21402	675560	SH	DEFINE
HOME DEPOT INC	COM	437076102	2678	84540	SH	DEFINE
HOME DEPOT INC	COM	437076102	7785	245740	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

HOME DEPOT INC	COM	437076102	255691	8071044	SH	DEFINE
HOME DEPOT INC	COM	437076102	40356	1273850	SH	DEFINE
HOME DEPOT INC	COM	437076102	108	3410	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	2636	74078	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	26232	597005	SH	DEFINE
HOOKER FURNITURE CORP	COM	439038100	17207	1479534	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	5061	259690	SH	DEFINE
HOSPIRA INC	COM	441060100	2522	44238	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	1131	78074	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	32223	2225351	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	539	37201	SH	DEFINE
HOUSTON WIRE & CABLE CO	COM	44244K109	3004	299538	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	19861	392594	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	8336	164769	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	14942	295345	SH	DEFINE
HSN INC	COM	404303109	1795	60020	SH	DEFINE
HUBBELL INC	CL B	443510201	609	11999	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	78024	6364140	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	4200	342617	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	932	76000	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	90763	3046710	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	47	1575	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	164	5519	SH	DEFINE
HUMANA INC	COM	444859102	10	200	SH	DEFINE
HUMANA INC	COM	444859102	1114	22175	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	1006	29000	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	41994	1210200	SH	DEFINE
HUNTSMAN CORP	COM	447011107	2312	200000	SH	DEFINE
HUNTSMAN CORP	COM	447011107	1	80	SH	DEFINE
HURCO COMPANIES INC	COM	447324104	7265	402071	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	3778	171800	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	639	29070	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	2259	102732	SH	DEFINE
HUTCHINSON TECHNOLOGY INC	NOTE 3.250% 1/1	448407AF3	1470	2000000	PRN	DEFINE
HYATT HOTELS CORP	COM CL A	448579102	44	1170	SH	DEFINE
HYATT HOTELS CORP	COM CL A	448579102	181	4850	SH	DEFINE
HYATT HOTELS CORP	COM CL A	448579102	5324	142400	SH	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	3942	150050	SH	DEFINE
IAMGOLD CORP	COM	450913108	59868	3379870	SH	DEFINE
IAMGOLD CORP	COM	450913108	5482	309350	SH	DEFINE
ICF INTL INC	COM	44925C103	6962	277700	SH	DEFINE
ICF INTL INC	COM	44925C103	531	21200	SH	DEFINE
ICF INTL INC	COM	44925C103	1918	76500	SH	DEFINE
ICICI BK LTD	ADR	45104G104	8588	172284	SH	DEFINE
ICICI BK LTD	ADR	45104G104	6514	130679	SH	DEFINE
ICICI BK LTD	ADR	45104G104	2136	42840	SH	DEFINE
ICICI BK LTD	ADR	45104G104	507	10180	SH	DEFINE
ICICI BK LTD	ADR	45104G104	8254	165580	SH	DEFINE
ICICI BK LTD	ADR	45104G104	21041	422082	SH	DEFINE
ICICI BK LTD	ADR	45104G104	258397	5183495	SH	DEFINE
ICICI BK LTD	ADR	45104G104	111920	2245126	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	3463	197900	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	599	34200	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	2202	125800	SH	DEFINE
IDACORP INC	COM	451107106	19411	540400	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	3743	79600	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	47020	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2859	60797	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	3136	158400	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	645	32600	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	2362	119300	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	5768	291314	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

IMPERIAL OIL LTD	COM NEW	453038408	671	17751	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	16624	438434	SH	DEFINE
INCYTE CORP	COM	45337C102	5728	358200	SH	DEFINE
INDIA FD INC	COM	454089103	1768	48596	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	27425	714000	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	135	3527	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	135	2000	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	49399	733900	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	41	3971	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	2278	221374	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	14062	1366607	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	5628	546955	SH	DEFINE
INGERSOLL-RAND GLOBAL HLDG C	NOTE 4.500% 4/1	45687AAD4	16340	8000000	PRN	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	35781	1002000	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	672	18822	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	26954	754800	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	186	5200	SH	DEFINE
INHIBITEX INC	COM	45719T103	831	461806	SH	DEFINE
INSPIRE PHARMACEUTICALS INC	COM	457733103	2266	380900	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	1030	114723	SH	DEFINE
INTEL CORP	COM	458140100	287769	14964570	SH	DEFINE
INTEL CORP	COM	458140100	67344	3502015	SH	DEFINE
INTEL CORP	COM	458140100	52	2700	SH	OTHER
INTEL CORP	COM	458140100	59	3070	SH	DEFINE
INTEL CORP	COM	458140100	1023	53064	SH	DEFINE
INTEL CORP	COM	458140100	276	14337	SH	DEFINE
INTEL CORP	COM	458140100	2043	106230	SH	DEFINE
INTEL CORP	SDCV 2.950%12/1	458140AD2	1988	2000000	PRN	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	23489	224300	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	119	1135	SH	DEFINE
INTERMEC INC	COM	458786100	2782	226916	SH	DEFINE
INTERMUNE INC	COM	45884X103	1723	126500	SH	DEFINE
INTERMUNE INC	COM	45884X103	4	300	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	212387	1583320	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	144624	1078160	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	166543	1241561	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1462	10900	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	75	560	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	5024	37376	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	362	2700	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1874	13972	SH	DEFINE
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	820	16894	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	149	10282	SH	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	10138	359000	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	394	39276	SH	DEFINE
INTERVAL LEISURE GROUP INC	COM	46113M108	808	60020	SH	DEFINE
INTL PAPER CO	COM	460146103	618	28394	SH	DEFINE
INTL PAPER CO	COM	460146103	303785	13967113	SH	DEFINE
INTUIT	COM	461202103	1780	40640	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	113719	400780	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	2855	10062	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	325	1146	SH	DEFINE
INVACARE CORP	COM	461203101	477	18000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	10649	501580	SH	DEFINE
INVESCO LTD	SHS	G491BT108	8308	391320	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1140	53700	SH	DEFINE
INVESCO LTD	SHS	G491BT108	762	35915	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1061	50000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	82	3840	SH	DEFINE
INVESCO LTD	SHS	G491BT108	786	37000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	5352	252100	SH	DEFINE
INVESCO LTD	SHS	G491BT108	3741	176190	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

INVESCO LTD	SHS	G491BT108	64572	3041527	SH	DEFINE
INVESCO LTD	SHS	G491BT108	18065	850906	SH	DEFINE
INVESCO LTD	SHS	G491BT108	527	24817	SH	DEFINE
IRON MTN INC	COM	462846106	588	26333	SH	DEFINE
IRONWOOD PHARMACEUTICALS INC	COM CL A	46333X108	4464	438500	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	1422	111100	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	3	250	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	4535	191045	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	12	500	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	10928	142046	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	2647	34410	SH	DEFINE
ISHARES INC	MSCI CDA INDEX	464286509	338	12065	SH	DEFINE
ISHARES INC	MSCI EMU INDEX	464286608	373	10768	SH	DEFINE
ISHARES INC	MSCI PAC J IDX	464286665	642	14490	SH	DEFINE
ISHARES INC	MSCI S KOREA	464286772	632	11823	SH	DEFINE
ISHARES INC	MSCI STH AFRCA	464286780	417	6200	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	100	10100	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	11321	1144720	SH	DEFINE
ISHARES INC	MSCI HONG KONG	464286871	492	27100	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	629	29525	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	3	150	SH	DEFINE
ISHARES TR	DJ SEL DIV INX	464287168	1533	32738	SH	DEFINE
ISHARES TR	BARCLYS TIPS BD	464287176	21867	200559	SH	DEFINE
ISHARES TR	FTSE XNHUA IDX	464287184	14867	347191	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	46958	410150	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	2925	25544	SH	DEFINE
ISHARES TR	BARCLY USAGG B	464287226	64020	589235	SH	DEFINE
ISHARES TR	BARCLY USAGG B	464287226	383	3521	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	90738	2026753	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	179	4000	SH	OTHER
ISHARES TR	MSCI EMERG MKT	464287234	4056	90600	SH	DEFINE
ISHARES TR	IBOXX INV CPBD	464287242	17711	156610	SH	DEFINE
ISHARES TR	S&P NA NAT RES	464287374	511	14700	SH	DEFINE
ISHARES TR	BARCLYS 20+ YR	464287432	221316	2097579	SH	DEFINE
ISHARES TR	BARCLYS 7-10 YR	464287440	1184	11956	SH	DEFINE
ISHARES TR	BARCLYS 1-3 YR	464287457	1228	14550	SH	DEFINE
ISHARES TR	MSCI EAFE IDX	464287465	20029	364690	SH	DEFINE
ISHARES TR	MSCI EAFE IDX	464287465	19014	346211	SH	DEFINE
ISHARES TR	RUSSELL MIDCAP	464287499	438	4849	SH	DEFINE
ISHARES TR	S&P MIDCAP 400	464287507	525	6561	SH	DEFINE
ISHARES TR	NASDQ BIO INDX	464287556	250	2900	SH	DEFINE
ISHARES TR	RUSSELL1000VAL	464287598	659	11173	SH	DEFINE
ISHARES TR	RUSSELL1000GRW	464287614	1804	35126	SH	DEFINE
ISHARES TR	RUSSELL 2000	464287655	6438	95419	SH	DEFINE
ISHARES TR	RUSSELL 3000	464287689	298	4420	SH	DEFINE
ISHARES TR	DJ US UTILS	464287697	385	5050	SH	DEFINE
ISHARES TR	S&P SMLCAP 600	464287804	1046	17697	SH	DEFINE
ISHARES TR	S&P SMLCP VALU	464287879	1994	32079	SH	DEFINE
ISHARES TR	S&P SMLCP GROW	464287887	2107	33724	SH	DEFINE
ISHARES TR	MSCI SMALL CAP	464288273	17198	448110	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	9776	108993	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	1632	18200	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	49439	456205	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	146	1350	SH	OTHER
ISHARES TR	BARCLYS 1-3YR CR	464288646	9159	87200	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	16263	408833	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	688	17300	SH	DEFINE
ISHARES TR	MSCI ESG SEL SOC	464288802	204	4100	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	25	3000	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1612	191960	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1245	148243	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	3599	428410	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

ISTAR FINL INC	COM	45031U101	47	15500	SH	DEFINE
ISTAR FINL INC	FRNT	10/045031UBF7	270337	347700000	PRN	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	870	35960	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	945947	39121070	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	1915	79192	SH	DEFINE
ITRON INC	COM	465741106	471	7700	SH	DEFINE
ITT CORP NEW	COM	450911102	1912	40833	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	1411	20075	SH	DEFINE
ITURAN LOCATION AND CONTROL	SHS	M6158M104	3393	235641	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	13001	553800	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	89109	3803755	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	708	30200	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	740	31500	SH	DEFINE
IXIA	COM	45071R109	3205	258500	SH	DEFINE
IXIA	COM	45071R109	621	50100	SH	DEFINE
IXIA	COM	45071R109	2239	180600	SH	DEFINE
IXIA	COM	45071R109	6502	524321	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	19601	506480	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	3661	94587	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	98	2520	SH	DEFINE
JAKKS PAC INC	COM	47012E106	40840	2315210	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	30962	2827608	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	669	61100	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	16	1490	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	2476	226100	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	124	11300	SH	DEFINE
JARDEN CORP	COM	471109108	40855	1312390	SH	DEFINE
JARDEN CORP	COM	471109108	8	250	SH	DEFINE
JAZZ PHARMACEUTICALS INC	COM	472147107	1046	97500	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	130750	2110240	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	917400	14806325	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	138747	2239296	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	124	2000	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	1301	21000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	64	1040	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	21273	343230	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	366	5900	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	2375	38326	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	151311	4961000	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	1112	36466	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	489	16047	SH	DEFINE
JOHNSON OUTDOORS INC	CL A	479167108	928	72418	SH	DEFINE
JOY GLOBAL INC	COM	481165108	63986	909920	SH	DEFINE
JOY GLOBAL INC	COM	481165108	9228	131228	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	580850	15257420	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	49306	1295152	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	15	400	SH	OTHER
JPMORGAN CHASE & CO	COM	46625H100	1390	36500	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	14412	378567	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	25599	672287	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	464	12180	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	27225	715119	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	4494	118051	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	5121	134510	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	189697	4982836	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	32459	852620	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	26	680	SH	DEFINE
JPMORGAN CHASE & CO	-W EXP 10/28/2014	46634E114	417	35750	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	99434	3276210	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	375	12361	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	230	7565	SH	DEFINE
KAISER ALUMINUM CORP	COM PAR \$0.01	483007704	27236	636500	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

KANSAS CITY LIFE INS CO	COM	484836101	8256	264689	SH	DEFINE
KAYDON CORP	COM	486587108	2986	86300	SH	DEFINE
KAYDON CORP	COM	486587108	550	15900	SH	DEFINE
KAYDON CORP	COM	486587108	1973	57021	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	816	19040	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	9589	223685	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	3061	71391	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	13815	322252	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1217	28391	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	77553	1809017	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	183444	4279078	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	51	1200	SH	DEFINE
KELLOGG CO	COM	487836108	4863	96276	SH	DEFINE
KELLOGG CO	COM	487836108	985	19500	SH	DEFINE
KELLOGG CO	COM	487836108	1135	22470	SH	DEFINE
KELLY SVCS INC	CL A	488152208	28857	2460100	SH	DEFINE
KENNAMETAL INC	COM	489170100	52422	1694871	SH	DEFINE
KENNAMETAL INC	COM	489170100	96	3100	SH	DEFINE
KID BRANDS INC	COM	49375T100	7398	860200	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	208	6289	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	6075	183300	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	99	3000	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	2927	45000	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	5058	77758	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	362	22973	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	10218	648754	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	175	11100	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	14320	209049	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	82	1200	SH	OTHER
KINDRED HEALTHCARE INC	COM	494580103	32952	2530902	SH	DEFINE
KINGSWAY FINL SVCS INC	COM	496904103	751	462700	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	29590	1576234	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	69375	3696112	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	101	5400	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	6361	338900	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	1158	109200	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	21	2000	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	230174	21714558	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	12243	1155000	SH	DEFINE
KKR FINANCIAL HLDGS LLC	COM	48248A306	615	70000	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	30	850	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	1246	35370	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	21976	1136900	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	479	24800	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	1771	91600	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	4861	726588	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	2829	422899	SH	DEFINE
KOHL'S CORP	COM	500255104	134613	2555270	SH	DEFINE
KOHL'S CORP	COM	500255104	415	7870	SH	DEFINE
KOHL'S CORP	COM	500255104	56	1060	SH	DEFINE
KOHL'S CORP	COM	500255104	361	6860	SH	DEFINE
KOHL'S CORP	COM	500255104	374	7100	SH	DEFINE
KOHL'S CORP	COM	500255104	206	3912	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	3132	100000	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	419	13386	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	3671	117220	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	11087	353981	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	14102	450244	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	670	21700	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	6374	206560	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	1068825	34634641	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	11597	375782	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

KROGER CO	COM	501044101	310	14330	SH	DEFINE
KROGER CO	COM	501044101	324962	15002861	SH	DEFINE
KROGER CO	COM	501044101	17654	815037	SH	DEFINE
KROGER CO	COM	501044101	276	12760	SH	DEFINE
K-SWISS INC	CL A	482686102	39951	3133440	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	213094	10415173	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	11103	542655	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1048	14505	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	54	750	SH	OTHER
LA Z BOY INC	COM	505336107	30308	3591000	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2000	25500	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	4353	55506	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1004	12800	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	92053	2199600	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	50	1200	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	276	6604	SH	DEFINE
LAN AIRLINES S A	SPONSORED ADR	501723100	6188	210182	SH	DEFINE
LANCASTER COLONY CORP	COM	513847103	44223	931000	SH	DEFINE
LANCASTER COLONY CORP	COM	513847103	48	1000	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	172	7351	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	5029	215000	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	98	4200	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	2903	45918	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	1599	61745	SH	DEFINE
LAZARD LTD	SHS A	G54050102	71706	2044077	SH	DEFINE
LAZARD LTD	SHS A	G54050102	8083	230402	SH	DEFINE
LAZARD LTD	SHS A	G54050102	266	7594	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	28799	5255380	SH	DEFINE
LECG CORP	COM	523234102	1309	1189810	SH	DEFINE
LEGG MASON INC	COM	524901105	2440	80510	SH	DEFINE
LEGG MASON INC	COM	524901105	158	5215	SH	DEFINE
LEGG MASON INC	COM	524901105	1010	33330	SH	DEFINE
LEGG MASON INC	COM	524901105	40276	1328790	SH	DEFINE
LEGG MASON INC	COM	524901105	14109	465505	SH	DEFINE
LEGG MASON INC	COM	524901105	1097	36192	SH	DEFINE
LEGG MASON INC	COM	524901105	2029	66950	SH	DEFINE
LEGG MASON INC	COM	524901105	764	25200	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	44538	1956834	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	314	13800	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	50	2200	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	997	30000	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	34	1014	SH	DEFINE
LENNAR CORP	CL B	526057302	6505	528000	SH	DEFINE
LEUCADIA NATL CORP	COM	527288104	1089	46085	SH	DEFINE
LEUCADIA NATL CORP	NOTE 3.750% 4/15	527288AX2	4320	3600000	PRN	DEFINE
LEXMARK INTL NEW	CL A	529771107	388	8700	SH	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	1232	39983	SH	DEFINE
LIBERTY MEDIA CORP	DEB 3.500% 1/15	530715AN1	4289	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	530715AR2	6750	10000000	PRN	DEFINE
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	165	12017	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	3365	105475	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	61	1900	SH	OTHER
LIBERTY PPTY TR	SH BEN INT	531172104	134	4185	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	3899	122240	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	67	2100	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	23396	501080	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	952	20392	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	564	16100	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	0	12	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	1121	31960	SH	DEFINE
LILLY ELI & CO	COM	532457108	14612	400000	SH	DEFINE
LILLY ELI & CO	COM	532457108	6551	179345	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

LILLY ELI & CO	COM	532457108	722133	19768218	SH	DEFINE
LILLY ELI & CO	COM	532457108	1063	29100	SH	DEFINE
LILLY ELI & CO	COM	532457108	7	200	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	55103	2057600	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	95	3547	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	44259	765458	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	3994	166971	SH	DEFINE
LINN ENERGY LLC	UNIT LTD LIAB	536020100	1080	33800	SH	DEFINE
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	7924	1842785	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	4056	551900	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	760	103400	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	2689	365800	SH	DEFINE
LIVE NATION ENTERTAINMENT IN	COM	538034109	874	88491	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	6	1000	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	910	149750	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	17299	2845239	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	233	38380	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	35640	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	4408	61842	SH	DEFINE
LOEWS CORP	COM	540424108	1124	29670	SH	DEFINE
LOEWS CORP	COM	540424108	752	19850	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	2610	150000	SH	DEFINE
LOGMEIN INC	COM	54142L109	5415	150500	SH	DEFINE
LOGMEIN INC	COM	54142L109	857	23830	SH	DEFINE
LOGMEIN INC	COM	54142L109	2051	57000	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	2097	53290	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	3104	78880	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	784	19915	SH	DEFINE
LORILLARD INC	COM	544147101	349	4350	SH	DEFINE
LORILLARD INC	COM	544147101	606970	7557833	SH	DEFINE
LOWES COS INC	COM	548661107	3662	164310	SH	DEFINE
LSI CORPORATION	COM	502161102	2	424	SH	DEFINE
LSI CORPORATION	COM	502161102	240395	52718189	SH	DEFINE
LUBRIZOL CORP	COM	549271104	281	2650	SH	DEFINE
LUBRIZOL CORP	COM	549271104	1307	12335	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	829	18530	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	822	30150	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	704	25800	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	993	36400	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	464	17000	SH	DEFINE
LYDALL INC DEL	COM	550819106	3189	433300	SH	DEFINE
M & T BK CORP	COM	55261F104	485	5925	SH	DEFINE
M D C HLDGS INC	COM	552676108	44742	1541250	SH	DEFINE
M/I HOMES INC	COM	55305B101	15569	1501350	SH	DEFINE
MACERICH CO	COM	554382101	257	5993	SH	DEFINE
MACERICH CO	COM	554382101	7945	184993	SH	DEFINE
MACERICH CO	COM	554382101	149	3473	SH	DEFINE
MACYS INC	COM	55616P104	277	12017	SH	DEFINE
MAG SILVER CORP	COM	55903Q104	12282	1610900	SH	DEFINE
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	221	4300	SH	DEFINE
MAGNA INTL INC	COM	559222401	16373	199400	SH	DEFINE
MAIDEN HOLDINGS LTD	SHS	G5753U112	1757	230850	SH	DEFINE
MANPOWER INC	COM	56418H100	984	18860	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	9839	779000	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	1594	125966	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	234	18552	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	66345	5253864	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	7173	468855	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	295	19300	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	1069	69900	SH	DEFINE
MARATHON OIL CORP	COM	565849106	25662	775290	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1168	35296	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

MARATHON OIL CORP	COM	565849106	328459	9923234	SH	DEFINE
MARATHON OIL CORP	COM	565849106	12	360	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1142	34500	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	2123	87599	SH	DEFINE
MARKEL CORP	COM	570535104	8337	24194	SH	DEFINE
MARKEL CORP	COM	570535104	1275	3700	SH	DEFINE
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	917	16400	SH	DEFINE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	236	5150	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	67900	1895070	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	72	2008	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	20	570	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	144	4030	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	147	4100	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	370	10332	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	16240	673300	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1415	58685	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	16024	664256	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	9172	380246	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	2444	101325	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1801	74650	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	4841	200720	SH	DEFINE
MARSHALL & ILSLEY CORP NEW	COM	571837103	173	24514	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	17522	755891	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	813	35081	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	2858	123300	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	6927	90000	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	777	10091	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	219	12491	SH	DEFINE
MASCO CORP	COM	574599106	1509	137100	SH	DEFINE
MASCO CORP	COM	574599106	32	2875	SH	DEFINE
MASIMO CORP	COM	574795100	2444	89500	SH	DEFINE
MASIMO CORP	COM	574795100	456	16700	SH	DEFINE
MASIMO CORP	COM	574795100	1655	60600	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	166988	745470	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	9904	44213	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	1635	7300	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	40	180	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	181	810	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	202	900	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	432	1930	SH	DEFINE
MATTEL INC	COM	577081102	591	25204	SH	DEFINE
MATTEL INC	COM	577081102	253774	10817297	SH	DEFINE
MATTEL INC	COM	577081102	2056	87634	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	63556	3433580	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	1308	70650	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	173864	9392987	SH	DEFINE
MCAFEE INC	COM	579064106	245411	5192782	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	162248	3859382	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	489	11634	SH	DEFINE
MCDONALDS CORP	COM	580135101	3264	43800	SH	DEFINE
MCDONALDS CORP	COM	580135101	36868	494803	SH	DEFINE
MCDONALDS CORP	COM	580135101	15063	202155	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	11501	347878	SH	DEFINE
MCKESSON CORP	COM	58155Q103	6178	100000	SH	DEFINE
MCKESSON CORP	COM	58155Q103	241	3896	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	46773	821860	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	18276	321143	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	985	17300	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	13377	548700	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	44	1800	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	189936	7790637	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	9539	383105	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

MEDCO HEALTH SOLUTIONS INC	COM	58405U102	5023	96480	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	21901	420690	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	42	800	SH	OTHER
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	3488	67000	SH	DEFINE
MEDTRONIC INC	COM	585055106	35662	1062010	SH	DEFINE
MEDTRONIC INC	COM	585055106	32235	959945	SH	DEFINE
MEDTRONIC INC	COM	585055106	8718	259618	SH	DEFINE
MEDTRONIC INC	COM	585055106	273612	8148074	SH	DEFINE
MEDTRONIC INC	COM	585055106	11298	336459	SH	DEFINE
MEDTRONIC INC	COM	585055106	2240	66710	SH	DEFINE
MEDTRONIC INC	COM	585055106	21384	636796	SH	DEFINE
MEDTRONIC INC	COM	585055106	16238	483559	SH	DEFINE
MEDTRONIC INC	COM	585055106	795	23669	SH	DEFINE
MEDTRONIC INC	COM	585055106	2728	81250	SH	DEFINE
MEDTRONIC INC	COM	585055106	222405	6623130	SH	DEFINE
MEDTRONIC INC	COM	585055106	22651	674540	SH	DEFINE
MEDTRONIC INC	COM	585055106	49	1460	SH	DEFINE
MEDTRONIC INC	NOTE	1.500% 4/1585055AL0	1006	1000000	PRN	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	248	20770	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	54142	2275817	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	9023	125000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	6881	95335	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	4692	65000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	938	13000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	38356	531400	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	982	13600	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	2598	36000	SH	DEFINE
MERCER INS GROUP INC	COM	587902107	3312	186046	SH	DEFINE
MERCER INTL INC	NOTE	8.500% 1/1588056AK7	10628	7091000	PRN	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5109	138800	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	1274283	34617835	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	91796	2493767	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	133	3600	SH	OTHER
MERCK & CO INC NEW	COM	58933Y105	1402	38100	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	16141	438506	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5084	138117	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	44977	1221564	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	116235	3157707	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	4893	132925	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	6178	167840	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	544151	14782688	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	44855	1218544	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	188	5095	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	19140	468309	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	21	525	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	94	2300	SH	DEFINE
METHANEX CORP	COM	59151K108	233	9500	SH	DEFINE
METHANEX CORP	COM	59151K108	78552	3198828	SH	DEFINE
METHODE ELECTRS INC	COM	591520200	1655	182217	SH	DEFINE
METLIFE INC	COM	59156R108	24808	645200	SH	DEFINE
METLIFE INC	COM	59156R108	433	11253	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	47909	385000	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	69967	562254	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	5433	43663	SH	DEFINE
MF GLOBAL HLDGS LTD	COM	55277J108	52111	7237670	SH	DEFINE
MI DEVS INC	CL A SUB VTG	55304X104	19416	1774600	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	80820	2569800	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	22176	705105	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	249	7850	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	2305	73285	SH	DEFINE
MICRON TECHNOLOGY INC	COM	595112103	49	6800	SH	DEFINE
MICRON TECHNOLOGY INC	COM	595112103	773	107220	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

MICRON TECHNOLOGY INC	NOTE	1.875%	6/0595112AH6	17875	20000000	PRN	DEFINE
MICROSEMI CORP	COM		595137100	3121	181986	SH	DEFINE
MICROSOFT CORP	COM		594918104	5028	205300	SH	DEFINE
MICROSOFT CORP	COM		594918104	69424	2834800	SH	DEFINE
MICROSOFT CORP	COM		594918104	61684	2518755	SH	DEFINE
MICROSOFT CORP	COM		594918104	61	2500	SH	OTHER
MICROSOFT CORP	COM		594918104	885808	36170186	SH	DEFINE
MICROSOFT CORP	COM		594918104	22183	905813	SH	DEFINE
MICROSOFT CORP	COM		594918104	7294	297846	SH	DEFINE
MICROSOFT CORP	COM		594918104	63926	2610161	SH	DEFINE
MICROSOFT CORP	COM		594918104	550	22460	SH	DEFINE
MICROSOFT CORP	COM		594918104	125998	5144891	SH	DEFINE
MICROSOFT CORP	COM		594918104	5259	214737	SH	DEFINE
MICROSOFT CORP	COM		594918104	12683	517870	SH	DEFINE
MICROSOFT CORP	COM		594918104	951209	38840724	SH	DEFINE
MICROSOFT CORP	COM		594918104	62281	2543140	SH	DEFINE
MICROSOFT CORP	COM		594918104	257	10490	SH	DEFINE
MILLER INDS INC TENN	COM NEW		600551204	4891	361500	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW		L6388F110	9953	103727	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW		L6388F110	1207	12575	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW		L6388F110	4216	43940	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW		L6388F110	1281	13350	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR		602675100	1	50	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR		602675100	3289	111220	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM		602720104	36663	1352890	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM		603158106	2882	48912	SH	DEFINE
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR		606822104	3022	652651	SH	DEFINE
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR		606822104	2741	591930	SH	DEFINE
MOBILE MINI INC	COM		60740F105	4811	313600	SH	DEFINE
MOBILE MINI INC	COM		60740F105	778	50700	SH	DEFINE
MOBILE MINI INC	COM		60740F105	2844	185400	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR		607409109	337	15875	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR		607409109	88192	4154125	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR		607409109	6074	286100	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR		607409109	21848	1029090	SH	DEFINE
MOLEX INC	COM		608554101	1496	71483	SH	DEFINE
MOLEX INC	CL A		608554200	2327	133100	SH	DEFINE
MONSANTO CO NEW	COM		61166W101	1222	25490	SH	DEFINE
MONSANTO CO NEW	COM		61166W101	8844	184525	SH	DEFINE
MONSTER WORLDWIDE INC	COM		611742107	4660	359552	SH	DEFINE
MONSTER WORLDWIDE INC	COM		611742107	17	1280	SH	DEFINE
MONSTER WORLDWIDE INC	COM		611742107	112	8670	SH	DEFINE
MONSTER WORLDWIDE INC	COM		611742107	170	13100	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS		G62185106	44374	2562020	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS		G62185106	45	2600	SH	DEFINE
MOODYS CORP	COM		615369105	240	9594	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	1246	50500	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	6256	253491	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	598068	24232888	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	1351	54750	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	1000	40535	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	1804	73080	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	1689	68450	SH	DEFINE
MORGAN STANLEY	COM NEW		617446448	273	11075	SH	DEFINE
MOSAIC CO	COM		61945A107	2752	46830	SH	DEFINE
MOSAIC CO	COM		61945A107	1034	17600	SH	DEFINE
MOTOROLA INC	COM		620076109	1245	145915	SH	DEFINE
MOTOROLA INC	COM		620076109	190671	22352951	SH	DEFINE
MSCI INC	CL A		55354G100	30139	907520	SH	DEFINE
MUELLER INDS INC	COM		624756102	77364	2920500	SH	DEFINE
MUELLER INDS INC	COM		624756102	265	10000	SH	DEFINE
MURPHY OIL CORP	COM		626717102	14731	237900	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

MURPHY OIL CORP	COM	626717102	546	8815	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	2724	47200	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	531	9200	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	1645	28500	SH	DEFINE
MYLAN INC	COM	628530107	2460	130805	SH	DEFINE
MYLAN INC	COM	628530107	1058	56240	SH	DEFINE
MYLAN INC	PFD CONV	628530206	3	3	SH	DEFINE
MYLAN INC	PFD CONV	628530206	9524	8521	SH	DEFINE
MYLAN INC	NOTE 3.750% 9/1	628530AJ6	16622	10500000	PRN	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	7098	393020	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	967	53565	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	297	15300	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	434	22341	SH	SOLE
NASH FINCH CO	COM	631158102	255	6000	SH	DEFINE
NATIONAL CITY CORP	NOTE 4.000% 2/0	635405AW3	1926	1900000	PRN	DEFINE
NATIONAL FUEL GAS CO N J	COM	636180101	386	7450	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	38	890	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	2434	56948	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	37108	1136180	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	1254	38400	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	3220	98600	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	1803	55199	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	34874	784220	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	10598	238308	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	1512	34000	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	2253	50660	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	22018	495112	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	312	12420	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	9477	377400	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	158	6300	SH	DEFINE
NATIONAL WESTN LIFE INS CO	CL A	638522102	24338	173000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	716	18503	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	347	8970	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	9942	257094	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	166	4300	SH	DEFINE
NAVIGATORS GROUP INC	COM	638904102	762	17079	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	8499	194760	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	1585	36327	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	9457	216700	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	18389	421371	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	2107	48280	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	7093	162530	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	7927	181640	SH	DEFINE
NAVISTAR INTL CORP NEW	COM	63934E108	58	1340	SH	DEFINE
NEKTAR THERAPEUTICS	COM	640268108	2563	173500	SH	DEFINE
NETAPP INC	COM	64110D104	134388	2699090	SH	DEFINE
NETAPP INC	COM	64110D104	13280	266728	SH	DEFINE
NETAPP INC	COM	64110D104	46	930	SH	DEFINE
NETAPP INC	COM	64110D104	89	1790	SH	DEFINE
NETAPP INC	COM	64110D104	244	4900	SH	DEFINE
NETAPP INC	COM	64110D104	532	10691	SH	DEFINE
NETAPP INC	NOTE 1.750% 6/0	64110DAB0	24469	15000000	PRN	DEFINE
NETEZZA CORP	COM	64111N101	9116	338230	SH	DEFINE
NETEZZA CORP	COM	64111N101	294	10900	SH	DEFINE
NETEZZA CORP	COM	64111N101	1059	39300	SH	DEFINE
NETFLIX INC	COM	64110L106	8108	50000	SH	DEFINE
NETFLIX INC	COM	64110L106	99	610	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	49143	1781780	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	965	35000	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	3580	129800	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	49913	10244100	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	92575	19000000	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

NEW GOLD INC CDA	COM	644535106	11463	1708200	SH	DEFINE
NEW JERSEY RES	COM	646025106	234	5975	SH	DEFINE
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	9568	98054	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	27884	3602565	SH	DEFINE
NEWELL RUBBERMAID INC	COM	651229106	247	13860	SH	DEFINE
NEWLEAD HOLDINGS LTD	SHS	G64626115	168	34568	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	180542	2874414	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1768	28149	SH	DEFINE
NEWMONT MINING CORP	NOTE 3.000% 2/1	651639AK2	10716	7500000	PRN	DEFINE
NEWS CORP	CL A	65248E104	1553	118924	SH	DEFINE
NEWS CORP	CL A	65248E104	284606	21792164	SH	DEFINE
NEWS CORP	CL A	65248E104	15790	1209067	SH	DEFINE
NEWS CORP	CL A	65248E104	33470	2562780	SH	DEFINE
NEWS CORP	CL A	65248E104	408	31220	SH	DEFINE
NEWS CORP	CL A	65248E104	60145	4605281	SH	DEFINE
NEWS CORP	CL A	65248E104	1038	79442	SH	DEFINE
NEWS CORP	CL A	65248E104	530	40580	SH	DEFINE
NEWS CORP	CL A	65248E104	623597	47748624	SH	DEFINE
NEWS CORP	CL A	65248E104	38148	2920968	SH	DEFINE
NEWS CORP	CL A	65248E104	151	11542	SH	DEFINE
NEWS CORP	CL B	65248E203	395	26230	SH	DEFINE
NEWS CORP	CL B	65248E203	3979	264211	SH	DEFINE
NEWS CORP	CL B	65248E203	1253	83176	SH	DEFINE
NEXEN INC	COM	65334H102	1023	50687	SH	DEFINE
NEXEN INC	COM	65334H102	2	110	SH	DEFINE
NEXEN INC	COM	65334H102	4238	210549	SH	DEFINE
NEXTERA ENERGY INC	COM	65339F101	589547	10839250	SH	DEFINE
NEXTERA ENERGY INC	COM	65339F101	18327	336960	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	65935	1604210	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	78	1900	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	303	7361	SH	DEFINE
NIKE INC	CL B	654106103	3799	47400	SH	DEFINE
NIKE INC	CL B	654106103	82093	1024355	SH	DEFINE
NIKE INC	CL B	654106103	66249	826669	SH	DEFINE
NIKE INC	CL B	654106103	1563	19500	SH	DEFINE
NIKE INC	CL B	654106103	2130	26575	SH	DEFINE
NIKE INC	CL B	654106103	455	5682	SH	DEFINE
NIKE INC	CL B	654106103	1923	24000	SH	DEFINE
NISOURCE INC	COM	65473P105	86478	4970000	SH	DEFINE
NISOURCE INC	COM	65473P105	66	3765	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	9174	271500	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	14419	426720	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	4149	122776	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	6728	199120	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	9953	294540	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	764	22600	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	69590	2059489	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	31423	418470	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	203	2698	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	104512	1391826	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	3309	329873	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	8	800	SH	OTHER
NOKIA CORP	SPONSORED ADR	654902204	5	475	SH	DEFINE
NORDSON CORP	COM	655663102	84191	1142505	SH	DEFINE
NORDSTROM INC	COM	655664100	4226	113600	SH	DEFINE
NORDSTROM INC	COM	655664100	3011	80948	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	34254	575600	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	7710	129560	SH	DEFINE
NORTHEAST UTILS	COM	664397106	36773	1243600	SH	DEFINE
NORTHEAST UTILS	COM	664397106	26613	900000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	157	5300	SH	DEFINE
NORTHERN OIL & GAS INC NEV	COM	665531109	4443	262260	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

NORTHERN TR CORP	COM	665859104	2393	49600	SH	DEFINE
NORTHERN TR CORP	COM	665859104	57166	1185030	SH	DEFINE
NORTHERN TR CORP	COM	665859104	3283	68059	SH	DEFINE
NORTHERN TR CORP	COM	665859104	14	300	SH	OTHER
NORTHERN TR CORP	COM	665859104	49	1020	SH	DEFINE
NORTHERN TR CORP	COM	665859104	274	5670	SH	DEFINE
NORTHERN TR CORP	COM	665859104	318	6600	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	60630	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	5613	92577	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	2796	249900	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	491	43900	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	1772	158400	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	3246	185500	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	3759	65180	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	2161	37470	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	16648	288670	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	6642	115170	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	1820	18490	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	7249	73635	SH	DEFINE
NPS PHARMACEUTICALS INC	COM	62936P103	1192	174200	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	11	548	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	442980	21276667	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	122905	7858313	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	38769	2478837	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	63	4000	SH	OTHER
NUANCE COMMUNICATIONS INC	COM	67020Y100	2277	145600	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	1520	97200	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	307	19658	SH	DEFINE
NUANCE COMMUNICATIONS INC	DBCV 2.750% 8/1	67020YAB6	2717	2490000	PRN	DEFINE
NUCOR CORP	COM	670346105	90537	2370069	SH	DEFINE
NUCOR CORP	COM	670346105	20513	537000	SH	DEFINE
NUCOR CORP	COM	670346105	11853	310290	SH	DEFINE
NUCOR CORP	COM	670346105	11	300	SH	OTHER
NUCOR CORP	COM	670346105	69	1800	SH	DEFINE
NUPATHE INC	COM	67059M100	2782	385800	SH	DEFINE
NUVEEN INS NY TX FR ADV MUN	COM	670656107	570	38600	SH	DEFINE
NV ENERGY INC	COM	67073Y106	123670	9404550	SH	DEFINE
NV ENERGY INC	COM	67073Y106	74692	5680000	SH	DEFINE
NV ENERGY INC	COM	67073Y106	2	120	SH	DEFINE
NXP SEMICONDUCTORS NV	COM	N6596X109	16076	1297500	SH	DEFINE
NYSE EURONEXT	COM	629491101	1586	55524	SH	DEFINE
NYSE EURONEXT	COM	629491101	1105	38660	SH	DEFINE
OASIS PETE INC NEW	COM	674215108	8314	429200	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	3422	43700	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	57576	735320	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	5707	72884	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	7427	137900	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	495	107500	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	506	110075	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	69	5300	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	5584	426560	SH	DEFINE
OIL STS INTL INC	COM	678026105	49943	1072900	SH	DEFINE
OIL STS INTL INC	COM	678026105	9990	214610	SH	DEFINE
OIL SVC HOLDERS TR	DEPOSTRY RCPT	678002106	37	325	SH	DEFINE
OIL SVC HOLDERS TR	DEPOSTRY RCPT	678002106	475	4200	SH	DEFINE
OLD REP INTL CORP	COM	680223104	250982	18121462	SH	DEFINE
OLD REP INTL CORP	COM	680223104	178097	12859013	SH	DEFINE
OLD REP INTL CORP	COM	680223104	258	18575	SH	DEFINE
OLD REP INTL CORP	COM	680223104	7973	575636	SH	DEFINE
OMEGA PROTEIN CORP	COM	68210P107	7591	1322400	SH	DEFINE
OMNICARE INC	COM	681904108	2580	108042	SH	DEFINE
OMNICARE INC	COM	681904108	7102	297385	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

OMNICARE INC	COM	681904108	34330	1437591	SH	DEFINE
OMNICARE INC	COM	681904108	346	14500	SH	DEFINE
OMNICARE INC	COM	681904108	628	26280	SH	DEFINE
OMNICOM GROUP INC	COM	681919106	3563	90260	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	618	8250	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	32275	1223450	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	2734	103650	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	2794	105920	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	1195	45300	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	2574	97575	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	6172	233950	SH	DEFINE
ONYX PHARMACEUTICALS INC	NOTE 4.000% 8/1	683399AB5	15413	15000000	PRN	DEFINE
OPEN TEXT CORP	COM	683715106	37386	794772	SH	DEFINE
OPEN TEXT CORP	COM	683715106	11045	233925	SH	DEFINE
OPENTABLE INC	COM	68372A104	926	13600	SH	DEFINE
OPENTABLE INC	COM	68372A104	157	2300	SH	DEFINE
OPENTABLE INC	COM	68372A104	538	7900	SH	DEFINE
OPKO HEALTH INC	COM	68375N103	90	40000	SH	DEFINE
ORACLE CORP	COM	68389X105	91571	3410480	SH	DEFINE
ORACLE CORP	COM	68389X105	25735	958466	SH	DEFINE
ORACLE CORP	COM	68389X105	3221	119960	SH	DEFINE
ORACLE CORP	COM	68389X105	22469	836822	SH	DEFINE
ORACLE CORP	COM	68389X105	5985	222888	SH	DEFINE
ORACLE CORP	COM	68389X105	11883	442559	SH	DEFINE
ORACLE CORP	COM	68389X105	706	26300	SH	DEFINE
ORACLE CORP	COM	68389X105	69036	2571164	SH	DEFINE
ORACLE CORP	COM	68389X105	2327	86663	SH	DEFINE
ORACLE CORP	COM	68389X105	11018	410340	SH	DEFINE
ORACLE CORP	COM	68389X105	950489	35399945	SH	DEFINE
ORACLE CORP	COM	68389X105	58346	2173029	SH	DEFINE
ORACLE CORP	COM	68389X105	169	6305	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	1286	216910	SH	DEFINE
ORITANI FINL CORP DEL	COM	68633D103	1577	158000	SH	DEFINE
ORITANI FINL CORP DEL	COM	68633D103	276	27700	SH	DEFINE
ORITANI FINL CORP DEL	COM	68633D103	1003	100500	SH	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	61508	1792200	SH	DEFINE
OWENS CORNING NEW	COM	690742101	131786	5141846	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	992	35370	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	168	89700	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	5787	460000	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	4825	798782	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	1797	77575	SH	DEFINE
PALL CORP	COM	696429307	20820	500000	SH	DEFINE
PALL CORP	COM	696429307	801	19235	SH	DEFINE
PANASONIC CORP	ADR	69832A205	13	970	SH	DEFINE
PANASONIC CORP	ADR	69832A205	259	18875	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1905	21500	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	569	6425	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1515	17100	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	2183	75070	SH	DEFINE
PARAGON SHIPPING INC	CL A	69913R309	332	84350	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	195	10000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	5387	232900	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	988	42700	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	3590	155200	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	2802	40000	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1385	19769	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	441	5500	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	269079	3355934	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	9881	123231	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	3009	37529	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	864	10771	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

PARTNERRE LTD	COM	G6852T105	1257	15680	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	85510	1066480	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	71597	892951	SH	DEFINE
PATTERSON COMPANIES INC	COM	703395103	301	10500	SH	DEFINE
PATTERSON UTI ENERGY INC	COM	703481101	6841	400540	SH	DEFINE
PAYCHEX INC	COM	704326107	16519	600900	SH	DEFINE
PAYCHEX INC	COM	704326107	14026	510221	SH	DEFINE
PAYCHEX INC	COM	704326107	1085	39467	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	15061	307300	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	79287	1617780	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	18011	367490	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	696	14200	SH	DEFINE
PEABODY ENERGY CORP	SDCV 4.750%12/1	704549AG9	2492	2225000	PRN	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	29	1900	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	9321	600580	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	94	5200	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	2818	156460	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	35305	1031390	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	794	23200	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	2848	83200	SH	DEFINE
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	442	40000	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	1028	41700	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	74	3000	SH	OTHER
PENNEY J C INC	COM	708160106	57999	2133900	SH	DEFINE
PENNEY J C INC	COM	708160106	654	24080	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	8583	693861	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	15	1200	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	297	22675	SH	DEFINE
PEPSICO INC	COM	713448108	24483	368500	SH	DEFINE
PEPSICO INC	COM	713448108	204923	3084330	SH	DEFINE
PEPSICO INC	COM	713448108	93586	1408581	SH	DEFINE
PEPSICO INC	COM	713448108	173	2600	SH	OTHER
PEPSICO INC	COM	713448108	1110	16700	SH	DEFINE
PEPSICO INC	COM	713448108	167791	2525455	SH	DEFINE
PEPSICO INC	COM	713448108	15	220	SH	DEFINE
PEPSICO INC	COM	713448108	2664	40095	SH	DEFINE
PEPSICO INC	COM	713448108	146	2200	SH	DEFINE
PEPSICO INC	COM	713448108	343	5169	SH	DEFINE
PERRIGO CO	COM	714290103	11732	182677	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	9590	82375	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	109749	6799727	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	5935	367691	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	33	2070	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	188	11620	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	200	12415	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	171	10568	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	12204	371850	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	195	5930	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	16895	514776	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	3324	101270	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	65330	1990566	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	49224	1499823	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	14642	446136	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	725449	22103882	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	102084	3110421	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	191790	5843694	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	7907	218000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	13714	378114	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	638	17600	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2	55	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	42091	1160484	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	6815	187900	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

PETSMART INC	COM	716768106	2022	57785	SH	DEFINE
PFIZER INC	COM	717081103	99158	5775050	SH	DEFINE
PFIZER INC	COM	717081103	564656	32886180	SH	DEFINE
PFIZER INC	COM	717081103	34778	2025503	SH	DEFINE
PFIZER INC	COM	717081103	578209	33675511	SH	DEFINE
PFIZER INC	COM	717081103	19694	1146979	SH	DEFINE
PFIZER INC	COM	717081103	6220	362240	SH	DEFINE
PFIZER INC	COM	717081103	60955	3550082	SH	DEFINE
PFIZER INC	COM	717081103	614	35770	SH	DEFINE
PFIZER INC	COM	717081103	103283	6015334	SH	DEFINE
PFIZER INC	COM	717081103	2911	169568	SH	DEFINE
PFIZER INC	COM	717081103	10179	592840	SH	DEFINE
PFIZER INC	COM	717081103	754079	43918376	SH	DEFINE
PFIZER INC	COM	717081103	54250	3159608	SH	DEFINE
PFIZER INC	COM	717081103	182	10611	SH	DEFINE
PG&E CORP	COM	69331C108	771596	16988020	SH	DEFINE
PG&E CORP	COM	69331C108	300	6598	SH	DEFINE
PG&E CORP	COM	69331C108	1082	23822	SH	DEFINE
PG&E CORP	COM	69331C108	3656	80490	SH	DEFINE
PG&E CORP	COM	69331C108	27396	603162	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	49213	1985200	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	59028	2381080	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	661	26648	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	4597	185435	SH	DEFINE
PHARMASSET INC	COM	71715N106	7151	242397	SH	DEFINE
PHI INC	COM VTG	69336T106	1492	95100	SH	DEFINE
PHI INC	COM NON VTG	69336T205	14691	907999	SH	DEFINE
PHI INC	COM NON VTG	69336T205	2896	179000	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	10717	191310	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	12229	218298	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	372994	6658223	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	27	490	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	10106	180407	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	157	2800	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	2	35	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	1819	30395	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	4471	74691	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	22447	2740800	SH	DEFINE
PIMCO CORPORATE OPP FD	COM	72201B101	299	17000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	287033	6955000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	87	2100	SH	DEFINE
PITNEY BOWES INC	COM	724479100	91	4270	SH	DEFINE
PITNEY BOWES INC	COM	724479100	730	34150	SH	DEFINE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	13816	5894700	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	2	50	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	8163	231242	SH	DEFINE
PMC-SIERRA INC	COM	69344F106	11678	1586737	SH	DEFINE
PMC-SIERRA INC	COM	69344F106	311	42300	SH	DEFINE
PMC-SIERRA INC	COM	69344F106	20	2740	SH	DEFINE
PMC-SIERRA INC	COM	69344F106	81	10940	SH	DEFINE
PMC-SIERRA INC	COM	69344F106	144	19500	SH	DEFINE
PMC-SIERRA INC	NOTE 2.250%10/1	69344FAD8	10391	9500000	PRN	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	879	16927	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	2944	56710	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	284394	5478590	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	44	846	SH	DEFINE
PNM RES INC	COM	69349H107	59444	5219000	SH	DEFINE
PNM RES INC	COM	69349H107	37587	3300000	SH	DEFINE
PNM RES INC	COM	69349H107	94	8250	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	118049	1313690	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	16498	183601	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	2579	28700	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

POLO RALPH LAUREN CORP	CL A	731572103	368	4090	SH	DEFINE
POLYCOM INC	COM	73172K104	42904	1572700	SH	DEFINE
POLYCOM INC	COM	73172K104	1872	68640	SH	DEFINE
POLYCOM INC	COM	73172K104	1961	71900	SH	DEFINE
POLYCOM INC	COM	73172K104	1680	61598	SH	DEFINE
POPE RES DEL LTD PARTNERSHIP	DEPOSITRY RCPT	732857107	281	10221	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	70980	3500000	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	23	1760	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	2890	218454	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	95	7162	SH	DEFINE
POSCO	SPONSORED ADR	693483109	11	100	SH	DEFINE
POSCO	SPONSORED ADR	693483109	11	99	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2515	22061	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	946	6579	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	2568	17830	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	216336	1501915	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	4088	28500	SH	DEFINE
POWELL INDS INC	COM	739128106	16085	516869	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	15262	480100	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	935	29400	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	3608	113500	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	4364	137275	SH	DEFINE
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	715	29875	SH	DEFINE
POWERSHARES INDIA ETF TR	INDIA PORT	73935L100	235	9300	SH	DEFINE
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1512	30809	SH	DEFINE
POWERWAVE TECHNOLOGIES INC	NOTE 3.875%10/07	739363AF6	2984	3900000	PRN	DEFINE
PPG INDS INC	COM	693506107	970	13319	SH	DEFINE
PPL CORP	COM	69351T106	295323	10845500	SH	DEFINE
PPL CORP	COM	69351T106	305	11200	SH	DEFINE
PPL CORP	UNIT 99/99/9999	69351T601	14168	250000	SH	DEFINE
PRAXAIR INC	COM	74005P104	239619	2654761	SH	DEFINE
PRAXAIR INC	COM	74005P104	109853	1217060	SH	DEFINE
PRAXAIR INC	COM	74005P104	44219	489904	SH	DEFINE
PRAXAIR INC	COM	74005P104	6318	70000	SH	DEFINE
PRAXAIR INC	COM	74005P104	1128	12500	SH	DEFINE
PRAXAIR INC	COM	74005P104	16445	182200	SH	DEFINE
PRAXAIR INC	COM	74005P104	755	8364	SH	DEFINE
PRAXAIR INC	COM	74005P104	1038	11500	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	244282	1918170	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	22301	175112	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	1426	11200	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	18	140	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	121	950	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	115	900	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	438	3437	SH	DEFINE
PRECISION DRILLING CORP	COM 2010	74022D308	5295	775600	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	4410	450000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	93663	1870825	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	6715	134132	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	14	270	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	80	1600	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	85	1700	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	266	5304	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	136878	392940	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	95	274	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	283	812	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	10933	371500	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	202	6850	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	262248	8910924	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	223980	3734860	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	94384	1573855	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	112396	1874207	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

PROCTER & GAMBLE CO	COM	742718109	16723	278855	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	34	560	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	24951	416059	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	39189	653482	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	2864	47764	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	10097	168360	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	102492	1709050	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	29779	496570	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	62	1040	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	585090	13171770	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2633	59270	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	546	26180	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	23491	1125567	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	10483	502294	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	13700	656430	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1182	56647	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2578	123510	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	328090	15720640	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	26792	1283768	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	74	3530	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	1	100	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	5222	443265	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	153	13023	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	4690	398090	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	79	6700	SH	DEFINE
PROSHARES TR	PSHS ULTSH 20YRS	74347R297	1053	33702	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	88740	4078123	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	11	500	SH	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	2532	205000	SH	DEFINE
PROVIDENT ENERGY TR	TR UNIT	74386K104	84	11875	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	52284	965000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	487	8984	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	3384	62455	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	3168	148156	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	318	3275	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	1008	10384	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	28993	298770	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	505	5200	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	715596	21632280	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	6071	183526	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	44	1330	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	195	5900	SH	DEFINE
PULTE GROUP INC	COM	745867101	20630	2355000	SH	DEFINE
PULTE GROUP INC	COM	745867101	57	6514	SH	DEFINE
QEP RES INC	COM	74733V100	1599	53065	SH	DEFINE
QIAGEN N V	ORD	N72482107	6944	391350	SH	DEFINE
QIAGEN N V	ORD	N72482107	6393	359980	SH	DEFINE
QIAGEN N V	ORD	N72482107	6120	345000	SH	DEFINE
QIAGEN N V	ORD	N72482107	1064	60000	SH	DEFINE
QIAGEN N V	ORD	N72482107	40997	2298600	SH	DEFINE
QIAGEN N V	ORD	N72482107	152	8500	SH	DEFINE
QIAGEN N V	ORD	N72482107	975	54500	SH	DEFINE
QIAGEN N V	ORD	N72482107	2896	162500	SH	DEFINE
QLIK TECHNOLOGIES INC	COM	74733T105	1162	52700	SH	DEFINE
QUALCOMM INC	COM	747525103	148978	3301765	SH	DEFINE
QUALCOMM INC	COM	747525103	56602	1254468	SH	DEFINE
QUALCOMM INC	COM	747525103	4711	104400	SH	DEFINE
QUALCOMM INC	COM	747525103	60	1320	SH	DEFINE
QUALCOMM INC	COM	747525103	767	17000	SH	DEFINE
QUALCOMM INC	COM	747525103	309	6850	SH	DEFINE
QUALCOMM INC	COM	747525103	11451	253800	SH	DEFINE
QUALCOMM INC	COM	747525103	338	7500	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

QUALCOMM INC	COM	747525103	1349	29891	SH	DEFINE
QUALCOMM INC	COM	747525103	993	22000	SH	DEFINE
QUALITY SYS INC	COM	747582104	3010	45400	SH	DEFINE
QUALITY SYS INC	COM	747582104	564	8500	SH	DEFINE
QUALITY SYS INC	COM	747582104	2003	30200	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	4385	229815	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	25235	500000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	5223	103492	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	35536	704100	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	438	8680	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	37167	736416	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2070	41017	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2844	56360	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	191602	3796355	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	38418	761205	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	88	1750	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	7860	319632	SH	DEFINE
QUESTAR CORP	COM	748356102	14024	800000	SH	DEFINE
QUESTAR CORP	COM	748356102	908	51815	SH	DEFINE
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	6454	650600	SH	DEFINE
QUINSTREET INC	COM	74874Q100	2856	190000	SH	DEFINE
QUINSTREET INC	COM	74874Q100	534	35500	SH	DEFINE
QUINSTREET INC	COM	74874Q100	1940	129100	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	234460	2310860	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	15	150	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	120	1180	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	81	800	SH	DEFINE
RANGE RES CORP	COM	75281A109	5362	140630	SH	DEFINE
RANGE RES CORP	COM	75281A109	36	955	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	27426	600000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	3129	68455	SH	DEFINE
RC2 CORP	COM	749388104	6126	292400	SH	DEFINE
REALD INC	COM	75604L105	433	23400	SH	DEFINE
REALD INC	COM	75604L105	87	4700	SH	DEFINE
REALD INC	COM	75604L105	283	15300	SH	DEFINE
REALTY INCOME CORP	COM	756109104	34	1000	SH	DEFINE
REALTY INCOME CORP	COM	756109104	248	7351	SH	DEFINE
REALTY INCOME CORP	COM	756109104	7309	216760	SH	DEFINE
REALTY INCOME CORP	COM	756109104	128	3800	SH	DEFINE
RED HAT INC	COM	756577102	141154	3442750	SH	DEFINE
RED HAT INC	COM	756577102	424	10341	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	9383	372497	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	7444	567340	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	320	8100	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	299	7571	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	8981	227543	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	158	4000	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	87	3170	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	3466	126480	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	4250	155098	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	8614	314380	SH	DEFINE
REGIS CORP MINN	COM	758932107	40274	2105300	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	89049	2144200	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	534	8900	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1920	32025	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1961	32710	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	163875	2733080	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	127	4930	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	5768	224164	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	4688	182209	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	21334	699700	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	139	4553	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

REPUBLIC SVCS INC	COM	760759100	1445	47389	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	32281	663000	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	4194	86145	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	10	200	SH	OTHER
RESEARCH IN MOTION LTD	COM	760975102	14217	291800	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	262	4416	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	475879	8012781	SH	DEFINE
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	109	13000	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	7164	363641	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	8539	145390	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	2979	50722	SH	DEFINE
RITE AID CORP	COM	767754104	9	10000	SH	DEFINE
RLI CORP	COM	749607107	104317	1842397	SH	DEFINE
RLI CORP	COM	749607107	86	1525	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	335	12900	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	34951	1344280	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	632	10240	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	79104	1358010	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1292	22180	SH	DEFINE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	38488	1516460	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	90	2400	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	64	1700	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	208334	5548724	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	265993	4080899	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	9	137	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	138	2120	SH	DEFINE
ROSS STORES INC	COM	778296103	209	3825	SH	DEFINE
ROWAN COS INC	COM	779382100	102787	3385600	SH	DEFINE
ROWAN COS INC	COM	779382100	7025	231380	SH	DEFINE
ROWAN COS INC	COM	779382100	1	35	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	73	1400	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1092	20940	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	231143	4434248	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1363	26100	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	691	11746	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	17324	294681	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5951	101226	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	138719	2359567	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	16884	280000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	25934	430084	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2	30	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3963	65720	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	12283	203690	SH	DEFINE
ROYAL GOLD INC	COM	780287108	22034	442100	SH	DEFINE
RPM INTL INC	COM	749685103	60311	3027650	SH	DEFINE
RPM INTL INC	COM	749685103	4875	244727	SH	DEFINE
RRI ENERGY INC	COM	74971X107	3	788	SH	DEFINE
RRI ENERGY INC	COM	74971X107	61280	17262023	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	38177	1246800	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	46	1500	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	51296	1664896	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	449	14557	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	2143	51000	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	62	1475	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	315	14880	SH	DEFINE
SAIA INC	COM	78709Y105	2986	200000	SH	DEFINE
SAIC INC	COM	78390X101	1352	84600	SH	DEFINE
SAIC INC	COM	78390X101	583	36510	SH	DEFINE
SAIC INC	COM	78390X101	1051	65780	SH	DEFINE
SAIC INC	COM	78390X101	24264	1518400	SH	DEFINE
SAIC INC	COM	78390X101	289	18110	SH	DEFINE
SAIC INC	COM	78390X101	33274	2082239	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

SAIC INC	COM	78390X101	794	49658	SH	DEFINE
SAIC INC	COM	78390X101	2620	163940	SH	DEFINE
SAIC INC	COM	78390X101	12415	776930	SH	DEFINE
SAIC INC	COM	78390X101	18392	1150930	SH	DEFINE
SAIC INC	COM	78390X101	76	4740	SH	DEFINE
SAKS INC	COM	79377W108	21290	2475548	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	45502	406980	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	3196	28585	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	103252	2599470	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	643	16200	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	2328	58600	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	243	6124	SH	DEFINE
SALIX PHARMACEUTICALS INC	NOTE	2.750% 5/1795435AC0	22925	20000000	PRN	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	9114	813730	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	3	250	SH	DEFINE
SANDISK CORP	COM	80004C101	935	25506	SH	DEFINE
SANDISK CORP	COM	80004C101	1027	28030	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	2785	211000	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	472	14184	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	21277	639898	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	235	7073	SH	DEFINE
SAP AG	SPON ADR	803054204	2655	53845	SH	DEFINE
SAP AG	SPON ADR	803054204	26178	530884	SH	DEFINE
SAP AG	SPON ADR	803054204	84552	1714700	SH	DEFINE
SAPIENT CORP	COM	803062108	5381	449576	SH	DEFINE
SAPIENT CORP	COM	803062108	1008	84200	SH	DEFINE
SAPIENT CORP	COM	803062108	3639	304000	SH	DEFINE
SARA LEE CORP	COM	803111103	2112	157262	SH	DEFINE
SARA LEE CORP	COM	803111103	23	1700	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	14	306	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	41721	931470	SH	DEFINE
SAUL CTRS INC	COM	804395101	210	5000	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	23586	1031320	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	290	12700	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	1029	45000	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	140686	3490885	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	978	24274	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	3345	83000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	31248	775000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	892	22125	SH	DEFINE
SCANSOURCE INC	COM	806037107	2610	94089	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	236346	3836152	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	85979	1395529	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	12	200	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	7442	120800	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	38	620	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1171	19000	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	283	4600	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	17762	288300	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	290	4700	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	316	5130	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1392	22600	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	242	8700	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	631	45424	SH	DEFINE
SCIENTIFIC GAMES CORP	CL A	80874P109	437	45000	SH	DEFINE
SCOLR PHARMA INC	COM	78402X107	9	15000	SH	DEFINE
SCORPIO TANKERS INC	SHS	Y7542C106	2281	202050	SH	DEFINE
SCOTTS MIRACLE GRO CO	CL A	810186106	37861	731900	SH	DEFINE
SCOTTS MIRACLE GRO CO	CL A	810186106	230	4450	SH	DEFINE
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	103	2165	SH	DEFINE
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	40181	844500	SH	DEFINE
SEACOAST BKG CORP FLA	COM	811707306	244	200000	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

SEADRILL LIMITED	SHS	G7945E105	269	9300	SH	DEFINE
SEADRILL LIMITED	SHS	G7945E105	489139	16930724	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	1490	126500	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	1088	92318	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	127396	10814598	SH	DEFINE
SEALY CORP	COM	812139301	19239	7884645	SH	DEFINE
SEALY CORP	SR SECD 3RD 8%	812139400	43366	606511	PRN	DEFINE
SELECTIVE INS GROUP INC	COM	816300107	25157	1544300	SH	DEFINE
SEMPRA ENERGY	COM	816851109	4234	78700	SH	DEFINE
SEMPRA ENERGY	COM	816851109	572110	10634012	SH	DEFINE
SEMPRA ENERGY	COM	816851109	215	3998	SH	DEFINE
SEMTECH CORP	COM	816850101	5088	252000	SH	DEFINE
SEMTECH CORP	COM	816850101	4687	232167	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	3181	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	15020	573500	SH	DEFINE
SENSATA TECHNOLOGIES HLDG BV	SHS	N7902X106	50218	2541400	SH	DEFINE
SENSATA TECHNOLOGIES HLDG BV	SHS	N7902X106	421	21300	SH	DEFINE
SENSIENT TECHNOLOGIES CORP	COM	81725T100	28209	925200	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	1554	221671	SH	DEFINE
SERVICE CORP INTL	COM	817565104	446	51700	SH	DEFINE
SERVICE CORP INTL	COM	817565104	42734	4957510	SH	DEFINE
SERVICE CORP INTL	COM	817565104	353	40971	SH	DEFINE
SERVICE CORP INTL	COM	817565104	621	71990	SH	DEFINE
SFN GROUP INC	COM	784153108	9508	1582000	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	227	5800	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	2511	64143	SH	DEFINE
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	596	27125	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	1123	14950	SH	DEFINE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	1487	19390	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	6875	340000	SH	DEFINE
SHORETEL INC	COM	825211105	2649	534100	SH	DEFINE
SHORETEL INC	COM	825211105	395	79700	SH	DEFINE
SHORETEL INC	COM	825211105	1378	277800	SH	DEFINE
SHORETEL INC	COM	825211105	2403	484508	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	3817	453900	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	690	82000	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	2502	297500	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	13347	1587091	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	2117	20085	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	21912	207891	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	62649	594390	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1516	25100	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	37738	625000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	4692	77701	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	27398	705400	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	637	16400	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	2310	59481	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	144070	3930938	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	3483	95035	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	19	520	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	106	2880	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	2888	78800	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	114	3100	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	223	6071	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	65	11950	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	3978	732670	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	26195	982860	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	3	100	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	8289	311050	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	7492	80790	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	1845	19893	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	55783	601496	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

SIMON PPTY GROUP INC NEW	COM	828806109	905	9757	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	44396	1722100	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	313	12145	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	51642	2956030	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	0	9	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	1595	91287	SH	DEFINE
SKYWEST INC	COM	830879102	50790	3638226	SH	DEFINE
SKYWORKS SOLUTIONS INC	COM	83088M102	221	10700	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	95	1500	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	546	8625	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	15332	242090	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	266	4200	SH	DEFINE
SLM CORP	COM	78442P106	1165	100895	SH	DEFINE
SM ENERGY CO	COM	78454L100	53248	1421450	SH	DEFINE
SMITH A O	COM	831865209	31734	548170	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	34310	2038600	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	1	85	SH	DEFINE
SMITHTOWN BANCORP INC	COM	832449102	302	79147	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	4057	67030	SH	DEFINE
SOHU COM INC	COM	83408W103	49810	864457	SH	DEFINE
SONIC AUTOMOTIVE INC	CL A	83545G102	34597	3519520	SH	DEFINE
SONOCO PRODS CO	COM	835495102	55	1649	SH	DEFINE
SONUS NETWORKS INC	COM	835916107	1042	295300	SH	DEFINE
SONY CORP	ADR NEW	835699307	64	2070	SH	DEFINE
SONY CORP	ADR NEW	835699307	4893	158235	SH	DEFINE
SONY CORP	ADR NEW	835699307	683	22100	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	525	10611	SH	DEFINE
SOUTHERN CO	COM	842587107	1112051	29861730	SH	DEFINE
SOUTHERN CO	COM	842587107	2721	73057	SH	DEFINE
SOUTHERN CO	COM	842587107	16	440	SH	DEFINE
SOUTHERN CO	COM	842587107	670	17913	SH	DEFINE
SOUTHERN CO	COM	842587107	227	6100	SH	DEFINE
SOUTHERN CO	COM	842587107	2129	57161	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	1124	32000	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	3373	465840	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	852	65200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	902	68986	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	17074	510590	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	459	13716	SH	DEFINE
SOVRAN SELF STORAGE INC	COM	84610H108	254	6700	SH	DEFINE
SPARTON CORP	COM	847235108	2950	484371	SH	DEFINE
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	223	2065	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	21198	165726	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	2970	23220	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	293471	2294356	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	435	3400	SH	DEFINE
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	444	17200	SH	DEFINE
SPDR INDEX SHS FDS	MIDEAST AFRICA	78463X806	23	320	SH	DEFINE
SPDR INDEX SHS FDS	MIDEAST AFRICA	78463X806	1842	26000	SH	DEFINE
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	508	13200	SH	DEFINE
SPDR S&P 500 ETF TR	TR UNIT	78462F103	11523	100974	SH	DEFINE
SPDR S&P 500 ETF TR	TR UNIT	78462F103	30149	264183	SH	DEFINE
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2005	13772	SH	DEFINE
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	633	15820	SH	DEFINE
SPDR SERIES TRUST	NUVN BRCLY MUNI	78464A458	9320	395735	SH	DEFINE
SPDR SERIES TRUST	DJ REIT ETF	78464A607	23320	406700	SH	DEFINE
SPDR SERIES TRUST	DJ REIT ETF	78464A607	122	2126	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	367433	16294150	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	2216	98283	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	429	19003	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1488	66007	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	193	41743	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

SPRINT NEXTEL CORP	COM SER 1	852061100	1087	234820	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	7962	1719693	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	47209	10196234	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	1104	238462	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	2063	445650	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	257300	55572353	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	17407	3759510	SH	DEFINE
SPROTT RESOURCE LENDING CORP	COM	85207J100	3540	2000000	SH	DEFINE
ST JOE CO	COM	790148100	50	2000	SH	DEFINE
ST JOE CO	COM	790148100	54867	2206158	SH	DEFINE
STAMPS COM INC	COM NEW	852857200	2217	170500	SH	DEFINE
STANCORP FINL GROUP INC	COM	852891100	89699	2360500	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	2909	47463	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	199399	3253908	SH	DEFINE
STANTEC INC	COM	85472N109	5717	215552	SH	DEFINE
STAPLES INC	COM	855030102	5136	245527	SH	DEFINE
STAPLES INC	COM	855030102	63	3000	SH	OTHER
STARBUCKS CORP	COM	855244109	856	33463	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	76384	1453540	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	4	82	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	226	4310	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	6393	121660	SH	DEFINE
STATE STR CORP	COM	857477103	34037	903791	SH	DEFINE
STATE STR CORP	COM	857477103	3836	101866	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	500	23831	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	10085	480685	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	44208	3133100	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	48515	1273357	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	11112	291643	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	13919	3362100	SH	DEFINE
STERICYCLE INC	COM	858912108	60531	871200	SH	DEFINE
STERICYCLE INC	COM	858912108	729	10495	SH	DEFINE
STERICYCLE INC	COM	858912108	403	5805	SH	DEFINE
STERIS CORP	COM	859152100	56129	1689600	SH	DEFINE
STERIS CORP	COM	859152100	149	4500	SH	DEFINE
STIFEL FINL CORP	COM	860630102	2990	64600	SH	DEFINE
STIFEL FINL CORP	COM	860630102	481	10400	SH	DEFINE
STIFEL FINL CORP	COM	860630102	1768	38200	SH	DEFINE
STR HLDGS INC	COM	78478V100	3759	174500	SH	DEFINE
STR HLDGS INC	COM	78478V100	669	31050	SH	DEFINE
STR HLDGS INC	COM	78478V100	2436	113100	SH	DEFINE
STRAYER ED INC	COM	863236105	9813	56230	SH	DEFINE
STRYKER CORP	COM	863667101	81030	1618990	SH	DEFINE
STRYKER CORP	COM	863667101	7508	150000	SH	DEFINE
STRYKER CORP	COM	863667101	9844	196682	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	1090	41534	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	92	3542	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	135098	5171448	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	708	21677	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	29	900	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	1434	44062	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	125580	3862319	SH	DEFINE
SUNOPTA INC	COM	8676EP108	16597	2725366	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	29	2000	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	749	52005	SH	DEFINE
SUNPOWER CORP	COM CL B	867652307	665	48000	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	401	15514	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	35	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	17624	660340	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	905	33900	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	3326	124600	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	2772	103877	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

SUPERIOR UNIFORM GP INC	COM	868358102	4221	456300	SH	DEFINE
SUPERVALU INC	COM	868536103	119	10279	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	2484	68000	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	6569	180132	SH	DEFINE
SYMANTEC CORP	COM	871503108	978	64460	SH	DEFINE
SYMANTEC CORP	COM	871503108	126318	8326825	SH	DEFINE
SYMANTEC CORP	COM	871503108	1449	95520	SH	DEFINE
SYMANTEC CORP	COM	871503108	5607	369615	SH	DEFINE
SYMANTEC CORP	COM	871503108	3428	225996	SH	DEFINE
SYMANTEC CORP	COM	871503108	50878	3353860	SH	DEFINE
SYMANTEC CORP	COM	871503108	23454	1546060	SH	DEFINE
SYMANTEC CORP	COM	871503108	83	5470	SH	DEFINE
SYMETRA FINL CORP	COM	87151Q106	112870	10790610	SH	DEFINE
SYMS CORP	COM	871551107	10968	1430000	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	9554	191892	SH	DEFINE
SYNOVUS FINL CORP	COM	87161C105	492	200000	SH	DEFINE
SYSCO CORP	COM	871829107	7145	250526	SH	DEFINE
SYSCO CORP	COM	871829107	14	500	SH	OTHER
T-3 ENERGY SRVCS INC	COM	87306E107	4551	174030	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	154	15162	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	22618	2230529	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	597	58900	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	24092	2375918	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	442	43637	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	20111	1983334	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	19606	1933511	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	106	10445	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	39073	3853317	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	110067	10854690	SH	DEFINE
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	1387	60600	SH	DEFINE
TALEO CORP	CL A	87424N104	69195	2386820	SH	DEFINE
TALEO CORP	CL A	87424N104	1012	34900	SH	DEFINE
TALEO CORP	CL A	87424N104	884	30500	SH	DEFINE
TALEO CORP	CL A	87424N104	3693	127400	SH	DEFINE
TALEO CORP	CL A	87424N104	155	5350	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	553	31513	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	19958	1137943	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	30680	1752157	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	404	23100	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	36580	2089144	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	6177	353146	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	5464	311400	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	124045	7086070	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	274852	15700045	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	51	2900	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	1750	540000	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	198	4197	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	5629	119420	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	90	1900	SH	DEFINE
TARGACEPT INC	COM	87611R306	1818	81400	SH	DEFINE
TARGET CORP	COM	87612E106	41225	771420	SH	DEFINE
TARGET CORP	COM	87612E106	15561	291192	SH	DEFINE
TARGET CORP	COM	87612E106	104	1950	SH	OTHER
TARGET CORP	COM	87612E106	13271	248332	SH	DEFINE
TARGET CORP	COM	87612E106	1560	29200	SH	DEFINE
TARGET CORP	COM	87612E106	398	7440	SH	DEFINE
TARGET CORP	COM	87612E106	27082	506768	SH	DEFINE
TARGET CORP	COM	87612E106	1978	37018	SH	DEFINE
TARGET CORP	COM	87612E106	38	710	SH	DEFINE
TARGET CORP	COM	87612E106	206334	3861032	SH	DEFINE
TARGET CORP	COM	87612E106	41651	779394	SH	DEFINE
TARGET CORP	COM	87612E106	11	210	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

TECHNITROL INC	COM	878555101	45	10200	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	4425	107267	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	101	2442	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	9173	222890	SH	DEFINE
TECO ENERGY INC	COM	872375100	251723	14533650	SH	DEFINE
TECO ENERGY INC	COM	872375100	2278	131500	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	3612	322799	SH	DEFINE
TECUMSEH PRODS CO	CL A	878895200	13764	1200000	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	59305	2218653	SH	DEFINE
TELECOM ARGENTINA S A	SPON ADR REP B	879273209	11555	545540	SH	DEFINE
TELECOMUNICACOES DE SAO PAUL	SPON ADR PFD	87929A102	3913	160192	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	400	10050	SH	DEFINE
TELEFLEX INC	COM	879369106	145373	2560286	SH	DEFINE
TELEFLEX INC	COM	879369106	28390	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	204	3600	SH	DEFINE
TELEFLEX INC	COM	879369106	74	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	1740	23462	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	117364	1582785	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	1708	23037	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	21291	287128	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	15559	209832	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	259233	3496056	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	721	48300	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	2417	161860	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	34	800	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	17	400	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	152927	3600524	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	390	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	144	8466	SH	DEFINE
TEMPLETON EMERG MKTS INCOME	COM	880192109	315	18532	SH	SOLE
TEMPLETON EMERGING MKTS FD I	COM	880191101	274	12480	SH	DEFINE
TEMPLETON GLOBAL INCOME FD	COM	880198106	360	33401	SH	DEFINE
TEMPLETON RUS AND EAST EUR F	COM	88022F105	217	11143	SH	SOLE
TENARIS S A	SPONSORED ADR	88031M109	8	210	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	79354	2065440	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	472	100000	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	254	53900	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	237207	50255771	SH	DEFINE
TENNECO INC	COM	880349105	22307	770000	SH	DEFINE
TENNECO INC	COM	880349105	632	21800	SH	DEFINE
TENNECO INC	COM	880349105	2387	82400	SH	DEFINE
TERADATA CORP DEL	COM	88076W103	209	5422	SH	DEFINE
TERADATA CORP DEL	COM	88076W103	1697	44000	SH	DEFINE
TERADYNE INC	COM	880770102	203	18200	SH	DEFINE
TEREX CORP NEW	COM	880779103	325	14200	SH	DEFINE
TEREX CORP NEW	COM	880779103	563	24570	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	80096	2453181	SH	DEFINE
TESCO CORP	COM	88157K101	3534	293765	SH	DEFINE
TESLA MTRS INC	COM	88160R101	8968	442660	SH	DEFINE
TESLA MTRS INC	COM	88160R101	41	2015	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	9380	447300	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	10	500	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	66299	1256850	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	46026	872539	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	16	300	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	3517	66680	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	41	770	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	237	4500	SH	DEFINE
TEXAS INDS INC	COM	882491103	20673	655885	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	8416	310100	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	14043	517421	SH	DEFINE
TEXTRON INC	COM	883203101	21588	1050000	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

TEXTRON INC	COM	883203101	195	9500	SH	DEFINE
TFS FINL CORP	COM	87240R107	1395	151800	SH	DEFINE
THERAVANCE INC	COM	88338T104	5887	292900	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	5985	125000	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	5129	107129	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	20510	500000	SH	DEFINE
THOMPSON CREEK METALS CO INC	COM	884768102	49	4500	SH	DEFINE
THOMPSON CREEK METALS CO INC	COM	884768102	4213	390600	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	94	2500	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	379	10101	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	237524	6298211	SH	DEFINE
THOR INDS INC	COM	885160101	97204	2910300	SH	DEFINE
THORATEC CORP	COM NEW	885175307	12370	334500	SH	DEFINE
TIDEWATER INC	COM	886423102	94701	2113400	SH	DEFINE
TIDEWATER INC	COM	886423102	965	21526	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	1959	41691	SH	DEFINE
TIM HORTONS INC	COM	88706M103	37	1015	SH	DEFINE
TIM HORTONS INC	COM	88706M103	7605	208635	SH	DEFINE
TIMBERLAND CO	CL A	887100105	1159	58500	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1674	31000	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	780	14438	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	209926	3888240	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	18599	344495	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	5581	103363	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	49075	908959	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	75099	1390976	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	2738	50709	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	6283	116377	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	311705	5773393	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	43087	798048	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	141	2615	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1118	36461	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	400668	13072361	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	8064	263101	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1402	45746	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	19715	643191	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	394	12860	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	41780	1363120	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	2811	91700	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	352	11499	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	330535	10784184	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	27900	910292	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	93	3030	SH	DEFINE
TIMKEN CO	COM	887389104	42208	1100300	SH	DEFINE
TIVO INC	COM	888706108	491	54200	SH	DEFINE
TJX COS INC NEW	COM	872540109	8097	181434	SH	DEFINE
TJX COS INC NEW	COM	872540109	1044	23400	SH	DEFINE
TOLL BROTHERS INC	COM	889478103	14	750	SH	DEFINE
TOLL BROTHERS INC	COM	889478103	102534	5390852	SH	DEFINE
TORCHMARK CORP	COM	891027104	492	9255	SH	DEFINE
TORCHMARK CORP	COM	891027104	2266	42650	SH	DEFINE
TORCHMARK CORP	COM	891027104	83490	1571133	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	80	1100	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	10808	149529	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	224116	3097362	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	7451	144390	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3292	63790	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	22530	436636	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2086	40425	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	19847	384630	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2573	49870	SH	DEFINE
TOWER GROUP INC	COM	891777104	53801	2304116	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2147	30000	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	76	1065	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	719	10050	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	14575	203618	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	54853	766320	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	3189	80400	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	621	15660	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	2142	54000	SH	DEFINE
TRANSALTA CORP	COM	89346D107	1176	55000	SH	DEFINE
TRANSALTA CORP	COM	89346D107	12	569	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	44274	871200	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	689	13554	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	4155	111927	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	102116	2748640	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	2371	340200	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	148	21300	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	544	78000	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	964	15000	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	1732	26941	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	933	14520	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	559308	8699773	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	1361	21170	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	31104	597000	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2732	52446	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	52405	1136740	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	1427	30950	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	3531	76600	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	120104	3427570	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	12441	355065	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	18	500	SH	OTHER
TRIMBLE NAVIGATION LTD	COM	896239100	1181	33700	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	2982	85100	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	251	7155	SH	DEFINE
TRINITY INDS INC	COM	896522109	124380	5585100	SH	DEFINE
TRINITY INDS INC	COM	896522109	156	7025	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	39057	7024693	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	34	6085	SH	DEFINE
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	1137	85328	SH	DEFINE
TUESDAY MORNING CORP	COM NEW	899035505	7983	1673687	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	42	2500	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	19086	1138773	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1810	107971	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	46473	2772828	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	54866	3273624	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	8765	522956	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1686	100600	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	191556	11429367	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	77232	4608133	SH	DEFINE
TUTOR PERINI CORP	COM	901109108	25	1250	SH	DEFINE
TUTOR PERINI CORP	COM	901109108	18723	931970	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	536	18360	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	199789	6837399	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	13650	467135	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	2938	100549	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	16506	564870	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	20103	687997	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	764	26147	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	2041	69840	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	236623	8097975	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	6150	210462	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	63	2166	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	772	21023	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

TYCO INTERNATIONAL LTD	SHS	H89128104	497	13521	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	11941	325113	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	2751	74892	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	14856	404467	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	3600	98000	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	392382	10682864	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	16880	459562	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	92	2516	SH	DEFINE
TYSON FOODS INC	CL A	902494103	1006	62805	SH	DEFINE
UBS AG	SHS NEW	H89231338	68	4000	SH	DEFINE
UBS AG	SHS NEW	H89231338	723055	42588691	SH	DEFINE
UBS AG	SHS NEW	H89231338	608	35796	SH	DEFINE
UBS AG	SHS NEW	H89231338	2187	128085	SH	DEFINE
UBS AG	SHS NEW	H89231338	16205	954536	SH	DEFINE
UBS AG	SHS NEW	H89231338	204	12007	SH	DEFINE
UBS AG	SHS NEW	H89231338	25033	1471902	SH	DEFINE
UBS AG	SHS NEW	H89231338	238	14040	SH	DEFINE
UBS AG	SHS NEW	H89231338	78731	4637355	SH	DEFINE
UBS AG	SHS NEW	H89231338	114720	6747872	SH	DEFINE
UBS AG	SHS NEW	H89231338	61	3587	SH	DEFINE
UDR INC	COM	902653104	91	4323	SH	DEFINE
UDR INC	COM	902653104	468	22149	SH	DEFINE
UDR INC	COM	902653104	14396	681621	SH	DEFINE
UDR INC	COM	902653104	243	11526	SH	DEFINE
UIL HLDG CORP	COM	902748102	39424	1400000	SH	DEFINE
ULTA SALON COSMETCS & FRAG I	COM	90384S303	34042	1165800	SH	DEFINE
ULTA SALON COSMETCS & FRAG I	COM	90384S303	572	19600	SH	DEFINE
ULTA SALON COSMETCS & FRAG I	COM	90384S303	2091	71600	SH	DEFINE
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	871	22550	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	19223	2994310	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	37816	839600	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	626	13900	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	2302	51100	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	19843	664100	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	952	31849	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	575	19105	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	19465	651426	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	579	19370	SH	DEFINE
UNION PAC CORP	COM	907818108	58342	713230	SH	DEFINE
UNION PAC CORP	COM	907818108	23166	283201	SH	DEFINE
UNION PAC CORP	COM	907818108	16	200	SH	DEFINE
UNION PAC CORP	COM	907818108	115	1410	SH	DEFINE
UNION PAC CORP	COM	907818108	123	1500	SH	DEFINE
UNIT CORP	COM	909218109	44030	1180750	SH	DEFINE
UNITED CAPITAL CORP	COM	909912107	224	9196	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	1343	40525	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	23248	348600	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	16773	251500	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	13	200	SH	OTHER
UNITED PARCEL SERVICE INC	CL B	911312106	827	12400	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	20527	307801	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	19033	285390	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	581	8710	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	38846	582489	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2875	43112	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2218	33260	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	510052	7648096	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	35234	528331	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	99	1490	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	5620	128200	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	6119	139570	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	339	7725	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

UNITED TECHNOLOGIES CORP	COM	913017109	232604	3265534	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	113821	1597940	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	69835	980422	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	1304	18300	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	21	300	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	2081	29210	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	135	1900	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	359	5036	SH	DEFINE
UNITED THERAPEUTICS CORP DEL	COM	91307C102	6615	118100	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	1614	45968	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	860162	24499065	SH	DEFINE
UNIVERSAL CORP VA	COM	913456109	14833	370000	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	52554	1796718	SH	DEFINE
UNIVERSAL HLTH SVCS INC	CL B	913903100	37006	952300	SH	DEFINE
UNIVERSAL HLTH SVCS INC	CL B	913903100	218	5600	SH	DEFINE
UNIVERSAL HLTH SVCS INC	CL B	913903100	325	8364	SH	DEFINE
UNIVERSAL STAINLESS & ALLOY	COM	913837100	5565	226582	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	5920	302835	SH	DEFINE
UNUM GROUP	COM	91529Y106	7345	331600	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	67071	2133290	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	154	4900	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	176	5609	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	10288	475854	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	33664	1557077	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	5940	274765	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	46	2130	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	708	32706	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	288	13300	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	690	31896	SH	DEFINE
USA TRUCK INC	COM	902925106	3820	255000	SH	DEFINE
V F CORP	COM	918204108	40510	500000	SH	DEFINE
V F CORP	COM	918204108	18916	233472	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	21011	560000	SH	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	820	9100	PRN	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	7124	79100	PRN	DEFINE
VALE S A	ADR	91912E105	4354	139229	SH	DEFINE
VALE S A	ADR	91912E105	3517	112480	SH	DEFINE
VALE S A	ADR	91912E105	1031	32975	SH	DEFINE
VALE S A	ADR	91912E105	233	7460	SH	DEFINE
VALE S A	ADR	91912E105	75972	2429540	SH	DEFINE
VALE S A	ADR	91912E105	17496	559524	SH	DEFINE
VALE S A	ADR	91912E105	8127	259900	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	11036	397710	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	15244	549317	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	3342	120450	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	111042	4001505	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	238	8570	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	56248	2026954	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	15988	576142	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	1271684	45826464	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	320377	11545114	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	231426	8339660	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	133	4802	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	227	9000	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	30	1200	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	35110	1391200	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	777	30773	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	57007	2258870	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911K102	36786	1457600	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	287	16400	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	673	38439	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	9382	535803	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

VALERO ENERGY CORP NEW	COM	91913Y100	4600	262710	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	254	14500	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	346	19740	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	86975	3299524	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	5167	196010	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	1859	70528	SH	DEFINE
VANGUARD INDEX FDS	STK MRK ETF	922908769	1545	26465	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	46632	1027141	SH	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	15336	195785	SH	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	65	830	SH	OTHER
VANGUARD TAX-MANAGED FD	EUROPE PAC ETF	921943858	7246	209911	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	88001	1454560	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	11939	197344	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	264	4360	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	38197	1327200	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	1517	52725	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	3336	115900	SH	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	18247	2807230	SH	DEFINE
VCA ANTECH INC	COM	918194101	2514	119200	SH	DEFINE
VCA ANTECH INC	COM	918194101	447	21200	SH	DEFINE
VCA ANTECH INC	COM	918194101	1694	80300	SH	DEFINE
VECTREN CORP	COM	92240G101	20696	800000	SH	DEFINE
VECTREN CORP	COM	92240G101	217	8381	SH	DEFINE
VENTAS INC	COM	92276F100	1046	20277	SH	DEFINE
VENTAS INC	COM	92276F100	31505	610917	SH	DEFINE
VENTAS INC	COM	92276F100	557	10800	SH	DEFINE
VERISK ANALYTICS INC	CL A	92345Y106	8403	300000	SH	DEFINE
VERISK ANALYTICS INC	CL A	92345Y106	53	1900	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	404764	12419873	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	48369	1484179	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	65	2000	SH	OTHER
VERIZON COMMUNICATIONS INC	COM	92343V104	466	14259	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	880	26994	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	7903	228600	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	105	3050	SH	DEFINE
VIACOM INC NEW	CL A	92553P102	413	10300	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	757	20911	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	9747	269321	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	26257	725540	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	57414	1586466	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	494	13650	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	393879	10883652	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	15581	430530	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	147	4070	SH	DEFINE
VIASAT INC	COM	92552V100	51011	1240808	SH	DEFINE
VIASAT INC	COM	92552V100	640	15575	SH	DEFINE
VIASAT INC	COM	92552V100	2253	54800	SH	DEFINE
VIASAT INC	COM	92552V100	4909	119411	SH	DEFINE
VIEWPOINT FINL GROUP INC MD	COM	92672A101	4716	509798	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	9189	328900	SH	DEFINE
VIMPELCOM LTD	SPONSORED ADR	92719A106	4588	308960	SH	DEFINE
VIRGIN MEDIA INC	COM	92769L101	251827	10939481	SH	DEFINE
VIOPHARMA INC	COM	928241108	2190	146900	SH	DEFINE
VISA INC	COM CL A	92826C839	113588	1529580	SH	DEFINE
VISA INC	COM CL A	92826C839	40525	545719	SH	DEFINE
VISA INC	COM CL A	92826C839	6995	94200	SH	DEFINE
VISA INC	COM CL A	92826C839	21	280	SH	DEFINE
VISA INC	COM CL A	92826C839	1262	17000	SH	DEFINE
VISA INC	COM CL A	92826C839	124	1670	SH	DEFINE
VISA INC	COM CL A	92826C839	17407	234400	SH	DEFINE
VISA INC	COM CL A	92826C839	134	1800	SH	DEFINE
VISA INC	COM CL A	92826C839	340	4572	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

VISA INC	COM CL A	92826C839	1574	21200	SH	DEFINE
VISIONCHINA MEDIA INC	SPONS ADR	92833U103	189	41900	SH	DEFINE
VISTAPRINT N V	SHS	N93540107	600	15525	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	2613	95200	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	469	17100	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	1705	62100	SH	DEFINE
VMWARE INC	CL A COM	928563402	8494	100000	SH	DEFINE
VMWARE INC	CL A COM	928563402	8083	95156	SH	DEFINE
VMWARE INC	CL A COM	928563402	1746	20550	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	19242	775570	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	31360	1264003	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	142	5730	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	184	7400	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	26181	1055245	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	132124	5325419	SH	DEFINE
VOLCOM INC	COM	92864N101	21868	1143720	SH	DEFINE
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	2328	108200	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	339	3966	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	1104	12910	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	33348	389903	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	561	6559	SH	DEFINE
VULCAN MATLS CO	COM	929160109	748	20265	SH	DEFINE
W P CAREY & CO LLC	COM	92930Y107	394	13600	SH	DEFINE
WABASH NATL CORP	COM	929566107	24186	2989600	SH	DEFINE
WABTEC CORP	COM	929740108	2308	48300	SH	DEFINE
WABTEC CORP	COM	929740108	756	15820	SH	DEFINE
WABTEC CORP	COM	929740108	1706	35700	SH	DEFINE
WAL MART STORES INC	COM	931142103	234145	4374900	SH	DEFINE
WAL MART STORES INC	COM	931142103	15630	292040	SH	DEFINE
WAL MART STORES INC	COM	931142103	18847	352143	SH	DEFINE
WAL MART STORES INC	COM	931142103	149113	2786118	SH	DEFINE
WAL MART STORES INC	COM	931142103	32	600	SH	DEFINE
WAL MART STORES INC	COM	931142103	2015	37655	SH	DEFINE
WAL MART STORES INC	COM	931142103	118	2200	SH	DEFINE
WAL MART STORES INC	COM	931142103	59	1100	SH	DEFINE
WALGREEN CO	COM	931422109	23784	709984	SH	DEFINE
WALGREEN CO	COM	931422109	7110	212252	SH	DEFINE
WALGREEN CO	COM	931422109	56	1660	SH	DEFINE
WALGREEN CO	COM	931422109	299	8930	SH	DEFINE
WALGREEN CO	COM	931422109	338	10100	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	36200	708000	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	266	666	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	768	21480	SH	DEFINE
WATERS CORP	COM	941848103	153407	2167380	SH	DEFINE
WATERS CORP	COM	941848103	3069	43364	SH	DEFINE
WATERS CORP	COM	941848103	366	5169	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	47573	1124400	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	4	100	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	17263	408002	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	824	19480	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	38833	917812	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	545	12890	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	63376	1497894	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	2275	53780	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	2694	63680	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	5381	127189	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	53311	1260021	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	95	2240	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	36243	1064400	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	17	500	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	54	1600	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	233863	13676120	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

WEATHERFORD INTERNATIONAL LT	REG	H27013103	2364	138265	SH	DEFINE
WEBMD HEALTH CORP	COM	94770V102	4987	100000	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	673275	26791700	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	20136	801255	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	63	2500	SH	OTHER
WELLS FARGO & CO NEW	COM	949746101	1329	52900	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	646010	25706737	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	61	2440	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	900	35824	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	428	17050	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	1809	71966	SH	DEFINE
WELLS FARGO & CO NEW	-W EXP 10/28/201	949746119	434	54950	SH	DEFINE
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	630376	626616	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	9733	475000	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	9466	462000	SH	DEFINE
WESCO INTL INC	DBCV 6.000% 9/1	95082PAH8	24719	15200000	PRN	DEFINE
WEST COAST BANCORP ORE NEW	COM	952145100	19460	8535000	SH	DEFINE
WEST MARINE INC	COM	954235107	21436	2109850	SH	DEFINE
WEST MARINE INC	COM	954235107	14765	1453296	SH	DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	121547	3542623	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	10904	450000	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	26844	1107900	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	20	700	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	1206	42475	SH	DEFINE
WESTERN UN CO	COM	959802109	472	26716	SH	DEFINE
WESTFIELD FINANCIAL INC NEW	COM	96008P104	4012	514380	SH	DEFINE
WESTLAKE CHEM CORP	COM	960413102	120526	4026921	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	82261	5219607	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	1365	86631	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	482612	30622615	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	139	450	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	601317	1949416	SH	DEFINE
WHITE RIVER CAPITAL INC	COM	96445P105	12106	722550	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	11573	311851	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	24845	1300100	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	4614	241428	SH	DEFINE
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	498	11750	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	108	12071	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	16	1800	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	7432	604679	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	286	23300	SH	DEFINE
WINNEBAGO INDS INC	COM	974637100	18915	1815300	SH	DEFINE
WIPRO LTD	SPON ADR 1 SH	97651M109	1482	102472	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	53176	920000	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	797	13785	SH	DEFINE
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	4375	165910	SH	DEFINE
WMS INDS INC	COM	929297109	49384	1297150	SH	DEFINE
WMS INDS INC	COM	929297109	305	8000	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	49623	1710534	SH	DEFINE
WPP PLC	ADR	92933H101	778	13975	SH	DEFINE
WSB HOLDINGS INC	COM	92934C101	462	166160	SH	DEFINE
WSFS FINL CORP	COM	929328102	2393	63800	SH	DEFINE
WYNN RESORTS LTD	COM	983134107	3471	40000	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	11485	500000	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	581940	25334781	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	612	26663	SH	DEFINE
XEROX CORP	COM	984121103	80694	7796500	SH	DEFINE
XEROX CORP	COM	984121103	51	4935	SH	DEFINE
XEROX CORP	COM	984121103	758324	73268034	SH	DEFINE
XEROX CORP	COM	984121103	485	46897	SH	DEFINE
XEROX CORP	COM	984121103	1460	141020	SH	DEFINE
XILINX INC	COM	983919101	138098	5189700	SH	DEFINE

Edgar Filing: FRANKLIN RESOURCES INC - Form 13F-HR

XILINX INC	COM	983919101	445	16731 SH	DEFINE
XINYUAN REAL ESTATE CO LTD	SPONS ADR	98417P105	182	74100 SH	DEFINE
YAHOO INC	COM	984332106	22672	1600000 SH	DEFINE
YAHOO INC	COM	984332106	1154	81407 SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	47333	4149193 SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	833	73000 SH	DEFINE
YANZHOU COAL MNG CO LTD	SPON ADR H SHS	984846105	6030	247450 SH	DEFINE
YPF SOCIEDAD ANONIMA	SPON ADR CL D	984245100	1731	44448 SH	DEFINE
YUM BRANDS INC	COM	988498101	8952	194345 SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	3349	64000 SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	5190	99174 SH	DEFINE

	GRAND TOTAL		128038495		