

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

FRANKLIN RESOURCES INC
Form 13F-HR
May 12, 2009

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

Form 13F
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2009

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 May 7, 2009
[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).)

FORM 13F SUMMARY PAGE

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

Report Summary:

Number of Other Included Managers: 14
 Form 13F Information Table Entry Total: 3602
 Form 13F Information Table Value Total: 76,213,184
 (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.

Form 13F		
No.	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 03/31/2009
 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	INVEST MENT DISCRE TION
3COM CORP	COM	885535104	58	18800	SH		DEFINE
3M CO	COM	88579Y101	2237	45000	SH		DEFINE
3M CO	COM	88579Y101	62049	1247960	SH		DEFINE
3M CO	COM	88579Y101	16705	335979	SH		DEFINE
3M CO	COM	88579Y101	12233	246386	SH		DEFINE

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

3M CO	COM	88579Y101	872	17537	SH	DEFINE
3SBIO INC	SPONSORED ADR	88575Y105	1172	173100	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	420	95609	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	738	168200	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	24511	1758350	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	5869	421023	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	1185	85000	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	1	45	SH	DEFINE
ABBOTT LABS	COM	002824100	882	18500	SH	DEFINE
ABBOTT LABS	COM	002824100	49074	1028800	SH	DEFINE
ABBOTT LABS	COM	002824100	41327	866393	SH	DEFINE
ABBOTT LABS	COM	002824100	513	10750	SH	DEFINE
ABBOTT LABS	COM	002824100	29	600	SH	DEFINE
ABBOTT LABS	COM	002824100	13855	290471	SH	DEFINE
ABBOTT LABS	COM	002824100	6112	128141	SH	DEFINE
ABBOTT LABS	COM	002824100	181	3785	SH	DEFINE
ABBOTT LABS	COM	002824100	313	6560	SH	DEFINE
ABBOTT LABS	COM	002824100	64621	1354730	SH	DEFINE
ABBOTT LABS	COM	002824100	2358	49426	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	28031	1177770	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	28	1180	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	533	22381	SH	DEFINE
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	127	26670	SH	DEFINE
ABINGTON BANCORP INC	COM	00350L109	6482	782830	SH	DEFINE
ABM INDS INC	COM	000957100	71006	4329634	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	32742	1191066	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	9983	363151	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	1265	46000	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	19632	714160	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	4290	156055	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	98727	3591362	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	2212	80457	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	376	13680	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	779472	28354756	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	30891	1123704	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	113	4120	SH	DEFINE
ACE LTD	SHS	H0023R105	160	3960	SH	DEFINE
ACE LTD	SHS	H0023R105	591	14632	SH	DEFINE
ACE LTD	SHS	H0023R105	1010	25000	SH	DEFINE
ACE LTD	SHS	H0023R105	242850	6011131	SH	DEFINE
ACE LTD	SHS	H0023R105	4139	102445	SH	DEFINE
ACE LTD	SHS	H0023R105	5315	131550	SH	DEFINE
ACE LTD	SHS	H0023R105	56806	1406089	SH	DEFINE
ACE LTD	SHS	H0023R105	13391	337173	SH	DEFINE
ACE LTD	SHS	H0023R105	338	8360	SH	DEFINE
ACE LTD	SHS	H0023R105	120384	2979802	SH	DEFINE
ACE LTD	SHS	H0023R105	197632	4891882	SH	DEFINE
ACE LTD	SHS	H0023R105	105	2590	SH	DEFINE
ACTEL CORP	COM	004934105	9174	906092	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	113455	10846564	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	1265	120922	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	522	49875	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	1103	105427	SH	DEFINE
ADOBE SYS INC	COM	00724F101	51678	2416003	SH	DEFINE
ADOBE SYS INC	COM	00724F101	12002	561115	SH	DEFINE
ADOBE SYS INC	COM	00724F101	240	11218	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	1110	308339	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	660	183444	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	1778	494000	SH	DEFINE
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	816	31300	SH	DEFINE
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	2117	126400	SH	DEFINE
AES CORP	COM	00130H105	533	91810	SH	DEFINE

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

AETERNA ZENTARIS INC	COM	007975204	820	942100	SH	DEFINE
AETNA INC NEW	COM	00817Y108	347	14270	SH	DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	50688	1058420	SH	DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	62	1300	SH	DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	619	12926	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	56965	1365750	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	889	21305	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	1422	34100	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	659	15788	SH	DEFINE
AFLAC INC	COM	001055102	99157	5121750	SH	DEFINE
AFLAC INC	COM	001055102	26896	1389260	SH	DEFINE
AFLAC INC	COM	001055102	8943	461932	SH	DEFINE
AFLAC INC	COM	001055102	414	21400	SH	DEFINE
AFLAC INC	COM	001055102	1650	85235	SH	DEFINE
AFLAC INC	COM	001055102	181	9373	SH	DEFINE
AGCO CORP	COM	001084102	390	19885	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	27776	1807140	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	1852	120483	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	11	700	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	646	42000	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	11	720	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	133	8660	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	54	3500	SH	DEFINE
AGL RES INC	COM	001204106	145965	5501875	SH	DEFINE
AGL RES INC	COM	001204106	31	1175	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	52936	930000	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	1017	17700	SH	DEFINE
AGRIUM INC	COM	008916108	13	350	SH	DEFINE
AGRIUM INC	COM	008916108	16295	449825	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	44477	790700	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	28125	500000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	8899	158210	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	113	2000	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	450	8000	SH	DEFINE
AIRGAS INC	COM	009363102	31132	920800	SH	DEFINE
AIRGAS INC	COM	009363102	14	421	SH	DEFINE
AK STL HLDG CORP	COM	001547108	25013	3513094	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	204	10500	SH	DEFINE
ALAMO GROUP INC	COM	011311107	3411	320000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	23730	1350600	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	8785	500000	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	50997	2255499	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	6	250	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	51	2250	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	47	25530	SH	DEFINE
ALCOA INC	COM	013817101	1996	272000	SH	DEFINE
ALCOA INC	COM	013817101	1871	254900	SH	DEFINE
ALCOA INC	COM	013817101	419	57043	SH	DEFINE
ALCOA INC	COM	013817101	11066	1508105	SH	DEFINE
ALCOA INC	COM	013817101	14027	1911000	SH	DEFINE
ALCOA INC	COM	013817101	109524	14921510	SH	DEFINE
ALCOA INC	COM	013817101	4036	549910	SH	DEFINE
ALCON INC	COM SHS	H01301102	4546	50000	SH	DEFINE
ALCON INC	COM SHS	H01301102	186	2050	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	2111	110905	SH	DEFINE
ALEXANDERS INC	COM	014752109	96625	567116	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	95	2600	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	248	6800	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	4712	129460	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	62	1700	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	659	17500	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	1774	47100	SH	DEFINE

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

ALLEGHANY CORP DEL	COM	017175100	28	104	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	227980	841781	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	42411	1830419	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	106	4576	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	22	950	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	346	14930	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	148	6400	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	75	3230	SH	DEFINE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	28	1257	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	41761	918630	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	873	19200	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	2287	50300	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	7032	154803	SH	DEFINE
ALLERGAN INC	COM	018490102	81992	1716753	SH	DEFINE
ALLERGAN INC	COM	018490102	18532	388024	SH	DEFINE
ALLERGAN INC	COM	018490102	1003	21000	SH	DEFINE
ALLERGAN INC	COM	018490102	457	9576	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	60224	1629890	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	68	1850	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	168050	4548027	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	937	25371	SH	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	13586	3538000	SH	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	4722	1229730	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	324	22000	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	3427	232810	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	2576	175000	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	66	4500	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	287	19500	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	589	40000	SH	DEFINE
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	40	5666	SH	DEFINE
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	1964	275000	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	30986	1255000	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	40	1600	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	18646	1812070	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	423	41111	SH	DEFINE
ALLSTATE CORP	COM	020002101	1685	88000	SH	DEFINE
ALLSTATE CORP	COM	020002101	2250	117502	SH	DEFINE
ALLSTATE CORP	COM	020002101	38	2000	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	9594	540530	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	369	20800	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	568	32000	SH	DEFINE
ALTERA CORP	COM	021441100	11601	661000	SH	DEFINE
ALTERA CORP	COM	021441100	83	4745	SH	DEFINE
ALTERA CORP	COM	021441100	100	5696	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	4466	278760	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	4098	255815	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	347634	21700013	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	6	350	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	1917	119690	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	46	2900	SH	DEFINE
ALZA CORP	SDCV	7/202261WAB5	12863	15000000	PRN	DEFINE
AMAZON COM INC	COM	023135106	39716	540800	SH	DEFINE
AMAZON COM INC	COM	023135106	246	3353	SH	DEFINE
AMAZON COM INC	COM	023135106	1028	14000	SH	DEFINE
AMAZON COM INC	COM	023135106	191	2602	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	138	9600	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	382	26500	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	8995	624620	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	91	6300	SH	DEFINE
AMBAC FINL GROUP INC	COM	023139108	59	75400	SH	DEFINE
AMDOCS LTD	ORD	G02602103	453	24450	SH	DEFINE
AMEREN CORP	COM	023608102	367214	15835000	SH	DEFINE

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

AMEREN CORP	COM	023608102	820	35340	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	10934	403760	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	17404	642702	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	3006	111000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	70	2600	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	16167	597000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	222232	8206507	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	433	16000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	2727	101000	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	2178	1650000	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	277355	10980000	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	1490	59001	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	51	2000	SH	OTHER
AMERICAN ELEC PWR INC	COM	025537101	9	350	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	4553	334060	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	3921	287679	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	4234	310620	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	1572	115360	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	327	24000	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	14889	1092346	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	114	8330	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	114603	8408123	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	13806	1012890	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	23	1690	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	88	87965	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	305	304972	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	713	713031	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	0	4	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	99	99199	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	366	366452	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	5045	452500	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	865	77600	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	2509	225000	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	6072	544574	SH	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	3.250% 7/02744MAA6	12413	15000000	PRN	DEFINE
AMERICAN NATL INS CO	COM	028591105	51860	989500	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	4021	776200	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	131980	4337167	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	12545	412271	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	3433	112800	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	91	3000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	721	23700	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1031	33876	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	837	27500	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	19694	1121510	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	7696	400000	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	31	1600	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	888	43344	SH	DEFINE
AMETEK INC NEW	COM	031100100	107661	3442970	SH	DEFINE
AMETEK INC NEW	COM	031100100	900	28780	SH	DEFINE
AMETEK INC NEW	COM	031100100	1105	35327	SH	DEFINE
AMGEN INC	COM	031162100	64624	1305010	SH	DEFINE
AMGEN INC	COM	031162100	7530	152063	SH	DEFINE
AMGEN INC	COM	031162100	22006	444390	SH	DEFINE
AMGEN INC	COM	031162100	8516	171979	SH	DEFINE
AMGEN INC	COM	031162100	45785	924575	SH	DEFINE
AMGEN INC	COM	031162100	164174	3315303	SH	DEFINE
AMGEN INC	COM	031162100	4008	80937	SH	DEFINE
AMGEN INC	COM	031162100	800	16160	SH	DEFINE
AMGEN INC	COM	031162100	827248	16705327	SH	DEFINE
AMGEN INC	COM	031162100	54570	1101985	SH	DEFINE
AMGEN INC	COM	031162100	168	3400	SH	DEFINE

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

AMR CORP	COM	001765106	6380	2000000	SH	DEFINE
AMR CORP	COM	001765106	1	288	SH	DEFINE
AMTRUST FINANCIAL SERVICES I	COM	032359309	8030	840831	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	5276	135657	SH	DEFINE
ANADYS PHARMACEUTICALS INC	COM	03252Q408	3181	468500	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	2305	4268174	SH	DEFINE
ANGLO AMERN PLC	ADR NEW	03485P201	9662	1132670	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	225946	6146524	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	116	3150	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	7	535	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	8605	620435	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	507	36525	SH	DEFINE
ANSYS INC	COM	03662Q105	51620	2056590	SH	DEFINE
ANSYS INC	COM	03662Q105	762	30341	SH	DEFINE
ANSYS INC	COM	03662Q105	1996	79528	SH	DEFINE
ANSYS INC	COM	03662Q105	579	23071	SH	DEFINE
AON CORP	COM	037389103	720	17650	SH	DEFINE
AON CORP	COM	037389103	41	1000	SH	DEFINE
AON CORP	COM	037389103	1713	41954	SH	DEFINE
AON CORP	COM	037389103	25743	630648	SH	DEFINE
AON CORP	COM	037389103	86987	2130985	SH	DEFINE
AON CORP	COM	037389103	2443	59850	SH	DEFINE
AON CORP	COM	037389103	343	8410	SH	DEFINE
AON CORP	COM	037389103	15315	375183	SH	DEFINE
APACHE CORP	COM	037411105	2423	37800	SH	DEFINE
APACHE CORP	COM	037411105	16942	264348	SH	DEFINE
APACHE CORP	COM	037411105	96	1500	SH	DEFINE
APACHE CORP	COM	037411105	526	8200	SH	DEFINE
APACHE CORP	COM	037411105	359	5600	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	30134	2744400	SH	DEFINE
APOLLO INVT CORP	COM	03761U106	811	233044	SH	DEFINE
APPLE INC	COM	037833100	214206	2037730	SH	DEFINE
APPLE INC	COM	037833100	49669	472494	SH	DEFINE
APPLE INC	COM	037833100	3311	31500	SH	DEFINE
APPLE INC	COM	037833100	14	130	SH	DEFINE
APPLE INC	COM	037833100	84	800	SH	DEFINE
APPLE INC	COM	037833100	210	1995	SH	DEFINE
APPLE INC	COM	037833100	757	7200	SH	DEFINE
APPLE INC	COM	037833100	84	800	SH	DEFINE
APPLE INC	COM	037833100	516	4906	SH	DEFINE
APPLE INC	COM	037833100	788	7500	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	36157	2143250	SH	DEFINE
APPLIED MATLS INC	COM	038222105	1194	111113	SH	DEFINE
APPLIED SIGNAL TECHNOLOGY IN	COM	038237103	663	32794	SH	DEFINE
APPLIED SIGNAL TECHNOLOGY IN	COM	038237103	1711	84600	SH	DEFINE
APTARGROUP INC	COM	038336103	22000	706500	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	245	340000	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	3296	164486	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	84392	4211171	SH	DEFINE
ARCH COAL INC	COM	039380100	5182	387600	SH	DEFINE
ARCH COAL INC	COM	039380100	8	570	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	3851	138629	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	521	18750	SH	DEFINE
ARCHER DANIELS MIDLAND CO	UNIT 99/99/9999	039483201	14692	400000	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	2009	195200	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	77	7500	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	7690	255240	SH	DEFINE
ARIAD PHARMACEUTICALS INC	COM	04033A100	1225	1029800	SH	DEFINE
ARIES MARITIME TRNSPRT LTD	SHS	G0474B105	172	420200	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	9510	500000	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	8808	800000	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	7731	702148	SH	DEFINE

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

ARQULE INC	COM	04269E107	3432	829000	SH	DEFINE
ARQULE INC	COM	04269E107	290	70000	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	635	86200	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	1763	239200	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	1354	71060	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	1221	479010	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	3390	1329600	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	2443	958494	SH	DEFINE
ASHLAND INC NEW	COM	044209104	3625	350900	SH	DEFINE
ASHLAND INC NEW	COM	044209104	1	126	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	45097	2007900	SH	DEFINE
ASSURANT INC	COM	04621X108	17439	800700	SH	DEFINE
ASSURANT INC	COM	04621X108	13465	618250	SH	DEFINE
ASSURANT INC	COM	04621X108	122	5606	SH	DEFINE
ASSURED GUARANTY LTD	COM	G0585R106	2610	385547	SH	DEFINE
ASTEC INDS INC	COM	046224101	8735	333000	SH	DEFINE
ASTEC INDS INC	COM	046224101	181	6900	SH	DEFINE
ASTEC INDS INC	COM	046224101	475	18100	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	2100	59238	SH	DEFINE
AT&T INC	COM	00206R102	417364	16562046	SH	DEFINE
AT&T INC	COM	00206R102	45291	1797264	SH	DEFINE
AT&T INC	COM	00206R102	46	1826	SH	DEFINE
AT&T INC	COM	00206R102	18674	741059	SH	DEFINE
AT&T INC	COM	00206R102	19863	788216	SH	DEFINE
AT&T INC	COM	00206R102	2757	109398	SH	DEFINE
AT&T INC	COM	00206R102	705	27960	SH	DEFINE
AT&T INC	COM	00206R102	84050	3335310	SH	DEFINE
AT&T INC	COM	00206R102	8796	349040	SH	DEFINE
AT&T INC	COM	00206R102	45	1780	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	5801	395670	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	644	43900	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	1755	119700	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	7672	400000	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	34803	1505300	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	1040	45000	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	15	641	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	13229	797400	SH	DEFINE
AUTODESK INC	COM	052769106	32755	1948560	SH	DEFINE
AUTODESK INC	COM	052769106	2973	176840	SH	DEFINE
AUTODESK INC	COM	052769106	3908	232500	SH	DEFINE
AUTODESK INC	COM	052769106	92	5500	SH	DEFINE
AUTODESK INC	COM	052769106	822	48900	SH	DEFINE
AUTODESK INC	COM	052769106	111	6607	SH	DEFINE
AUTODESK INC	COM	052769106	824	49000	SH	DEFINE
AUTOLIV INC	COM	052800109	22251	1198200	SH	DEFINE
AUTOLIV INC	COM	052800109	35	1900	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	24612	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	8802	250342	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	148	4210	SH	OTHER
AUTONATION INC	COM	05329W102	2381	171540	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	112	2372	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	120	2558	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	301	6399	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	459	9749	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	8080	171701	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	194	4126	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	17177	768890	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	16	700	SH	DEFINE
AVISTA CORP	COM	05379B107	9832	713500	SH	DEFINE
AVON PRODS INC	COM	054303102	8551	444664	SH	DEFINE
AVON PRODS INC	COM	054303102	11866	617077	SH	DEFINE
AVON PRODS INC	COM	054303102	329	17126	SH	DEFINE

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

AVON PRODS INC	COM	054303102	198	10300	SH	DEFINE
AXA	SPONSORED ADR	054536107	94	7852	SH	DEFINE
AXA	SPONSORED ADR	054536107	128	10680	SH	DEFINE
AXA	SPONSORED ADR	054536107	9265	782120	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	896	39730	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	5192	29400	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	207	1170	SH	DEFINE
BAKER HUGHES INC	COM	057224107	2247	78700	SH	DEFINE
BAKER HUGHES INC	COM	057224107	233	8166	SH	DEFINE
BAKER HUGHES INC	COM	057224107	66901	2343280	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	5466	288875	SH	DEFINE
BALL CORP	COM	058498106	382	8800	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	176405	17818665	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	10642	1074954	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	1361	137478	SH	DEFINE
BANCO ITAU HLDG FINANCIERA S	SP ADR 500 PFD	465562106	291428	26785679	SH	DEFINE
BANCO ITAU HLDG FINANCIERA S	SP ADR 500 PFD	465562106	805	74004	SH	DEFINE
BANCO LATINOAMERICANO DE EXP	CL E	P16994132	7531	803710	SH	DEFINE
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	12452	362500	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	50	7240	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	216	31341	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	109	15725	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	32	1300	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	309	12605	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	154744	6299767	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	683	100200	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	418083	61302453	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1498	219602	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	770	112876	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	979	143604	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	6152	902067	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	21146	3100555	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	42	6110	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	19356	2838071	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	5390	790337	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	14	2050	SH	DEFINE
BANK OF MONTREAL	COM	063671101	21	800	SH	DEFINE
BANK OF MONTREAL	COM	063671101	85073	3288240	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2557	90500	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	184	6520	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	17283	611788	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	458	16200	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	8171	289240	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	3869	136950	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	25549	904404	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	56387	1996010	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1888	66840	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	42451	1502689	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	31552	1116899	SH	DEFINE
BANRO CORP	COM	066800103	4374	2700000	SH	DEFINE
BANRO CORP	-W EXP 09/17/201	066800111	270	600000	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	11	1250	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	2294	269850	SH	DEFINE
BARD C R INC	COM	067383109	117819	1477910	SH	DEFINE
BARD C R INC	COM	067383109	1406	17640	SH	DEFINE
BARD C R INC	COM	067383109	1524	19119	SH	DEFINE
BARE ESCENTIALS INC	COM	067511105	4809	1173014	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	9151	411450	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	595	26736	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	1624	73000	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	2655	119407	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	78722	2428183	SH	DEFINE

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

BARRICK GOLD CORP	COM	067901108	381	11763	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	13491	416775	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	22366	690961	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	1236	637100	SH	DEFINE
BAXTER INTL INC	COM	071813109	58608	1144250	SH	DEFINE
BAXTER INTL INC	COM	071813109	3329	64991	SH	DEFINE
BAXTER INTL INC	COM	071813109	389	7600	SH	DEFINE
BAXTER INTL INC	COM	071813109	269	5252	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	10	825	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	12725	1063704	SH	DEFINE
BB&T CORP	COM	054937107	170	10055	SH	DEFINE
BCE INC	COM NEW	05534B760	1676	84200	SH	DEFINE
BCE INC	COM NEW	05534B760	566	28466	SH	DEFINE
BCE INC	COM NEW	05534B760	39784	1997007	SH	DEFINE
BE AEROSPACE INC	COM	073302101	6194	714400	SH	DEFINE
BE AEROSPACE INC	COM	073302101	340	39200	SH	DEFINE
BE AEROSPACE INC	COM	073302101	1036	119500	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	291	5700	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	110296	1640338	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	9815	145967	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	874	13000	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1659	24670	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	87	1300	SH	DEFINE
BED BATH & BEYOND INC	COM	075896100	286	11555	SH	DEFINE
BEMIS INC	COM	081437105	63023	3005389	SH	DEFINE
BEMIS INC	COM	081437105	3972	189425	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	58146	5191600	SH	DEFINE
BERKLEY W R CORP	COM	084423102	784	34783	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	954	11	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	15953	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	3728	43	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	347407	4007	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	14433	5118	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	19703	6987	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	85	30	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	671462	238107	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	28	10	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	268	95	SH	DEFINE
BEST BUY INC	COM	086516101	25919	682810	SH	DEFINE
BEST BUY INC	COM	086516101	15631	411786	SH	DEFINE
BEST BUY INC	SDCV 2.250% 1/1	086516AF8	18763	19000000	PRN	DEFINE
BEVERLY HILLS BANCORP DEL	COM	087866109	50	417955	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	2969	66580	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	36	800	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	8626	218100	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	6238	1063181	SH	DEFINE
BIG LOTS INC	COM	089302103	16963	816300	SH	DEFINE
BIODEL INC	COM	09064M105	1138	218500	SH	DEFINE
BIOFORM MEDICAL INC	COM	09065G107	2008	1646100	SH	DEFINE
BIOFORM MEDICAL INC	COM	09065G107	98	80000	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	41261	787122	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	1286	24530	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	32039	2594290	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	630	51010	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	9	710	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	110	8940	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1598	129380	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	46	3700	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	371	30011	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	8073	10300000	PRN	DEFINE
BIOVAIL CORP	COM	09067J109	99	9000	SH	DEFINE
BIOVAIL CORP	COM	09067J109	35	3200	SH	DEFINE

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

BIOVAIL CORP	COM	09067J109	47765	4392420	SH	DEFINE
BIOVAIL CORP	COM	09067J109	1629	149818	SH	DEFINE
BIOVAIL CORP	COM	09067J109	49183	4522790	SH	DEFINE
BIOVAIL CORP	COM	09067J109	17612	1619600	SH	DEFINE
BJ SVCS CO	COM	055482103	941	94561	SH	DEFINE
BLACK & DECKER CORP	COM	091797100	1082	34293	SH	DEFINE
BLACKBOARD INC	COM	091935502	667	21000	SH	DEFINE
BLACKBOARD INC	COM	091935502	1758	55400	SH	DEFINE
BLACKROCK INC	COM	09247X101	87623	673820	SH	DEFINE
BLACKROCK INC	COM	09247X101	4405	33875	SH	DEFINE
BLACKROCK INC	COM	09247X101	1655	12725	SH	DEFINE
BLACKROCK INC	COM	09247X101	234	1800	SH	DEFINE
BLACKROCK INC	COM	09247X101	237	1826	SH	DEFINE
BLACKROCK MUNIHLDGS FD INC	COM	09254A101	134	13000	SH	DEFINE
BLACKROCK MUNIYIELD N Y INSD	COM	09255E102	117	11922	SH	DEFINE
BLACKROCK NY INS MUN INC TR	COM	09249U105	406	36750	SH	DEFINE
BLOCK H & R INC	COM	093671105	797	43800	SH	DEFINE
BLOCK H & R INC	COM	093671105	57727	3173580	SH	DEFINE
BMB MUNAI INC	COM	09656A105	2789	4809906	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	306	9264	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	1025	45760	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	1012	45200	SH	DEFINE
BOB EVANS FARMS INC	COM	096761101	529	23600	SH	DEFINE
BOEING CO	COM	097023105	51605	1450390	SH	DEFINE
BOEING CO	COM	097023105	5677	159551	SH	DEFINE
BOEING CO	COM	097023105	9	250	SH	DEFINE
BOEING CO	COM	097023105	835	23479	SH	DEFINE
BOEING CO	COM	097023105	46	1300	SH	DEFINE
BOEING CO	COM	097023105	1271	35730	SH	DEFINE
BORGWARNER INC	COM	099724106	28073	1382930	SH	DEFINE
BORGWARNER INC	COM	099724106	857	42240	SH	DEFINE
BORGWARNER INC	COM	099724106	396	19527	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	168	4800	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	35	1000	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	263	7500	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	564	16100	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	9926	283363	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	161	4600	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	81	10128	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	2745	345314	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	14372	1807851	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	23823	2996590	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	1277	160687	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	170	21380	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	225893	28414251	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	13237	1664974	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	5631	855804	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	721	109500	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	1851	281300	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	7711	1170040	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	14043	350200	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	37516	935561	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	17634	439753	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	3597	89691	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	17371	435015	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	7	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	15554	387870	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	2623	40292	SH	DEFINE
BRADY CORP	CL A	104674106	109537	6213102	SH	DEFINE
BRADY CORP	CL A	104674106	35	2000	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	22290	1350900	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	6	365	SH	DEFINE

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

BRISTOL MYERS SQUIBB CO	COM	110122108	89	4080	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	16264	741981	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	732	33389	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	20452	933873	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	73578	3356658	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	3953	180356	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	885	40360	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	209925	9576848	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	23534	1073652	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	65	2980	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	44550	2078863	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	298	13915	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	15	330	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	3912	85050	SH	DEFINE
BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	10705	436969	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	314	16854	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	40472	2914706	SH	DEFINE
BROWN FORMAN CORP	CL A	115637100	26912	671120	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	24	625	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	85313	2197102	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	11547	3079181	SH	DEFINE
BRUNSWICK CORP	COM	117043109	7510	2176900	SH	DEFINE
BUNGE LIMITED	COM	G16962105	5008	88394	SH	DEFINE
BUNGE LIMITED	COM	G16962105	22307	393770	SH	DEFINE
BUNGE LIMITED	COM	G16962105	17235	304244	SH	DEFINE
BUNGE LIMITED	COM	G16962105	14	250	SH	SOLE
BURGER KING HLDGS INC	COM	121208201	284	12370	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	21173	352000	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	25882	430297	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	94020	2061405	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1217	26676	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	770	16874	SH	DEFINE
CA INC	COM	12673P105	190	10767	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	469	36225	SH	DEFINE
CABOT CORP	COM	127055101	13173	1253400	SH	DEFINE
CABOT CORP	COM	127055101	70	6620	SH	DEFINE
CADBURY PLC	SPONS ADR	12721E102	2908	95979	SH	DEFINE
CADBURY PLC	SPONS ADR	12721E102	10604	351050	SH	DEFINE
CADBURY PLC	SPONS ADR	12721E102	34	1120	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	210	49900	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	609	144967	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	255	60830	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	10168	2420948	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	59	14080	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	88	20909	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	2361	562109	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	33	7800	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	6227	663900	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	82	8700	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	214	22800	SH	DEFINE
CAE INC	COM	124765108	2417	399446	SH	DEFINE
CAL DIVE INTL INC	NOTE 3.250%12/1	1127914AB5	4738	10000000	PRN	DEFINE
CAL DIVE INTL INC DEL	COM	12802T101	2139	315900	SH	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	9950	760736	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	3949	550000	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	103	14300	SH	DEFINE
CALPINE CORP	COM NEW	131347304	14623	2147210	SH	DEFINE
CALPINE CORP	COM NEW	131347304	3	443	SH	DEFINE
CALPINE CORP	COM NEW	131347304	337	49474	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	29	1365	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	84	3900	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	218	10100	SH	DEFINE

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

CAMDEN PPTY TR	SH BEN INT	133131102	3920	181650	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	52	2400	SH	DEFINE
CAMECO CORP	COM	13321L108	373	21750	SH	DEFINE
CAMECO CORP	COM	13321L108	6901	403750	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	40046	1826100	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	88	4032	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	637	29040	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	322	11751	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	27	700	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	8	200	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	114238	2946737	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	17764	501100	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	6162	173818	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	71	2000	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	137625	3857000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	14815	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	33	1100	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	5955	200296	SH	DEFINE
CANON INC	ADR	138006309	4148	142903	SH	DEFINE
CANON INC	ADR	138006309	3128	107738	SH	DEFINE
CAPE BANCORP INC	COM	139209100	34	4830	SH	DEFINE
CAPE BANCORP INC	COM	139209100	1861	264663	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	3583	67600	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	1168	22040	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	2995	56500	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	430	352620	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	22	17700	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	0	110	SH	DEFINE
CAPITALSOURCE INC	DBCV	4.000% 7/14055XAE2	10948	20000000	PRN	DEFINE
CARBO CERAMICS INC	COM	140781105	2124	74700	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	9444	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	515	16344	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	2235	71000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	479	15220	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	2141	730628	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	59	20000	SH	DEFINE
CAREER EDUCATION CORP	COM	141665109	261	10875	SH	DEFINE
CARLISLE COS INC	COM	142339100	113499	5781933	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	25036	1159076	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	7	340	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	2284	105720	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	27278	1262863	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	388	17950	SH	DEFINE
CARNIVAL CORP	DBCV	2.000% 4/1143658AN2	25506	27500000	PRN	DEFINE
CARNIVAL CORP	DBCV	2.000% 4/1143658AN2	2	2000	PRN	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	5586	3274756	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	36791	1380000	SH	DEFINE
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	251	12680	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	17092	611300	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	6317	225917	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	420	15225	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	528	18887	SH	DEFINE
CATO CORP NEW	CL A	149205106	8226	450000	SH	DEFINE
CAVALIER HOMES INC	COM	149507105	914	589878	SH	DEFINE
CAVIUM NETWORKS INC	COM	14965A101	4394	380730	SH	DEFINE
CAVIUM NETWORKS INC	COM	14965A101	23	2000	SH	DEFINE
CBS CORP NEW	CL B	124857202	6853	1784710	SH	DEFINE
CBS CORP NEW	CL B	124857202	33	8483	SH	DEFINE
CBS CORP NEW	CL B	124857202	15	3860	SH	DEFINE
CBS CORP NEW	CL B	124857202	447	117205	SH	DEFINE
CBS CORP NEW	CL B	124857202	79	20700	SH	DEFINE
CBS CORP NEW	CL B	124857202	387	100746	SH	DEFINE

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

CDN IMPERIAL BK OF COMMERCE	COM	136069101	29	800	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	81	2242	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	121077	3343821	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1023	76500	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	6257	468020	SH	DEFINE
CELANESE CORP DEL	PFD 4.25% CONV	150870202	12934	639700	SH	DEFINE
CELANESE CORP DEL	PFD 4.25% CONV	150870202	408	20200	SH	DEFINE
CELESTICA INC	SUB VTG SHS	15101Q108	191	54100	SH	DEFINE
CELGENE CORP	COM	151020104	97897	2204900	SH	DEFINE
CELGENE CORP	COM	151020104	46268	1042073	SH	DEFINE
CELGENE CORP	COM	151020104	13	300	SH	OTHER
CELGENE CORP	COM	151020104	4880	109900	SH	DEFINE
CELGENE CORP	COM	151020104	98	2200	SH	DEFINE
CELGENE CORP	COM	151020104	817	18400	SH	DEFINE
CELGENE CORP	COM	151020104	229	5157	SH	DEFINE
CELGENE CORP	COM	151020104	897	20200	SH	DEFINE
CELLCOM ISRAEL LTD	SHS	M2196U109	767	36000	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	450	72042	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	886	141700	SH	DEFINE
CENTENNIAL COMMUNCTNS CORP N	CL A NEW	15133V208	4778	578400	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	90610	8687420	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	24	2300	SH	DEFINE
CENTRAL EUROPEAN DIST CORP	COM	153435102	316	29373	SH	DEFINE
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	5653	493364	SH	DEFINE
CENTRAL SUN MINING INC	COM	155432107	1749	3105100	SH	DEFINE
CENTRAL SUN MINING INC	COM	155432107	12	20700	SH	DEFINE
CENTURYTEL INC	COM	156700106	5713	203177	SH	DEFINE
CEPHALON INC	COM	156708109	16351	240100	SH	DEFINE
CERNER CORP	COM	156782104	46894	1066501	SH	DEFINE
CERNER CORP	COM	156782104	857	19488	SH	DEFINE
CERNER CORP	COM	156782104	653	14857	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	555	7800	SH	DEFINE
CGI GROUP INC	CL A SUB VTG	39945C109	13447	1665325	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	7280	5200000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	545	24516	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	118	5300	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	9166	412700	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1993	89740	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	34656	1560376	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	2623	118100	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	23628	1070101	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	521	23450	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	152788	6879255	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	197200	8878875	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	28841	1385909	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1457	85400	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	11533	676032	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2473	144983	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	0	10	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	411	24084	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	27279	405703	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	35262	524419	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	15075	224200	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	5086	75641	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	11389	169440	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	68729	1022143	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	2196	32659	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	733	10900	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	148434	2207529	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	6865	102100	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	152	2260	SH	DEFINE
CHICOPEE BANCORP INC	COM	168565109	3412	286714	SH	DEFINE

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

CHICOS FAS INC	COM	168615102	37921	7061730	SH	DEFINE
CHICOS FAS INC	COM	168615102	227	42300	SH	DEFINE
CHICOS FAS INC	COM	168615102	25958	4833976	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	2524	58000	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1149	26397	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	9	197	SH	DEFINE
CHINA SEC & SURVE TECH INC	COM	16942J105	3	760	SH	DEFINE
CHINA SEC & SURVE TECH INC	COM	16942J105	1015	264315	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	693	71475	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	12950	315491	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	32709	789490	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	34634	521750	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	742	11180	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1938	29200	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	527	7934	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	1622	28300	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	72	1250	SH	DEFINE
CHIQUITA BRANDS INTL INC	COM	170032809	5370	810000	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	17788	4349100	SH	DEFINE
CHUBB CORP	COM	171232101	16911	399600	SH	DEFINE
CHUBB CORP	COM	171232101	10711	253101	SH	DEFINE
CHUBB CORP	COM	171232101	1143	27000	SH	DEFINE
CHUBB CORP	COM	171232101	42	1000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	1751	96033	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	120	6569	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	1367	75002	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	28068	1539642	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	242	13251	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	10109	559408	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	168869	9263228	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	66855	3667322	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	668	12790	SH	DEFINE
CIGNA CORP	COM	125509109	826	46953	SH	DEFINE
CIGNA CORP	COM	125509109	1662	94500	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	10744	469800	SH	DEFINE
CINTAS CORP	COM	172908105	42766	1729998	SH	DEFINE
CINTAS CORP	COM	172908105	166	6700	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	12510	555500	SH	DEFINE
CISCO SYS INC	COM	17275R102	144442	8613120	SH	DEFINE
CISCO SYS INC	COM	17275R102	46617	2779811	SH	DEFINE
CISCO SYS INC	COM	17275R102	37	2200	SH	OTHER
CISCO SYS INC	COM	17275R102	2425	144600	SH	DEFINE
CISCO SYS INC	COM	17275R102	15914	948960	SH	DEFINE
CISCO SYS INC	COM	17275R102	4948	295030	SH	DEFINE
CISCO SYS INC	COM	17275R102	25267	1506686	SH	DEFINE
CISCO SYS INC	COM	17275R102	371	22140	SH	DEFINE
CISCO SYS INC	COM	17275R102	87703	5229763	SH	DEFINE
CISCO SYS INC	COM	17275R102	2739	163354	SH	DEFINE
CISCO SYS INC	COM	17275R102	723	43140	SH	DEFINE
CISCO SYS INC	COM	17275R102	316918	18897938	SH	DEFINE
CISCO SYS INC	COM	17275R102	36739	2190778	SH	DEFINE
CISCO SYS INC	COM	17275R102	93	5550	SH	DEFINE
CIT GROUP INC	COM	125581108	2478	869400	SH	DEFINE
CIT GROUP INC	COM	125581108	814	285508	SH	DEFINE
CIT GROUP INC	8.75%PFD SER C	125581603	546	30000	SH	DEFINE
CITIGROUP INC	COM	172967101	245	97000	SH	DEFINE
CITIGROUP INC	COM	172967101	68	26701	SH	DEFINE
CITIGROUP INC	COM	172967101	3	1333	SH	DEFINE
CITRIX SYS INC	COM	177376100	310	13700	SH	DEFINE
CLARCOR INC	COM	179895107	2914	115694	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	1248	26010	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	3542	73800	SH	DEFINE

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

CLECO CORP NEW	COM	12561W105	21690	1000000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	18	1000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	59791	3292448	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	324	17850	SH	DEFINE
CLOROX CO DEL	COM	189054109	63315	1229900	SH	DEFINE
CLOROX CO DEL	COM	189054109	3953	76786	SH	DEFINE
CLOROX CO DEL	COM	189054109	968	18799	SH	DEFINE
CME GROUP INC	COM	12572Q105	2464	10000	SH	DEFINE
CME GROUP INC	COM	12572Q105	3129	12700	SH	DEFINE
CME GROUP INC	COM	12572Q105	378	1534	SH	DEFINE
CMS ENERGY CORP	COM	125896100	11248	950000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	11840	1000000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	2636	222672	SH	DEFINE
CMS ENERGY CORP	NOTE 2.875%12/01	125896AW0	6293	6000000	PRN	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	14599	1406500	SH	DEFINE
CNINSURE INC	SPONSORED ADR	18976M103	6515	883950	SH	DEFINE
CNOOC LTD	SPONSORED ADR	126132109	1507	14980	SH	DEFINE
CNOOC LTD	SPONSORED ADR	126132109	6	61	SH	DEFINE
COACH INC	COM	189754104	5011	300058	SH	DEFINE
COAST DISTR SYS	COM	190345108	62	66800	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	500	540000	SH	DEFINE
COCA COLA CO	COM	191216100	22223	505650	SH	DEFINE
COCA COLA CO	COM	191216100	23572	536327	SH	DEFINE
COCA COLA CO	COM	191216100	930	21168	SH	DEFINE
COCA COLA CO	COM	191216100	1610	36622	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	62092	4707492	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	14	400	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	2377	69800	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	8482	1178677	SH	DEFINE
COHERENT INC	COM	192479103	4276	247900	SH	DEFINE
COHERENT INC	COM	192479103	11398	660510	SH	DEFINE
COHU INC	COM	192576106	16001	2222300	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	9947	168657	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	59	1000	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	293	4964	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	72245	5296557	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	978	71677	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	13	980	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	642	47090	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	151	11100	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	80	5900	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	7384	541330	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	6052	443700	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	221	17150	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	963	74863	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	513750	39918444	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	11303	878210	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1984	154150	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	35599	2766045	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2283	177415	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	486	37740	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	548555	42622762	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	16841	1308566	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	97	7530	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	12705	1100000	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	2	200	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	49476	3225287	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	252	16450	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	138049	8999313	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	643	41900	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	711	46340	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	28521	1929722	SH	DEFINE

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

COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B407	591	56700	SH	DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	196	13240	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	4032	357440	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	7247	642446	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	2237	198330	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	57125	5064262	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	19520	1730537	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	1863	165118	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	404794	35886032	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	81999	7269458	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	82748	7335812	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	54	4802	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	588	44200	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	808	60740	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	1003	75400	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	47	3529	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	19012	1429490	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	8054	605594	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	28370	1009595	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	59422	2477972	SH	DEFINE
COMPELLENT TECHNOLOGIES INC	COM	20452A108	2914	268336	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	9182	276279	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	36840	1000000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	962	26120	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	240	14250	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	40638	2117665	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	803	41831	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1623	84600	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	349	18161	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	1324	33800	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	445375	11373210	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	18699	477507	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	34	860	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	7209	184138	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	129	3300	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	982	25066	SH	DEFINE
CONSECO INC	COM NEW	208464883	6420	6977881	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	4573	181200	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	509	20150	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	301036	7600000	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1080	27277	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	454	38129	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	122153	5912552	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	84	4050	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	187644	9082489	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	32	1560	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	321	15520	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	202	9800	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	8810	1000000	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	799	90700	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	1680	120000	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	16336	770240	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	4	209	SH	DEFINE
CON-WAY INC	COM	205944101	572	31921	SH	DEFINE
COOPER COS INC	COM NEW	216648402	5147	194660	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	3021	105370	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	216	7525	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	24743	863025	SH	DEFINE
CORINTHIAN COLLEGES INC	COM	218868107	6481	333188	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	41976	1980000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	3766	177650	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	654	30854	SH	DEFINE

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

CORNING INC	COM	219350105	2638	198810	SH	DEFINE
CORNING INC	COM	219350105	15698	1182969	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	79	3200	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	206	8300	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	3764	151600	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	50	2000	SH	DEFINE
CORUS BANKSHARES INC	COM	220873103	609	2255326	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	1744	1836020	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	1377	29733	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	26202	565669	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	27	580	SH	OTHER
COSTCO WHSL CORP NEW	COM	22160K105	667	14400	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	113	2450	SH	DEFINE
COUGAR BIOTECHNOLOGY INC	COM	222083107	641	19900	SH	DEFINE
COURIER CORP	COM	222660102	4254	280440	SH	DEFINE
COVANCE INC	COM	222816100	41495	1164630	SH	DEFINE
COVANCE INC	COM	222816100	1402	39340	SH	DEFINE
COVANCE INC	COM	222816100	12	350	SH	DEFINE
COVANCE INC	COM	222816100	108	3020	SH	DEFINE
COVANCE INC	COM	222816100	68	1900	SH	DEFINE
COVANCE INC	COM	222816100	188	5273	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	5860	452890	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	30	2300	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	13	1000	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	158	12220	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	80	6200	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	15576	468602	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	1600	48121	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	11503	346053	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	4290	129052	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	8411	253052	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	27797	836247	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	1071	32232	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	417	12550	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	388078	11675017	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	13828	416017	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	72	2166	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	65815	1405100	SH	DEFINE
CREE INC	COM	225447101	471	20000	SH	DEFINE
CREE INC	COM	225447101	2589	110050	SH	DEFINE
CSX CORP	COM	126408103	377	14599	SH	DEFINE
CTC MEDIA INC	COM	12642X106	20599	4517658	SH	DEFINE
CTRIIP COM INTL LTD	ADR	22943F100	185	6760	SH	DEFINE
CTRIIP COM INTL LTD	ADR	22943F100	45	1636	SH	DEFINE
CTRIIP COM INTL LTD	ADR	22943F100	670	24599	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	282	6000	SH	DEFINE
CUMMINS INC	COM	231021106	416	16350	SH	DEFINE
CURIS INC	COM	231269101	1694	1227800	SH	DEFINE
CVR ENERGY INC	COM	12662P108	1899	342800	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	79671	2898194	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	17160	624242	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	110	4000	SH	OTHER
CVS CAREMARK CORPORATION	COM	126650100	907	33000	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	502451	18277579	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	37	1340	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	596	21680	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	203	7400	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	365	13282	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	3224	217700	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	554	37400	SH	DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	1521	213900	SH	DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	21	2953	SH	DEFINE

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

CYTEC INDS INC	COM	232820100	499	33190	SH	DEFINE
CYTEC INDS INC	COM	232820100	263	17486	SH	DEFINE
CYTEC INDS INC	COM	232820100	4976	331316	SH	DEFINE
D R HORTON INC	COM	23331A109	51416	5300600	SH	DEFINE
D R HORTON INC	COM	23331A109	147	15137	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	1044	40890	SH	DEFINE
DANA HOLDING CORP	COM	235825205	2499	5433643	SH	DEFINE
DANAHER CORP DEL	COM	235851102	60359	1113220	SH	DEFINE
DANAHER CORP DEL	COM	235851102	15901	293274	SH	DEFINE
DANAHER CORP DEL	COM	235851102	5015	92500	SH	DEFINE
DANAHER CORP DEL	COM	235851102	98	1800	SH	DEFINE
DANAHER CORP DEL	COM	235851102	808	14900	SH	DEFINE
DANAHER CORP DEL	COM	235851102	358	6600	SH	DEFINE
DANAHER CORP DEL	COM	235851102	976	18000	SH	DEFINE
DANVERS BANCORP INC	COM	236442109	731	52901	SH	DEFINE
DATA DOMAIN INC	COM	23767P109	5002	397920	SH	DEFINE
DATA DOMAIN INC	COM	23767P109	250	19900	SH	DEFINE
DATA DOMAIN INC	COM	23767P109	650	51700	SH	DEFINE
DAVITA INC	COM	23918K108	48304	1099060	SH	DEFINE
DAVITA INC	COM	23918K108	42	958	SH	DEFINE
DAVITA INC	COM	23918K108	831	18908	SH	DEFINE
DEALERTRACK HLDGS INC	COM	242309102	3660	279400	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1264	69900	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	514	28425	SH	DEFINE
DEERE & CO	COM	244199105	3287	100000	SH	DEFINE
DEERE & CO	COM	244199105	1460	44424	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	320	43949	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	3	357	SH	DEFINE
DELL INC	COM	24702R101	11158	1176970	SH	DEFINE
DELL INC	COM	24702R101	1203	126849	SH	DEFINE
DELL INC	COM	24702R101	263189	27762536	SH	DEFINE
DELL INC	COM	24702R101	30	3170	SH	DEFINE
DELL INC	COM	24702R101	411	43380	SH	DEFINE
DELL INC	COM	24702R101	129	13600	SH	DEFINE
DELTA AIR LINES INC DEL	COM NEW	247361702	225	40011	SH	DEFINE
DELTA AIR LINES INC DEL	COM NEW	247361702	32462	5765884	SH	DEFINE
DELTA APPAREL INC	COM	247368103	3464	800000	SH	DEFINE
DENBURY RES INC	COM NEW	247916208	650	43775	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	349	13000	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	279	6800	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	148	3650	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	1	600	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	45	21300	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	127	59400	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	2186	1026100	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	30	14300	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	1721	38500	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	62143	1390540	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	13717	306946	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	402	9000	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	31	700	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	336	7510	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	143	3200	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	239	5351	SH	DEFINE
DEXCOM INC	COM	252131107	2906	701900	SH	DEFINE
DEXCOM INC	COM	252131107	14	3500	SH	DEFINE
DHT MARITIME INC	COM	Y2065G105	1552	404100	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	23229	519090	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	15327	342502	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	58	1300	SH	OTHER
DIAGEO P L C	SPON ADR NEW	25243Q205	577	12900	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	12	260	SH	DEFINE

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

DIAGEO P L C	SPON ADR NEW	25243Q205	6150	137605	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	98	2200	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1397	31215	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	289	4600	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	497	7900	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	33273	2331640	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	40	2800	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	645	45200	SH	DEFINE
DIEBOLD INC	COM	253651103	5060	237000	SH	DEFINE
DIEBOLD INC	COM	253651103	53	2500	SH	DEFINE
DIEBOLD INC	COM	253651103	25396	1189506	SH	DEFINE
DIEBOLD INC	COM	253651103	41	1900	SH	DEFINE
DIGI INTL INC	COM	253798102	1561	203598	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	4885	147220	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	136	4100	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	411	12400	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	6473	195100	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	86	2600	SH	DEFINE
DILLARDS INC	CL A	254067101	5016	880000	SH	DEFINE
DIODES INC	COM	254543101	485	45680	SH	DEFINE
DIODES INC	COM	254543101	1198	112900	SH	DEFINE
DIONEX CORP	COM	254546104	11813	250000	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	18897	829160	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	1536	67389	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	36	1600	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	6107	267981	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	1313	57600	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	6286	275822	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	126	5522	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	298	13060	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	46920	2058789	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	5012	219911	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	51	2238	SH	DEFINE
DIREXION SHS ETF TR	LARGE CAP BEAR	25459W854	536	8475	SH	SOLE
DISCOVER FINL SVCS	COM	254709108	3625	574410	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	117	18481	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	0	25	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	197	12326	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	181	12326	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	43585	2400062	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	26153	1440155	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	82	4502	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	0	22	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	27249	1500474	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	91	5009	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	90667	4992676	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	3486	191960	SH	DEFINE
DIVX INC	COM	255413106	1132	225000	SH	DEFINE
DIVX INC	COM	255413106	409	81230	SH	DEFINE
DIVX INC	COM	255413106	1306	259600	SH	DEFINE
DIVX INC	COM	255413106	1509	299967	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	528	480000	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	9567	280470	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	1365	40025	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	469300	15143600	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	3675	118594	SH	DEFINE
DOMTAR CORP	COM	257559104	52891	55674491	SH	DEFINE
DOMTAR CORP	COM	257559104	90	96400	SH	DEFINE
DOMTAR CORP	COM	257559104	982	1049210	SH	DEFINE
DONALDSON INC	COM	257651109	28320	1055156	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	64	8700	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	248	33900	SH	DEFINE

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

DOUGLAS EMMETT INC	COM	25960P109	55	7400	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	143	19300	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	2656	359370	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	34	4600	SH	DEFINE
DOVER CORP	COM	260003108	110281	4180496	SH	DEFINE
DOVER CORP	COM	260003108	2042	77423	SH	DEFINE
DOVER CORP	COM	260003108	11	400	SH	OTHER
DOVER CORP	COM	260003108	21	800	SH	DEFINE
DOW CHEM CO	COM	260543103	1138	135000	SH	DEFINE
DOW CHEM CO	COM	260543103	2625	311335	SH	DEFINE
DOW CHEM CO	COM	260543103	19	2300	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	36	2128	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	16	924	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	300966	17798111	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	4568	270151	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	23581	1394522	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	83173	4918543	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	3477	205609	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	315	18630	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	12972	767095	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	23415	1384655	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	64	3810	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	3591	162500	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	168	7600	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	2798	322300	SH	DEFINE
DRIL-QUIP INC	COM	262037104	12593	410200	SH	DEFINE
DRIL-QUIP INC	COM	262037104	291	9480	SH	DEFINE
DST SYS INC DEL	COM	233326107	66	1900	SH	DEFINE
DST SYS INC DEL	COM	233326107	25953	749661	SH	DEFINE
DTE ENERGY CO	COM	233331107	878	31700	SH	DEFINE
DTE ENERGY CO	COM	233331107	149594	5400500	SH	DEFINE
DTE ENERGY CO	COM	233331107	181	6552	SH	DEFINE
DTE ENERGY CO	COM	233331107	4411	159240	SH	DEFINE
DTS INC	COM	23335C101	808	33580	SH	DEFINE
DTS INC	COM	23335C101	2129	88500	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	634	28400	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	21469	961433	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	3931	176060	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	2474	110800	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	18836	843520	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	70	3130	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	38433	1721120	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	6191	277242	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	2260	238000	SH	DEFINE
DUCOMMUN INC DEL	COM	264147109	1701	117000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	660721	46139700	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	9378	654871	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	57	4000	SH	OTHER
DUKE ENERGY CORP NEW	COM	26441C105	1034	73070	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	1759	122856	SH	DEFINE
DUKE REALTY CORP	COM NEW	264411505	21416	3893800	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	9394	122000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	334	4338	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	14227	10090070	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	6	4238	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	9	6720	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	115	81800	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	49	34700	SH	DEFINE
DYNEGY INC DEL	CL A	26817G102	130	92355	SH	DEFINE
E M C CORP MASS	COM	268648102	18185	1595160	SH	DEFINE
E M C CORP MASS	COM	268648102	17407	1526899	SH	DEFINE
E M C CORP MASS	COM	268648102	946	83000	SH	DEFINE

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

E M C CORP MASS	COM	268648102	15	1310	SH	DEFINE
E M C CORP MASS	COM	268648102	237	20750	SH	DEFINE
E M C CORP MASS	COM	268648102	89	7800	SH	DEFINE
E M C CORP MASS	NOTE	1.750%12/0268648AM4	9813	10000000	PRN	DEFINE
EASTGROUP PPTY INC	COM	277276101	65	2300	SH	DEFINE
EASTGROUP PPTY INC	COM	277276101	166	5900	SH	DEFINE
EASTGROUP PPTY INC	COM	277276101	2942	104800	SH	DEFINE
EASTGROUP PPTY INC	COM	277276101	42	1500	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	107	28158	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	64869	17070754	SH	DEFINE
EATON CORP	COM	278058102	2322	63000	SH	DEFINE
EATON CORP	COM	278058102	2144	58179	SH	DEFINE
EATON CORP	COM	278058102	1349	36600	SH	DEFINE
EBAY INC	COM	278642103	3547	282393	SH	DEFINE
ECOLAB INC	COM	278865100	98926	2848430	SH	DEFINE
ECOLAB INC	COM	278865100	653	18800	SH	DEFINE
ECOLAB INC	COM	278865100	999	28760	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2638	209735	SH	DEFINE
EDISON INTL	COM	281020107	53673	1863000	SH	DEFINE
EDISON INTL	COM	281020107	80	2793	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	3032	50000	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	257	4240	SH	DEFINE
EL PASO CORP	COM	28336L109	167	26770	SH	DEFINE
EL PASO CORP	COM	28336L109	174	27902	SH	DEFINE
EL PASO CORP	COM	28336L109	7129	1140599	SH	DEFINE
EL PASO CORP	COM	28336L109	12302	1968266	SH	DEFINE
EL PASO CORP	COM	28336L109	28502	4560268	SH	DEFINE
EL PASO CORP	COM	28336L109	1097	175479	SH	DEFINE
EL PASO CORP	COM	28336L109	222619	35619067	SH	DEFINE
EL PASO CORP	COM	28336L109	5965	954346	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	31151	3445000	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	6223	1050677	SH	DEFINE
EMBARQ CORP	COM	29078E105	2185	57718	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	667	50300	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	326	24592	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	223	16825	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	958	72170	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	2511	190458	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	55339	4170225	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	105120	7921647	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	15352	894100	SH	DEFINE
EMERSON ELEC CO	COM	291011104	29209	1022000	SH	DEFINE
EMERSON ELEC CO	COM	291011104	14179	496102	SH	DEFINE
EMERSON ELEC CO	COM	291011104	43	1500	SH	DEFINE
EMPLOYERS HOLDINGS INC	COM	292218104	6077	637000	SH	DEFINE
ENBRIDGE INC	COM	29250N105	28005	972936	SH	DEFINE
ENCANA CORP	COM	292505104	25	600	SH	DEFINE
ENCANA CORP	COM	292505104	3437	84620	SH	DEFINE
ENCANA CORP	COM	292505104	124409	3047672	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	735	41600	SH	DEFINE
ENERGEN CORP	COM	29265N108	24950	856500	SH	DEFINE
ENERGEN CORP	COM	29265N108	114	3900	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	1158	23295	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	398	24292	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	7741	470608	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	109	2837	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	22209	579572	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	17210	451784	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	3161	82480	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	697	26396	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	1391	52683	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	465	17625	SH	DEFINE

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

ENSTAR GROUP LIMITED	SHS	G3075P101	6175	109643	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	43019	631800	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	109786	1612370	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	1598	23471	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	88147	1294572	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	4007	180092	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	957	43000	SH	DEFINE
EOG RES INC	COM	26875P101	9468	172900	SH	DEFINE
EOG RES INC	COM	26875P101	430	7845	SH	DEFINE
EPIQ SYS INC	COM	26882D109	3909	216800	SH	DEFINE
EQUIFAX INC	COM	294429105	9780	400000	SH	DEFINE
EQUIFAX INC	COM	294429105	108	4416	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	5279	94020	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	943	16800	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	2246	40000	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	149	3900	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	400	10500	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	7590	199200	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	95	2500	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1	33	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	4013	218668	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	314	17100	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	822	44800	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	14390	784219	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	202	11000	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	3663	452728	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	0	42	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	30982	3829640	SH	DEFINE
ERIE INDY CO	CL A	29530P102	138645	4056313	SH	DEFINE
ERIE INDY CO	CL A	29530P102	27	800	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	44536	1150800	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	2315	153299	SH	DEFINE
ESSA BANCORP INC	COM	29667D104	610	45830	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	149	2600	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	401	7000	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	7426	129500	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	92	1600	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	16893	1500300	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	689	9733	SH	DEFINE
EXELON CORP	COM	30161N101	119703	2637220	SH	DEFINE
EXELON CORP	COM	30161N101	7625	167989	SH	DEFINE
EXELON CORP	COM	30161N101	359	7900	SH	DEFINE
EXELON CORP	COM	30161N101	178086	3923466	SH	DEFINE
EXELON CORP	COM	30161N101	35	780	SH	DEFINE
EXELON CORP	COM	30161N101	975	21596	SH	DEFINE
EXELON CORP	COM	30161N101	195	4300	SH	DEFINE
EXELON CORP	COM	30161N101	553	12188	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	2725	300100	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	18	2000	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	99299	10935979	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	81891	2894710	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	86	3050	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	835	29527	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	105420	2283300	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	3363	72837	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	13	280	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	159	3450	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	65	1400	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	1029	22282	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	19544	1220000	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	103593	6466490	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	4665	68500	SH	DEFINE

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

EXXON MOBIL CORP	COM	30231G102	51073	749968	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	251159	3688097	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1634	24000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	52	760	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	11198	164342	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	286	4200	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2071	30417	SH	DEFINE
F M C CORP	COM NEW	302491303	4172	96700	SH	DEFINE
F M C CORP	COM NEW	302491303	498	11550	SH	DEFINE
F M C CORP	COM NEW	302491303	3882	90046	SH	DEFINE
F5 NETWORKS INC	COM	315616102	1422	67866	SH	DEFINE
F5 NETWORKS INC	COM	315616102	6133	292732	SH	DEFINE
FACET BIOTECH CORP	SHS	30303Q103	2166	228020	SH	DEFINE
FACET BIOTECH CORP	SHS	30303Q103	52	5500	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	96729	1934960	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1690	33800	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1279	25592	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	159740	4786930	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	70	2100	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	90	2700	SH	DEFINE
FARMER BROS CO	COM	307675108	37265	2093533	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	4201	312600	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	5618	417993	SH	DEFINE
FASTENAL CO	COM	311900104	482	15000	SH	DEFINE
FASTENAL CO	COM	311900104	1168	36333	SH	DEFINE
FASTENAL CO	COM	311900104	399	12400	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	2519	606994	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	368	8000	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	198	4300	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	547	11900	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	10368	225400	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	133	2900	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	5	1000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	24312	4613212	SH	DEFINE
FEDERATED INVS INC PA	CL B	314211103	224	10063	SH	DEFINE
FEDEX CORP	COM	31428X106	6665	149819	SH	DEFINE
FEDEX CORP	COM	31428X106	2726	61280	SH	DEFINE
FEDEX CORP	COM	31428X106	4121	92630	SH	DEFINE
FEDEX CORP	COM	31428X106	113	2540	SH	DEFINE
FEDEX CORP	COM	31428X106	8594	193159	SH	DEFINE
FEDEX CORP	COM	31428X106	323	7270	SH	DEFINE
FEDEX CORP	COM	31428X106	157157	3532413	SH	DEFINE
FEDEX CORP	COM	31428X106	2855	64170	SH	DEFINE
FEDEX CORP	COM	31428X106	66	1480	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	4182	3074800	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	67	49105	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	15396	3849000	SH	DEFINE
FERRO CORP	COM	315405100	16	11137	SH	DEFINE
FGX INTERNATIONAL HLDGS LTD	ORD SHS	G3396L102	6672	574222	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	109	25900	SH	DEFINE
FIRST CLOVER LEAF FIN CORP	COM	31969M105	3271	436070	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	1419	235000	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	1090	100000	SH	DEFINE
FIRST SOLAR INC	COM	336433107	4216	31770	SH	DEFINE
FIRST SOLAR INC	COM	336433107	199	1500	SH	DEFINE
FIRST SOLAR INC	COM	336433107	484	3650	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	316520	8200000	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	2038	52786	SH	DEFINE
FISERV INC	COM	337738108	823	22586	SH	DEFINE
FLEXSTEEL INDS INC	COM	339382103	1161	225000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	924	319800	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	95	32745	SH	DEFINE

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

FLEXTRONICS INTL LTD	ORD	Y2573F102	2020	699080	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1575	544900	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	31884	11032572	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	8931	3090426	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	4796	1681490	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	150000	51903287	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	73371	25387975	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	25	8610	SH	DEFINE
FLIR SYS INC	COM	302445101	162125	7916279	SH	DEFINE
FLIR SYS INC	COM	302445101	19	950	SH	DEFINE
FLIR SYS INC	COM	302445101	22	1070	SH	DEFINE
FLIR SYS INC	COM	302445101	102	5000	SH	DEFINE
FLIR SYS INC	COM	302445101	4892	238859	SH	DEFINE
FLOTEK INDS INC DEL	COM	343389102	494	314724	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	31547	562140	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	738	13150	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	410	7301	SH	DEFINE
FLUOR CORP NEW	COM	343412102	653	18910	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	114157	3639046	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	177	5654	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	939	29943	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	1494	219643	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	274	40300	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	580	23000	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	92107	3653579	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	53350	2116219	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	19255	4011500	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	384	79900	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	1013	211000	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	8050	1673624	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	3614	450000	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	33	4100	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	2893	1100000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	177	67454	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	2	660	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	536	148800	SH	DEFINE
FOREST LABS INC	COM	345838106	32	1475	SH	DEFINE
FOREST LABS INC	COM	345838106	496	22575	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	18	2365	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	16783	2193898	SH	DEFINE
FORMFACTOR INC	COM	346375108	75387	4183554	SH	DEFINE
FORMFACTOR INC	COM	346375108	808	44830	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	2966	120800	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	290	11832	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	38	1544	SH	DEFINE
FORWARD AIR CORP	COM	349853101	8115	500000	SH	DEFINE
FOSSIL INC	COM	349882100	11208	713870	SH	DEFINE
FOSTER WHEELER AG	COM	H27178104	499	28550	SH	DEFINE
FPL GROUP INC	COM	302571104	584597	11523700	SH	DEFINE
FPL GROUP INC	COM	302571104	15236	300334	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	1085	47860	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	19092	845828	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	9640	425415	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	14584	659032	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	11	500	SH	DEFINE
FRANKLIN RES INC	COM	354613101	28850	535542	SH	DEFINE
FRANKLIN RES INC	COM	354613101	1	25	SH	DEFINE
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	97	10892	SH	SOLE
FREDS INC	CL A	356108100	31482	2791000	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	6457	100000	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	3424	53020	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	563	8714	SH	DEFINE

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

FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	3490	91573	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	4011	105251	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1280	33075	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	4277	595635	SH	DEFINE
FTI CONSULTING INC	COM	302941109	5631	113800	SH	DEFINE
FUJIFILM HLDGS CORP	ADR 2 ORD	35958N107	17176	779468	SH	DEFINE
FURMANITE CORPORATION	COM	361086101	7415	2384200	SH	DEFINE
FURNITURE BRANDS INTL INC	COM	360921100	3485	2370709	SH	DEFINE
GAIAM INC	CL A	36268Q103	1489	453862	SH	DEFINE
GAIAM INC	CL A	36268Q103	381	116240	SH	DEFINE
GAIAM INC	CL A	36268Q103	952	290200	SH	DEFINE
GAIAM INC	CL A	36268Q103	1265	385279	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	43425	2554400	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	17	1025	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	36	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	5574	198942	SH	DEFINE
GAMMON GOLD INC	COM	36467T106	22901	3490000	SH	DEFINE
GANNETT INC	COM	364730101	31	14116	SH	DEFINE
GAP INC DEL	COM	364760108	736	56690	SH	DEFINE
GAP INC DEL	COM	364760108	371	28539	SH	DEFINE
GAP INC DEL	COM	364760108	1033	79500	SH	DEFINE
GAP INC DEL	COM	364760108	193	14880	SH	DEFINE
GAP INC DEL	COM	364760108	73619	5667361	SH	DEFINE
GAP INC DEL	COM	364760108	1519	116950	SH	DEFINE
GARDNER DENVER INC	COM	365558105	20855	959300	SH	DEFINE
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	1382	112000	SH	DEFINE
GENCORP INC	COM	368682100	6241	2943948	SH	DEFINE
GENENTECH INC	COM NEW	368710406	2237	23549	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	41590	1000000	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	3349	80521	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	42	1000	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	68028	6728800	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	23181	2292870	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	56947	5632723	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	35	3500	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	917	90700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	6667	659450	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	3264	322814	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	21435	2121625	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	52835	5225980	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	2394	236827	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	541	53540	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	248813	24610546	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	24347	2408187	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	51	5080	SH	DEFINE
GENERAL MARITIME CORP NEW	SHS	Y2693R101	1352	193100	SH	DEFINE
GENERAL MLS INC	COM	370334104	3099	62132	SH	DEFINE
GENERAL MLS INC	COM	370334104	19	375	SH	DEFINE
GENERAL MLS INC	COM	370334104	115790	2321371	SH	DEFINE
GENERAL MLS INC	COM	370334104	8426	168933	SH	DEFINE
GENERAL MTRS CORP	SENIOR DEBEN D	370442691	7374	776200	PRN	DEFINE
GENERAL MTRS CORP	DEB SR CV C 33	370442717	33800	13307200	PRN	DEFINE
GENESEE & WYO INC	CL A	371559105	23800	1120000	SH	DEFINE
GENTEX CORP	COM	371901109	23132	2322500	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	758	1083000	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	45	64217	SH	DEFINE
GENUINE PARTS CO	COM	372460105	84	2816	SH	DEFINE
GENUINE PARTS CO	COM	372460105	5647	189123	SH	DEFINE
GENUINE PARTS CO	COM	372460105	591	19800	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	3040	1600000	SH	DEFINE
GENZYME CORP	COM	372917104	42266	711670	SH	DEFINE
GENZYME CORP	COM	372917104	1201	20214	SH	DEFINE

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

GENZYME CORP	COM	372917104	15	260	SH	DEFINE
GENZYME CORP	COM	372917104	195	3280	SH	DEFINE
GENZYME CORP	COM	372917104	77	1300	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	12854	4187000	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	2	700	SH	DEFINE
GIBALTAR INDS INC	COM	374689107	16433	3481499	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	19	2300	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	69062	8518279	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	144029	3109450	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	25882	558772	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	4935	106550	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	102	2200	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	866	18700	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	592	12788	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	940	20300	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/0375558AH6		12850	10000000	PRN	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/0375558AH6		4	3000	PRN	DEFINE
GLATFELTER	COM	377316104	14301	2291800	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1396	44917	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	3439	111415	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	21299	691158	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	14315	3727800	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	2772	722000	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	2472	74000	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	9	282	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	5	136	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	41891	3694048	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	58	5140	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	24	2100	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	111675	3338640	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	167	5000	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	8648	256900	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	4773	3150000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	1060	10000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	3893	36724	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	244	2300	SH	DEFINE
GOODRICH CORP	COM	382388106	259	6845	SH	DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	1	230	SH	DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	41193	6580406	SH	DEFINE
GOOGLE INC	CL A	38259P508	126307	362890	SH	DEFINE
GOOGLE INC	CL A	38259P508	10465	30066	SH	DEFINE
GOOGLE INC	CL A	38259P508	85	245	SH	OTHER
GOOGLE INC	CL A	38259P508	627	1800	SH	DEFINE
GOOGLE INC	CL A	38259P508	24	68	SH	DEFINE
GOOGLE INC	CL A	38259P508	285	820	SH	DEFINE
GOOGLE INC	CL A	38259P508	104	300	SH	DEFINE
GOOGLE INC	CL A	38259P508	418	1201	SH	DEFINE
GPO AEROPORTUARIO DEL PAC SA	SPON ADR B	400506101	18083	990876	SH	DEFINE
GRACO INC	COM	384109104	39867	2335483	SH	DEFINE
GRACO INC	COM	384109104	465	27225	SH	DEFINE
GRACO INC	COM	384109104	48	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	681	9700	SH	DEFINE
GRAINGER W W INC	COM	384802104	38599	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	288	4100	SH	DEFINE
GREAT BASIN GOLD LTD	COM	390124105	18279	14225700	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	128	9494	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	242	17952	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	53	3926	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	18777	1393967	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	7020	521173	SH	DEFINE
GREATBATCH INC	COM	39153L106	9070	468833	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A	398231100	6050	172868	SH	DEFINE

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

GRIFFON CORP	COM	398433102	1133	151100	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM	398905109	20705	1482140	SH	DEFINE
GSI GROUP INC CDA	COM	36229U102	2812	2960317	SH	DEFINE
GTSI CORP	COM	36238K103	2316	600000	SH	DEFINE
GUANGSHEN RY LTD	SPONSORED ADR	40065W107	287	17700	SH	DEFINE
GUARANTY BANCORP DEL	COM	40075T102	18817	10752528	SH	DEFINE
GUESS INC	COM	401617105	78215	3710390	SH	DEFINE
GUESS INC	COM	401617105	15	715	SH	DEFINE
GUESS INC	COM	401617105	871	41340	SH	DEFINE
GYMBOREE CORP	COM	403777105	8634	404400	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	31286	2197020	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	762	53530	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	2122	149000	SH	DEFINE
HALLIBURTON CO	COM	406216101	35850	2317420	SH	DEFINE
HALLIBURTON CO	COM	406216101	389	25126	SH	DEFINE
HALLIBURTON CO	COM	406216101	5	340	SH	DEFINE
HALLIBURTON CO	COM	406216101	1072	69310	SH	DEFINE
HALLIBURTON CO	COM	406216101	559	35664	SH	DEFINE
HALLIBURTON CO	COM	406216101	11763	760392	SH	DEFINE
HALLIBURTON CO	COM	406216101	1360	87905	SH	DEFINE
HALLIBURTON CO	COM	406216101	90	5810	SH	DEFINE
HALLIBURTON CO	COM	406216101	404	26110	SH	DEFINE
HALLIBURTON CO	COM	406216101	5438	351510	SH	DEFINE
HALLIBURTON CO	COM	406216101	18	1170	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	2214	70788	SH	DEFINE
HANESBRANDS INC	COM	410345102	121	12682	SH	DEFINE
HANESBRANDS INC	COM	410345102	1	100	SH	DEFINE
HANSEN NAT CORP	COM	411310105	83126	2309051	SH	DEFINE
HANSEN NAT CORP	COM	411310105	14988	416322	SH	DEFINE
HANSEN NAT CORP	COM	411310105	849	23581	SH	DEFINE
HARDINGE INC	COM	412324303	3444	1234400	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	441	32900	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	14091	1052360	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	347	25925	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	26798	2001330	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	57226	4273760	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	1648	121770	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	1	88	SH	DEFINE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	27207	2486930	SH	DEFINE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	59	5350	SH	DEFINE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	23	2100	SH	DEFINE
HARRIS CORP DEL	COM	413875105	57839	1998580	SH	DEFINE
HARRIS CORP DEL	COM	413875105	9211	318295	SH	DEFINE
HARRIS CORP DEL	COM	413875105	689	23800	SH	DEFINE
HARRIS CORP DEL	COM	413875105	702	24253	SH	DEFINE
HARTE-HANKS INC	COM	416196103	241	45000	SH	DEFINE
HASBRO INC	COM	418056107	35294	1407800	SH	DEFINE
HASBRO INC	COM	418056107	21	854	SH	DEFINE
HATTERAS FINL CORP	COM	41902R103	856	34244	SH	DEFINE
HAVERTY FURNITURE INC	COM	419596101	14710	1397000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	5496	400000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	50	3625	SH	DEFINE
HCP INC	COM	40414L109	27	1500	SH	DEFINE
HCP INC	COM	40414L109	409	22900	SH	DEFINE
HCP INC	COM	40414L109	1133	63500	SH	DEFINE
HCP INC	COM	40414L109	17750	994371	SH	DEFINE
HCP INC	COM	40414L109	275	15400	SH	DEFINE
HEADWATERS INC	NOTE	2.875% 6/042210PAB8	615	2120000	PRN	DEFINE
HEALTH CARE REIT INC	COM	42217K106	193	6300	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	508	16600	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	10364	338810	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	122	4000	SH	DEFINE

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

HEALTHCARE SVCS GRP INC	COM	421906108	8771	585900	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	5424	362303	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	7405	500000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	17	1181	SH	DEFINE
HECLA MNG CO	COM	422704106	6400	3200000	SH	DEFINE
HEINZ H J CO	COM	423074103	8476	256377	SH	DEFINE
HELICOS BIOSCIENCES CORP	COM	42326R109	465	762200	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	12029	2340200	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	3911	760800	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	2	89	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	448	19675	SH	DEFINE
HERCULES OFFSHORE INC	COM	427093109	55	34800	SH	DEFINE
HERCULES OFFSHORE INC	COM	427093109	217	137600	SH	DEFINE
HERSHEY CO	COM	427866108	945	27190	SH	DEFINE
HESS CORP	COM	42809H107	6331	116800	SH	DEFINE
HESS CORP	COM	42809H107	948	17497	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	2982	93000	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	103429	3226095	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	17745	553495	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	64	2000	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	31	980	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	364	11340	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	112	3500	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	357	11143	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	34893	1815460	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	86	4000	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	216	10100	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	3325	155250	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	51	2400	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	27353	2765705	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	14	1400	SH	DEFINE
HILLENBRAND INC	COM	431571108	44653	2789048	SH	DEFINE
HILLENBRAND INC	COM	431571108	52578	3284064	SH	DEFINE
HILLENBRAND INC	COM	431571108	22	1400	SH	DEFINE
HILLTOP HOLDINGS INC	COM	432748101	4349	381500	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	41262	1322501	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	699	22400	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	1863	59700	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	377	12089	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	1645	50000	SH	DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	2817	132900	SH	DEFINE
HOLOGIC INC	COM	436440101	467	35700	SH	DEFINE
HOME DEPOT INC	COM	437076102	3763	159700	SH	DEFINE
HOME DEPOT INC	COM	437076102	15063	639350	SH	DEFINE
HOME DEPOT INC	COM	437076102	15023	637651	SH	DEFINE
HOME DEPOT INC	COM	437076102	14	600	SH	OTHER
HOME DEPOT INC	COM	437076102	1317	55900	SH	DEFINE
HOME DEPOT INC	COM	437076102	1161	49445	SH	DEFINE
HOME DEPOT INC	COM	437076102	938	39825	SH	DEFINE
HOME DEPOT INC	COM	437076102	128650	5460534	SH	DEFINE
HOME DEPOT INC	COM	437076102	1391	59040	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	3045	128490	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	16873	605637	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	653	23448	SH	DEFINE
HOOKER FURNITURE CORP	COM	439038100	14990	1776069	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	2089	137100	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	582	38200	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	1137	74600	SH	DEFINE
HOSPIRA INC	COM	441060100	615	19913	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	28	2335	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	101	8400	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	275	22900	SH	DEFINE

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

HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	4822	401870	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	65	5400	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	15	3700	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	160	40900	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	414	105500	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	7435	1896695	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	101	25800	SH	DEFINE
HOUSTON WIRE & CABLE CO	COM	44244K109	1649	212654	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	2	83	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	6150	217935	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	1016	36000	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	301	10655	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	2535	91137	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	158	5595	SH	DEFINE
HSN INC	COM	404303109	309	60020	SH	DEFINE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	263	9800	SH	DEFINE
HUB GROUP INC	CL A	443320106	633	37220	SH	DEFINE
HUB GROUP INC	CL A	443320106	1610	94700	SH	DEFINE
HUBBELL INC	CL B	443510201	323	11999	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	4559	390000	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	158	13502	SH	DEFINE
HUMANA INC	COM	444859102	2736	104890	SH	DEFINE
HUMANA INC	COM	444859102	14	530	SH	DEFINE
HUMANA INC	COM	444859102	55	2100	SH	DEFINE
HUMANA INC	COM	444859102	60	2300	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	699	29000	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	10384	430700	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	5	212	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	10698	252140	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	1216	28670	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	3319	78232	SH	DEFINE
I2 TECHNOLOGIES INC	COM NEW	465754208	2337	295790	SH	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	2285	150050	SH	DEFINE
IAMGOLD CORP	COM	450913108	27145	3161100	SH	DEFINE
IAMGOLD CORP	COM	450913108	9	1000	SH	DEFINE
IAMGOLD CORP	COM	450913108	514	59600	SH	DEFINE
ICICI BK LTD	ADR	45104G104	2286	172002	SH	DEFINE
ICICI BK LTD	ADR	45104G104	2006	150969	SH	DEFINE
ICICI BK LTD	ADR	45104G104	330	24820	SH	DEFINE
ICICI BK LTD	ADR	45104G104	6638	506204	SH	DEFINE
ICICI BK LTD	ADR	45104G104	44659	3360374	SH	DEFINE
ICICI BK LTD	ADR	45104G104	37778	2842610	SH	DEFINE
IDACORP INC	COM	451107106	14049	601400	SH	DEFINE
IDEXX LABS INC	COM	45168D104	3486	100800	SH	DEFINE
IDEXX LABS INC	COM	45168D104	391	11310	SH	DEFINE
IDEXX LABS INC	COM	45168D104	989	28600	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2687	87100	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	30850	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	1758	56996	SH	DEFINE
ILLUMINA INC	COM	452327109	61152	1642110	SH	DEFINE
ILLUMINA INC	COM	452327109	647	17369	SH	DEFINE
IMPERIAL CAP BANCORP INC	COM	452680101	490	445796	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	574	15927	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	21432	590003	SH	DEFINE
IMS HEALTH INC	COM	449934108	6235	500000	SH	DEFINE
IMS HEALTH INC	COM	449934108	506	40593	SH	DEFINE
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	27	23567	SH	DEFINE
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	870	769970	SH	DEFINE
INFINERA CORPORATION	COM	45667G103	261	35300	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	19	3500	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	1665	306099	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	5240	965262	SH	DEFINE

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

ING GROEP N V	SPONSORED ADR	456837103	222	40765	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	13828	1002000	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	258	18713	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	106	7700	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	731	105000	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	5208	200000	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	35	1325	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	2	60	SH	DEFINE
INTEL CORP	COM	458140100	452917	30094150	SH	DEFINE
INTEL CORP	COM	458140100	52840	3510932	SH	DEFINE
INTEL CORP	COM	458140100	41	2700	SH	OTHER
INTEL CORP	COM	458140100	1023	68000	SH	DEFINE
INTEL CORP	COM	458140100	28	1870	SH	DEFINE
INTEL CORP	COM	458140100	1428	96082	SH	DEFINE
INTEL CORP	COM	458140100	108	7200	SH	DEFINE
INTEL CORP	COM	458140100	2236	148590	SH	DEFINE
INTEL CORP	SDCV	2.950%12/1458140AD2	1640	2000000	PRN	DEFINE
INTEL CORP	SDCV	2.950%12/1458140AD2	4	5000	PRN	DEFINE
INTERMEC INC	COM	458786100	11	1041	SH	DEFINE
INTERMEC INC	COM	458786100	2941	282910	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	5106	52700	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	102493	1057830	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	122293	1262183	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	2156	22250	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	54	560	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	4977	51533	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	300	3100	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	897	9253	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	384	41640	SH	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	7533	382951	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	135	32726	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	2362	573370	SH	DEFINE
INTERSIL CORP	CL A	46069S109	585	50900	SH	DEFINE
INTERTAPE POLYMER GROUP INC	COM	460919103	378	900000	SH	DEFINE
INTERTAPE POLYMER GROUP INC	COM	460919103	100	258920	SH	DEFINE
INTERVAL LEISURE GROUP INC	COM	46113M108	318	60020	SH	DEFINE
INTL PAPER CO	COM	460146103	308	43704	SH	DEFINE
INTL PAPER CO	COM	460146103	127599	18124916	SH	DEFINE
INTUIT	COM	461202103	1448	53625	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	1812	19000	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	84	876	SH	DEFINE
INVESCO LTD	SHS	G491BT108	12064	870450	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1067	76990	SH	DEFINE
INVESCO LTD	SHS	G491BT108	881	63600	SH	DEFINE
INVESCO LTD	SHS	G491BT108	3943	284460	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1141	82300	SH	DEFINE
INVESCO LTD	SHS	G491BT108	994	71732	SH	DEFINE
INVESCO LTD	SHS	G491BT108	190	13740	SH	DEFINE
INVESCO LTD	SHS	G491BT108	84234	6077479	SH	DEFINE
INVESCO LTD	SHS	G491BT108	90311	6515959	SH	DEFINE
INVESCO LTD	SHS	G491BT108	46	3317	SH	DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	1103	43240	SH	DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	2853	111800	SH	DEFINE
INVITROGEN CORP	NOTE	3.250% 6/146185RAM2	1632	1700000	PRN	DEFINE
IPC HLDGS LTD	ORD	G4933P101	92939	3437100	SH	DEFINE
IPC HLDGS LTD	ORD	G4933P101	6645	245744	SH	DEFINE
IRON MTN INC	COM	462846106	6724	303302	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	848	9380	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	79	2085	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	1379	36600	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	386	48804	SH	DEFINE
ISHARES INC	MSCI HONG KONG	464286871	568	55810	SH	DEFINE

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

ISHARES TR	DJ SEL DIV INX	464287168	651	20728	SH	DEFINE
ISHARES TR	BARCLYS TIPS BD	464287176	9230	89829	SH	DEFINE
ISHARES TR	FTSE XNHUA IDX	464287184	5140	180219	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	1830	22983	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	25004	1007829	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	4455	179550	SH	DEFINE
ISHARES TR	IBOXX INV CPBD	464287242	4874	51790	SH	DEFINE
ISHARES TR	S&P NA NAT RES	464287374	320	13530	SH	DEFINE
ISHARES TR	BARCLYS 7-10 YR	464287440	576	5964	SH	DEFINE
ISHARES TR	BARCLYS 1-3 YR	464287457	467	5542	SH	DEFINE
ISHARES TR	MSCI EAFE IDX	464287465	11674	310560	SH	DEFINE
ISHARES TR	RUSSELL1000VAL	464287598	491	12100	SH	DEFINE
ISHARES TR	RUSSELL1000GRW	464287614	4361	124345	SH	DEFINE
ISHARES TR	RUSSELL 2000	464287655	954	22748	SH	DEFINE
ISHARES TR	RUSSELL 3000	464287689	203	4420	SH	DEFINE
ISHARES TR	DJ US UTILS	464287697	266	4375	SH	DEFINE
ISHARES TR	DJ US BAS MATL	464287838	2136	60900	SH	DEFINE
ISHARES TR	S&P EURO PLUS	464287861	490	19140	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	907	13375	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	15021	159523	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	5650	60000	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	528	23175	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	60	4000	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	279	18560	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1587	105750	SH	DEFINE
ISTAR FINL INC	COM	45031U101	36561	1301181	SH	DEFINE
ISTAR FINL INC	COM	45031U101	166	59050	SH	DEFINE
ISTAR FINL INC	FRNT	10/045031UBF7	96444	332700000	PRN	DEFINE
ITRON INC	COM	465741106	859	18150	SH	DEFINE
ITRON INC	COM	465741106	2538	53600	SH	DEFINE
ITT CORP NEW	COM	450911102	1236	32119	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	87899	723930	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	501	4125	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	802	6607	SH	DEFINE
ITURAN LOCATION AND CONTROL	SHS	M6158M104	3363	443684	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	13455	2185300	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	285	46300	SH	DEFINE
IXIA	COM	45071R109	3106	600800	SH	DEFINE
IXIA	COM	45071R109	780	150900	SH	DEFINE
IXIA	COM	45071R109	2127	411500	SH	DEFINE
IXIA	COM	45071R109	5694	1101080	SH	DEFINE
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	329	97500	SH	DEFINE
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	3	810	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	60814	1573040	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	3839	99292	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	12	300	SH	OTHER
JACOBS ENGR GROUP INC DEL	COM	469814107	749	19366	SH	DEFINE
JAKKS PAC INC	COM	47012E106	13252	1073050	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	144478	2746735	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	114392	2174753	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	126	2400	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	1105	21000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	46	870	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	17839	338949	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	237	4500	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	2079	39517	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	22191	1849250	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	364	30310	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	83	6920	SH	DEFINE
JOHNSON OUTDOORS INC	CL A	479167108	421	83400	SH	DEFINE
JOY GLOBAL INC	COM	481165108	1143	53650	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	342976	12903520	SH	DEFINE

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

JPMORGAN CHASE & CO	COM	46625H100	24986	940045	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	11	400	SH	OTHER
JPMORGAN CHASE & CO	COM	46625H100	975	36700	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	5878	221150	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	32	1220	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	11662	440543	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	22711	854441	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	1391	52321	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	310	11680	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	67041	2522246	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	8349	314106	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	6590	437600	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	138	9195	SH	DEFINE
K V PHARMACEUTICAL CO	CL A	482740206	1938	1173873	SH	DEFINE
K12 INC	COM	48273U102	2748	198400	SH	DEFINE
K12 INC	COM	48273U102	357	25800	SH	DEFINE
K12 INC	COM	48273U102	928	67000	SH	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	10912	304389	SH	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	72	2000	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	14202	1117400	SH	DEFINE
KAYDON CORP	COM	486587108	820	30000	SH	DEFINE
KAYDON CORP	COM	486587108	2028	74221	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	828	34137	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	6307	260068	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1082	44610	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	7840	325614	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	159	6570	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	26995	1113180	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	69682	2873505	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	29	1200	SH	DEFINE
KELLOGG CO	COM	487836108	1318	35994	SH	DEFINE
KELLOGG CO	COM	487836108	714	19500	SH	DEFINE
KELLY SVCS INC	CL A	488152208	18918	2350000	SH	DEFINE
KENNAMETAL INC	COM	489170100	25975	1602400	SH	DEFINE
KENNAMETAL INC	COM	489170100	1110	68500	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	2605	56500	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	3955	85764	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	89	11700	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	49	6400	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	107	14000	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	283	37200	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	8391	1101154	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	67	8800	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	8827	188940	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	75	1600	SH	OTHER
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	965	20650	SH	DEFINE
KINDRED HEALTHCARE INC	COM	494580103	108207	7618871	SH	DEFINE
KINGSWAY FINANCIAL SERVICES INC	COM	496904103	8316	4368247	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	57750	3178012	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	61	3400	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	2093	115200	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	1839	600834	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	2162	709265	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500255104	1333	31489	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	221	14840	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	4496	302349	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	9270	626700	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	8174	549664	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	4555	204358	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	254302	11408799	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	8922	400377	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	865	38820	SH	DEFINE

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

KRAFT FOODS INC	CL A	50075N104	2296	103000	SH	DEFINE
KROGER CO	COM	501044101	385	18146	SH	DEFINE
KROGER CO	COM	501044101	204304	9627889	SH	DEFINE
KROGER CO	COM	501044101	22326	1052132	SH	DEFINE
KROGER CO	COM	501044101	16930	797850	SH	DEFINE
KROGER CO	COM	501044101	4197	197800	SH	DEFINE
K-SWISS INC	CL A	482686102	18948	2218750	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	19	1380	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	902	65442	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	17375	1259982	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	2337	169470	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	71	5140	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	196878	14276843	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	13367	969317	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	4097	60423	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	85	1250	SH	OTHER
LA Z BOY INC	COM	505336107	3643	2914220	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1445	24700	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1655	28300	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1060	18124	SH	DEFINE
LADISH INC	COM NEW	505754200	136	18738	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	47047	2066190	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	25	1100	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	692	30393	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	68	11600	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	3565	144612	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	992	61745	SH	DEFINE
LEAP WIRELESS INTL INC	COM NEW	521863308	3417	98000	SH	DEFINE
LEAP WIRELESS INTL INC	COM NEW	521863308	171	4900	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	7252	5255380	SH	DEFINE
LEAR CORP	COM	521865105	2872	3828908	SH	DEFINE
LECG CORP	COM	523234102	4142	1635771	SH	DEFINE
LEGG MASON INC	COM	524901105	1620	101870	SH	DEFINE
LEGG MASON INC	COM	524901105	80	5050	SH	DEFINE
LEGG MASON INC	COM	524901105	1803	113400	SH	DEFINE
LEGG MASON INC	COM	524901105	25614	1610920	SH	DEFINE
LEGG MASON INC	COM	524901105	22401	1408874	SH	DEFINE
LEGG MASON INC	COM	524901105	1001	62968	SH	DEFINE
LEGG MASON INC	COM	524901105	569	35790	SH	DEFINE
LEGG MASON INC	COM	524901105	10118	636340	SH	DEFINE
LEGG MASON INC	UNIT 99/99/9999	524901303	68314	3753500	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	37011	2849194	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	20	1550	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	29	2200	SH	DEFINE
LENNAR CORP	CL A	526057104	3605	480000	SH	DEFINE
LENNAR CORP	CL B	526057302	273	48000	SH	DEFINE
LENNOX INTL INC	COM	526107107	16538	625000	SH	DEFINE
LEUCADIA NATL CORP	NOTE 3.750% 4/15	27288AX2	3047	3600000	PRN	DEFINE
LEXMARK INTL NEW	CL A	529771107	20	1200	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	111	6570	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	142	8440	SH	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	683	46930	SH	DEFINE
LIBERTY MEDIA CORP	DEB 3.500% 1/15	30715AN1	2428	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	30715AR2	3675	10000000	PRN	DEFINE
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	45	15652	SH	DEFINE
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	28347	1420900	SH	DEFINE
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	305	15294	SH	DEFINE
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	556	27873	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	2049	108183	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	163	8600	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	424	22400	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	8154	430540	SH	DEFINE

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

LIBERTY PPTY TR	SH BEN INT	531172104	106	5600	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	64166	1975560	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	959	29529	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	536	16507	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	336	16100	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	457	21930	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	594	28460	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	184	8810	SH	DEFINE
LILLY ELI & CO	COM	532457108	13364	400000	SH	DEFINE
LILLY ELI & CO	COM	532457108	7384	221010	SH	DEFINE
LILLY ELI & CO	COM	532457108	7	200	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	22167	699500	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	1350	201760	SH	DEFINE
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	3309	3368141	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	4314	854300	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	745	147500	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	2067	409300	SH	DEFINE
LIONS GATE ENTMNT CORP	NOTE 3.625% 3/15	535919AG9	7163	10000000	PRN	DEFINE
LIZ CLAIBORNE INC	COM	539320101	5	2156	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	370	149750	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	5242	2122263	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	154	62230	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	1209	489590	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	34515	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	5375	77868	SH	DEFINE
LOEWS CORP	COM	540424108	327	14782	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	1542	150000	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	409	39750	SH	DEFINE
LORILLARD INC	COM	544147101	272	4408	SH	DEFINE
LORILLARD INC	COM	544147101	487196	7891089	SH	DEFINE
LOWES COS INC	COM	548661107	11378	623440	SH	DEFINE
LOWES COS INC	COM	548661107	6288	344552	SH	DEFINE
LOWES COS INC	COM	548661107	4152	227500	SH	DEFINE
LOWES COS INC	COM	548661107	100	5500	SH	DEFINE
LOWES COS INC	COM	548661107	834	45700	SH	DEFINE
LOWES COS INC	COM	548661107	931	51000	SH	DEFINE
LSI CORPORATION	COM	502161102	1	322	SH	DEFINE
LSI CORPORATION	COM	502161102	160323	52737667	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	171	19800	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	2087	135550	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	65	4200	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1833	119000	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	539	35000	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	662	43000	SH	DEFINE
M D C HLDGS INC	COM	552676108	52353	1681200	SH	DEFINE
M/I HOMES INC	COM	55305B101	12525	1791800	SH	DEFINE
MACERICH CO	COM	554382101	45	7200	SH	DEFINE
MACERICH CO	COM	554382101	121	19300	SH	DEFINE
MACERICH CO	COM	554382101	2208	352770	SH	DEFINE
MACERICH CO	COM	554382101	29	4700	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	12	600	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	368	18600	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	8837	446100	SH	DEFINE
MAG SILVER CORP	COM	55903Q104	3572	800000	SH	DEFINE
MAGNA INTL INC	CL A	559222401	9	330	SH	DEFINE
MAGNA INTL INC	CL A	559222401	3793	142561	SH	DEFINE
MAIDEN HOLDINGS LTD	SHS	G5753U112	2524	564590	SH	DEFINE
MANITOWOC INC	COM	563571108	46	14189	SH	DEFINE
MANPOWER INC	COM	56418H100	572	18135	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	10864	970000	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	24	2100	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	307	27378	SH	DEFINE

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

MANULIFE FINL CORP	COM	56501R106	108902	9745996	SH	DEFINE
MARATHON OIL CORP	COM	565849106	34468	1311080	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1260	47923	SH	DEFINE
MARATHON OIL CORP	COM	565849106	217619	8277621	SH	DEFINE
MARATHON OIL CORP	COM	565849106	35	1340	SH	DEFINE
MARATHON OIL CORP	COM	565849106	384	14590	SH	DEFINE
MARATHON OIL CORP	COM	565849106	158	6000	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	9132	1178300	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	76	9850	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	2648	341609	SH	DEFINE
MARKET VECTORS ETF TR	GBL ALTER ENRG	57060U407	255	13825	SH	DEFINE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	216	7635	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	11283	557200	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	926	45750	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	2651	130920	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1398	69024	SH	DEFINE
MARSHALL & ILSLEY CORP NEW	COM	571837103	168	29764	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	1157	14591	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	118	12900	SH	DEFINE
MASCO CORP	COM	574599106	984	141000	SH	DEFINE
MASCO CORP	COM	574599106	35	5016	SH	DEFINE
MASIMO CORP	COM	574795100	20764	716490	SH	DEFINE
MASIMO CORP	COM	574795100	420	14497	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	184266	1100230	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	706	4214	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	1779	10622	SH	DEFINE
MATTEL INC	COM	577081102	14	1257	SH	DEFINE
MATTEL INC	COM	577081102	264066	22902499	SH	DEFINE
MATTEL INC	COM	577081102	746	64694	SH	DEFINE
MATTEL INC	COM	577081102	9948	862772	SH	DEFINE
MAX CAPITAL GROUP LTD	SHS	G6052F103	784	45500	SH	DEFINE
MAX CAPITAL GROUP LTD	SHS	G6052F103	2184	126700	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	49369	3737250	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	701	53100	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	114823	8692164	SH	DEFINE
MBIA INC	COM	55262C100	1617	353000	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	104639	3538695	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	232	7859	SH	DEFINE
MCDONALDS CORP	COM	580135101	2456	45000	SH	DEFINE
MCDONALDS CORP	COM	580135101	254	4650	SH	DEFINE
MCDONALDS CORP	COM	580135101	14891	272882	SH	DEFINE
MCDONALDS CORP	COM	580135101	109	2000	SH	DEFINE
MCDONALDS CORP	COM	580135101	8290	151948	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	9293	406350	SH	DEFINE
MCKESSON CORP	COM	58155Q103	277	7901	SH	DEFINE
MCMORAN EXPLORATION CO	COM	582411104	19750	4202089	SH	DEFINE
MCMORAN EXPLORATION CO	COM	582411104	429	91200	SH	DEFINE
MCMORAN EXPLORATION CO	COM	582411104	1145	243600	SH	DEFINE
MDS INC	COM	55269P302	23620	5038755	SH	DEFINE
MDS INC	COM	55269P302	7473	1594278	SH	DEFINE
MDS INC	COM	55269P302	959	204490	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	38664	1339257	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	1111	38500	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	764	26463	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	18857	1572700	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	11	925	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	99225	8275655	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	1738	416787	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	3988	96480	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	15246	368803	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	29	700	SH	OTHER
MEDTRONIC INC	COM	585055106	23298	790580	SH	DEFINE

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

MEDTRONIC INC	COM	585055106	12410	421121	SH	DEFINE
MEDTRONIC INC	COM	585055106	35	1180	SH	DEFINE
MEDTRONIC INC	COM	585055106	2908	98685	SH	DEFINE
MEDTRONIC INC	COM	585055106	224	7600	SH	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	2838	172097	SH	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	582	35275	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	30719	2029000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	2122	114400	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	824	44410	SH	DEFINE
MERCER INS GROUP INC	COM	587902107	2230	156046	SH	DEFINE
MERCER INTL INC	COM	588056101	503	761400	SH	DEFINE
MERCK & CO INC	COM	589331107	4013	150000	SH	DEFINE
MERCK & CO INC	COM	589331107	668799	25001830	SH	DEFINE
MERCK & CO INC	COM	589331107	59435	2221854	SH	DEFINE
MERCK & CO INC	COM	589331107	11	400	SH	OTHER
MERCK & CO INC	COM	589331107	990	37000	SH	DEFINE
MERCK & CO INC	COM	589331107	11922	445664	SH	DEFINE
MERCK & CO INC	COM	589331107	5487	205107	SH	DEFINE
MERCK & CO INC	COM	589331107	19938	745517	SH	DEFINE
MERCK & CO INC	COM	589331107	99688	3726642	SH	DEFINE
MERCK & CO INC	COM	589331107	2934	109690	SH	DEFINE
MERCK & CO INC	COM	589331107	643	24020	SH	DEFINE
MERCK & CO INC	COM	589331107	387197	14474638	SH	DEFINE
MERCK & CO INC	COM	589331107	28559	1067633	SH	DEFINE
MERCK & CO INC	COM	589331107	165	6185	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	14055	473219	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	68	2300	SH	DEFINE
METHANEX CORP	COM	59151K108	74	9500	SH	DEFINE
METHANEX CORP	COM	59151K108	23155	2983520	SH	DEFINE
METHODE ELECTRS INC	COM	591520200	1435	400821	SH	DEFINE
METLIFE INC	COM	59156R108	14755	648000	SH	DEFINE
METLIFE INC	COM	59156R108	410	18006	SH	DEFINE
METROPCS COMMUNICATIONS INC	COM	591708102	38964	2281255	SH	DEFINE
METROPCS COMMUNICATIONS INC	COM	591708102	643	37627	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	23160	451200	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	28530	555808	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	4445	86624	SH	DEFINE
MI DEVS INC	CL A SUB VTG	55304X104	11133	1818100	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	42107	1987140	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	4887	230640	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	203	9590	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	305	14402	SH	DEFINE
MICROCHIP TECHNOLOGY INC	SDCV	2.125%12/1595017AB0	28584	39562000	PRN	DEFINE
MICRON TECHNOLOGY INC	NOTE	1.875% 6/0595112AH6	9200	20000000	PRN	DEFINE
MICROSEMI CORP	COM	595137100	2884	248600	SH	DEFINE
MICROSEMI CORP	COM	595137100	4675	402895	SH	DEFINE
MICROSOFT CORP	COM	594918104	3858	210000	SH	DEFINE
MICROSOFT CORP	COM	594918104	75116	4089040	SH	DEFINE
MICROSOFT CORP	COM	594918104	51691	2813861	SH	DEFINE
MICROSOFT CORP	COM	594918104	46	2500	SH	OTHER
MICROSOFT CORP	COM	594918104	611160	33269450	SH	DEFINE
MICROSOFT CORP	COM	594918104	24756	1347650	SH	DEFINE
MICROSOFT CORP	COM	594918104	8055	438506	SH	DEFINE
MICROSOFT CORP	COM	594918104	35665	1944346	SH	DEFINE
MICROSOFT CORP	COM	594918104	146017	7948677	SH	DEFINE
MICROSOFT CORP	COM	594918104	4782	260315	SH	DEFINE
MICROSOFT CORP	COM	594918104	1848	100620	SH	DEFINE
MICROSOFT CORP	COM	594918104	977333	53202644	SH	DEFINE
MICROSOFT CORP	COM	594918104	45451	2474192	SH	DEFINE
MICROSOFT CORP	COM	594918104	197	10750	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	3183	1748700	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	535	293800	SH	DEFINE

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

MICROTUNE INC DEL	COM	59514P109	1315	722400	SH	DEFINE
MIDCAP SPDR TR	UNIT SER 1	595635103	1995	22505	SH	DEFINE
MIDCAP SPDR TR	UNIT SER 1	595635103	532	6000	SH	DEFINE
MILLER INDS INC TENN	COM NEW	600551204	1902	292689	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	9	242	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	464	12540	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	1765	47650	SH	DEFINE
MILLIPORE CORP	COM	601073109	22964	400000	SH	DEFINE
MILLIPORE CORP	COM	601073109	377	6564	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	469	25360	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	120	6500	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	24589	1228200	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	2362	73730	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	3446	701915	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	4699	954990	SH	DEFINE
MOBILE MINI INC	COM	60740F105	4183	363100	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	190	6350	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	70647	2361202	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	32881	1098970	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	10590	353960	SH	DEFINE
MOLEX INC	COM	608554101	2013	146483	SH	DEFINE
MOLEX INC	COM	608554101	25	1830	SH	DEFINE
MOLEX INC	CL A	608554200	1852	146483	SH	DEFINE
MONOTYPE IMAGING HOLDINGS IN	COM	61022P100	60	16016	SH	DEFINE
MONOTYPE IMAGING HOLDINGS IN	COM	61022P100	153	40928	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	18348	220800	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	8393	100999	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	499	6000	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	30875	2382300	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	34	2600	SH	DEFINE
MOODYS CORP	COM	615369105	458	20000	SH	DEFINE
MOODYS CORP	COM	615369105	199	8694	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1166	51200	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1150	50513	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1834	80553	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	2034	89310	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	53	2308	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	781	34319	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	775	34049	SH	DEFINE
MOSAIC CO	COM	61945A107	29	679	SH	DEFINE
MOSAIC CO	COM	61945A107	422	10050	SH	DEFINE
MOTOROLA INC	COM	620076109	379	89536	SH	DEFINE
MOTOROLA INC	COM	620076109	117595	27800300	SH	DEFINE
MSCI INC	CL A	55354G100	9007	532640	SH	DEFINE
MUELLER INDS INC	COM	624756102	53284	2456600	SH	DEFINE
MUELLER INDS INC	COM	624756102	217	10000	SH	DEFINE
MURPHY OIL CORP	COM	626717102	6228	139100	SH	DEFINE
MURPHY OIL CORP	COM	626717102	430	9615	SH	DEFINE
MURPHY OIL CORP	COM	626717102	538	12025	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	2928	102800	SH	DEFINE
MYLAN INC	COM	628530107	3399	253475	SH	DEFINE
MYLAN INC	COM	628530107	9655	720000	SH	DEFINE
MYLAN INC	COM	628530107	528	39400	SH	DEFINE
MYLAN INC	PFD CONV	628530206	3509	4073	SH	DEFINE
MYLAN INC	PFD CONV	628530206	8323	9661	SH	DEFINE
MYLAN INC	PFD CONV	628530206	134	155	SH	OTHER
MYLAN INC	NOTE 1.250% 3/1	628530AG2	10860	12610000	PRN	DEFINE
MYRIAD GENETICS INC	COM	62855J104	90716	1995098	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	18	400	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	684	15041	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	2143	214500	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	1015	101560	SH	DEFINE

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

NACCO INDS INC	CL A	629579103	7443	273854	SH	DEFINE
NANOGEN INC	COM	630075109	1	20000	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	437	22341	SH	SOLE
NASHUA CORP	COM	631226107	326	325780	SH	DEFINE
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	46	14872	SH	DEFINE
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	219	71150	SH	DEFINE
NATIONAL FUEL GAS CO N J	COM	636180101	209	6800	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	36	940	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	2848	74525	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	1527	81893	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	22663	789370	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	4322	150542	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	844	29400	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	16	540	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	245	8540	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	83	2900	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	14215	495112	SH	DEFINE
NATIONAL WESTN LIFE INS CO	CL A	638522102	19549	173000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	624	28100	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	138	6200	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	359	16200	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	6974	314294	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	95	4300	SH	DEFINE
NETAPP INC	COM	64110D104	10659	718240	SH	DEFINE
NETAPP INC	COM	64110D104	2580	173830	SH	DEFINE
NETAPP INC	COM	64110D104	22	1450	SH	DEFINE
NETAPP INC	COM	64110D104	258	17370	SH	DEFINE
NETAPP INC	COM	64110D104	126	8500	SH	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	679	25300	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	17740	645570	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	723	26300	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	1937	70500	SH	DEFINE
NEUROCRINE BIOSCIENCES INC	COM	64125C109	1711	482000	SH	DEFINE
NEUROCRINE BIOSCIENCES INC	COM	64125C109	71	20000	SH	DEFINE
NEVSUN RESOURCES LTD	COM	64156L101	946	877000	SH	DEFINE
NEW GOLD INC	COM	644535106	871	450000	SH	DEFINE
NEW JERSEY RES	COM	646025106	260	7650	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	856	189450	SH	DEFINE
NEWELL RUBBERMAID INC	COM	651229106	109	17074	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	298814	6675914	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1003	22410	SH	DEFINE
NEWMONT MINING CORP	NOTE	3.000% 2/1651639AK2	9291	7500000	PRN	DEFINE
NEWS CORP	CL A	65248E104	2093	316100	SH	DEFINE
NEWS CORP	CL A	65248E104	968	146270	SH	DEFINE
NEWS CORP	CL A	65248E104	308639	46622149	SH	DEFINE
NEWS CORP	CL A	65248E104	7841	1184506	SH	DEFINE
NEWS CORP	CL A	65248E104	13528	2043477	SH	DEFINE
NEWS CORP	CL A	65248E104	58057	8769988	SH	DEFINE
NEWS CORP	CL A	65248E104	1261	190552	SH	DEFINE
NEWS CORP	CL A	65248E104	386	58320	SH	DEFINE
NEWS CORP	CL A	65248E104	457886	69167024	SH	DEFINE
NEWS CORP	CL A	65248E104	31928	4822918	SH	DEFINE
NEWS CORP	CL A	65248E104	91	13702	SH	DEFINE
NEWS CORP	CL B	65248E203	353	45802	SH	DEFINE
NEWS CORP	CL B	65248E203	3365	436951	SH	DEFINE
NEWS CORP	CL B	65248E203	1343	174406	SH	DEFINE
NEXEN INC	COM	65334H102	8	444	SH	DEFINE
NEXEN INC	COM	65334H102	20437	1212792	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	38465	2564333	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	19	1296	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	8	560	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	104	6950	SH	DEFINE

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

NII HLDGS INC	CL B NEW	62913F201	42	2800	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	111	7394	SH	DEFINE
NIKE INC	CL B	654106103	2274	48500	SH	DEFINE
NIKE INC	CL B	654106103	4874	103950	SH	DEFINE
NIKE INC	CL B	654106103	18728	399393	SH	DEFINE
NIKE INC	CL B	654106103	778	16600	SH	DEFINE
NIKE INC	CL B	654106103	2786	59425	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	28	1480	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	244	12803	SH	DEFINE
NISOURCE INC	COM	65473P105	65464	6680000	SH	DEFINE
NISOURCE INC	COM	65473P105	66	6710	SH	DEFINE
NISOURCE INC	COM	65473P105	31	3130	SH	DEFINE
NISOURCE INC	COM	65473P105	3127	319067	SH	DEFINE
NISOURCE INC	COM	65473P105	7396	754681	SH	DEFINE
NOBLE CORPORATION	SHS	H5833N103	1836	76200	SH	DEFINE
NOBLE CORPORATION	SHS	H5833N103	311	12908	SH	DEFINE
NOBLE CORPORATION	SHS	H5833N103	488	20275	SH	DEFINE
NOBLE CORPORATION	SHS	H5833N103	8498	352760	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	15030	278950	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	355	6590	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	92843	1723144	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	19176	1643150	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	8850	758375	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	9	800	SH	OTHER
NOKIA CORP	SPONSORED ADR	654902204	600	53200	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	1739	148995	SH	DEFINE
NORDSON CORP	COM	655663102	45282	1592737	SH	DEFINE
NORDSTROM INC	COM	655664100	1951	116500	SH	DEFINE
NORDSTROM INC	COM	655664100	2324	138724	SH	DEFINE
NORDSTROM INC	COM	655664100	11	675	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	42680	1264600	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	4471	132467	SH	DEFINE
NORTEL NETWORKS CORP NEW	COM NEW	656568508	0	826	SH	DEFINE
NORTEL NETWORKS CORP NEW	COM NEW	656568508	2	7921	SH	DEFINE
NORTEL NETWORKS CORP NEW	COM NEW	656568508	0	1089	SH	DEFINE
NORTEL NETWORKS CORP NEW	COM NEW	656568508	2	8210	SH	DEFINE
NORTH AMERN ENERGY PARTNERS	COM	656844107	827	271200	SH	DEFINE
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	259	10000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	34050	1577100	SH	DEFINE
NORTHEAST UTILS	COM	664397106	10795	500000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	45	2100	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	43640	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	4646	106470	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	3697	129844	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	2419	63945	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	2300	60810	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	19691	525933	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	7596	200780	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	4798	100000	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	196	4080	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	65	3673	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	33381	1896658	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	105506	9715070	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	3418	314711	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	2815	259200	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	1247	114841	SH	DEFINE
NUCOR CORP	COM	670346105	125885	3297999	SH	DEFINE
NUCOR CORP	COM	670346105	14040	367823	SH	DEFINE
NUCOR CORP	COM	670346105	29	750	SH	DEFINE
NUCOR CORP	COM	670346105	69	1800	SH	DEFINE
NUVEEN INS NY TX FR ADV MUN	COM	670656107	451	38600	SH	DEFINE
NV ENERGY INC	COM	67073Y106	94542	10068400	SH	DEFINE

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

NV ENERGY INC	COM	67073Y106	57312	6103470	SH	DEFINE
NV ENERGY INC	COM	67073Y106	21	2210	SH	DEFINE
NV ENERGY INC	COM	67073Y106	260	27740	SH	DEFINE
NV ENERGY INC	COM	67073Y106	115	12200	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	2588	46500	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	53558	962410	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	3552	63829	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	680	12225	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	225	4046	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	3681	99840	SH	DEFINE
OCULUS INNOVATIVE SCIENCES I	COM	67575P108	311	247000	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	413	315000	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	7	5400	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	7	2200	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	50	15970	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	1331	426560	SH	DEFINE
OIL STS INTL INC	COM	678026105	13288	990200	SH	DEFINE
OIL STS INTL INC	COM	678026105	2049	152700	SH	DEFINE
OILSANDS QUEST INC	-W EXP 12/05/200	678046111	6	119450	SH	DEFINE
OLD REP INTL CORP	COM	680223104	201163	18591732	SH	DEFINE
OLD REP INTL CORP	COM	680223104	136508	12616269	SH	DEFINE
OLD REP INTL CORP	COM	680223104	7453	689620	SH	DEFINE
OMEGA PROTEIN CORP	COM	68210P107	3498	1325000	SH	DEFINE
OMNICARE INC	COM	681904108	4350	177632	SH	DEFINE
OMNICARE INC	COM	681904108	31558	1288597	SH	DEFINE
OMNICARE INC	COM	681904108	656	26770	SH	DEFINE
OMNICELL INC	COM	68213N109	192	24520	SH	DEFINE
OMNICELL INC	COM	68213N109	498	63700	SH	DEFINE
OMNICOM GROUP INC	COM	681919106	1783	76183	SH	DEFINE
OMNITURE INC	COM	68212S109	4014	304300	SH	DEFINE
OMNITURE INC	COM	68212S109	749	56780	SH	DEFINE
OMNITURE INC	COM	68212S109	1993	151100	SH	DEFINE
OMNIVISION TECHNOLOGIES INC	COM	682128103	7069	1051900	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	461	11340	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	3780	132400	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	751	26300	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	298	10430	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	1758	61580	SH	DEFINE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	2021	308960	SH	DEFINE
OPEN TEXT CORP	COM	683715106	8863	256450	SH	DEFINE
OPEN TEXT CORP	COM	683715106	1566	45300	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	1038	91300	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	653	57403	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	1694	149000	SH	DEFINE
ORACLE CORP	COM	68389X105	67615	3741830	SH	DEFINE
ORACLE CORP	COM	68389X105	11454	633888	SH	DEFINE
ORACLE CORP	COM	68389X105	470	26000	SH	DEFINE
ORACLE CORP	COM	68389X105	17564	971980	SH	DEFINE
ORACLE CORP	COM	68389X105	6328	350168	SH	DEFINE
ORACLE CORP	COM	68389X105	96828	5358479	SH	DEFINE
ORACLE CORP	COM	68389X105	3339	184805	SH	DEFINE
ORACLE CORP	COM	68389X105	711	39330	SH	DEFINE
ORACLE CORP	COM	68389X105	1019670	56428903	SH	DEFINE
ORACLE CORP	COM	68389X105	39265	2172916	SH	DEFINE
ORACLE CORP	COM	68389X105	132	7285	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	6259	526396	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	834	70161	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	1953	164214	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	2	195	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	186	49010	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	1760	464500	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	654	172600	SH	DEFINE

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

OREXIGEN THERAPEUTICS INC	COM	686164104	1568	600710	SH	DEFINE
ORIGEN FINL INC	COM	68619E208	1905	2540000	SH	DEFINE
OSHKOSH CORP	COM	688239201	6802	1009200	SH	DEFINE
OSHKOSH CORP	COM	688239201	27	4000	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	19179	501290	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	105	2750	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	246	6419	SH	DEFINE
OUTDOOR CHANNEL HLDGS INC	COM NEW	690027206	596	87400	SH	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	28365	1251200	SH	DEFINE
OWENS CORNING NEW	COM	690742101	49812	5510231	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	358	24825	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	91	89700	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	2525	460000	SH	DEFINE
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684106	448	17434	SH	DEFINE
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684106	2	60	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	2103	603163	SH	DEFINE
PACIFIC CAP BANCORP NEW	COM	69404P101	223	32945	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	4183	321275	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	35	2650	SH	DEFINE
PALL CORP	COM	696429307	10215	500000	SH	DEFINE
PALL CORP	COM	696429307	393	19235	SH	DEFINE
PANASONIC CORP	ADR	69832A205	39	3542	SH	DEFINE
PANASONIC CORP	ADR	69832A205	154	13475	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1554	27800	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	84	1500	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	2429	256460	SH	DEFINE
PARAGON SHIPPING INC	CL A	69913R309	576	164950	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	100	10000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	3691	379300	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	499	51300	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	1331	136800	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1393	41000	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	211	6195	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	72750	2140957	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	211	3400	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	6506	104810	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	596	9600	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	1134	18270	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	10209	164470	SH	DEFINE
PATRIOT COAL CORP	COM	70336T104	876	236180	SH	DEFINE
PATRIOT COAL CORP	COM	70336T104	18	4940	SH	DEFINE
PATTERSON COMPANIES INC	COM	703395103	349	18500	SH	DEFINE
PAYCHEX INC	COM	704326107	62881	2449590	SH	DEFINE
PAYCHEX INC	COM	704326107	12384	482427	SH	DEFINE
PAYCHEX INC	COM	704326107	303	11799	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	8072	1140100	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	142	20000	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	9936	396800	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	15991	638600	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	8386	334898	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	459	18350	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	11033	1110595	SH	DEFINE
PENNEY J C INC	COM	708160106	47648	2374100	SH	DEFINE
PENNEY J C INC	COM	708160106	712	35452	SH	DEFINE
PENTAIR INC	COM	709631105	232	10700	SH	DEFINE
PENTAIR INC	COM	709631105	150	6910	SH	DEFINE
PENTAIR INC	COM	709631105	1803	83185	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	1485	905300	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	1176	717076	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	11249	866623	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	16	1200	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	220	12225	SH	DEFINE

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

PEPCO HOLDINGS INC	COM	713291102	12480	1000000	SH	DEFINE
PEPCO HOLDINGS INC	COM	713291102	32	2581	SH	DEFINE
PEPSIAMERICAS INC	COM	71343P200	382	22132	SH	DEFINE
PEPSICO INC	COM	713448108	63809	1239490	SH	DEFINE
PEPSICO INC	COM	713448108	63353	1230642	SH	DEFINE
PEPSICO INC	COM	713448108	149	2900	SH	OTHER
PEPSICO INC	COM	713448108	451	8770	SH	DEFINE
PEPSICO INC	COM	713448108	3187	61915	SH	DEFINE
PEPSICO INC	COM	713448108	77	1500	SH	DEFINE
PEPSICO INC	COM	713448108	376	7302	SH	DEFINE
PERRIGO CO	COM	714290103	44930	1809523	SH	DEFINE
PERRIGO CO	COM	714290103	688	27693	SH	DEFINE
PETRO-CDA	COM	71644E102	30	1100	SH	DEFINE
PETRO-CDA	COM	71644E102	105574	3932035	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	7012	87975	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	99059	5151290	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	4398	228720	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	941	48914	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	7311	298400	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	116	4720	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	5318	217041	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	3783	154410	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	35185	1436110	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	26124	1066304	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	10705	436093	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	571203	23314402	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	74388	3036250	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	115767	4725200	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2072	68000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	10527	345473	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	594	19500	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2	70	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	27074	888544	SH	DEFINE
PETSMART INC	COM	716768106	40670	1940370	SH	DEFINE
PETSMART INC	COM	716768106	1637	78090	SH	DEFINE
PETSMART INC	COM	716768106	550	26231	SH	DEFINE
PFIZER INC	COM	717081103	84765	6223600	SH	DEFINE
PFIZER INC	COM	717081103	466858	34277390	SH	DEFINE
PFIZER INC	COM	717081103	24273	1782130	SH	DEFINE
PFIZER INC	COM	717081103	14145	1038529	SH	DEFINE
PFIZER INC	COM	717081103	6698	491743	SH	DEFINE
PFIZER INC	COM	717081103	34358	2522365	SH	DEFINE
PFIZER INC	COM	717081103	102228	7505717	SH	DEFINE
PFIZER INC	COM	717081103	3783	277775	SH	DEFINE
PFIZER INC	COM	717081103	1587	116540	SH	DEFINE
PFIZER INC	COM	717081103	682961	50144005	SH	DEFINE
PFIZER INC	COM	717081103	39620	2908936	SH	DEFINE
PFIZER INC	COM	717081103	145	10611	SH	DEFINE
PG&E CORP	COM	69331C108	598953	15671200	SH	DEFINE
PG&E CORP	COM	69331C108	159	4173	SH	DEFINE
PG&E CORP	COM	69331C108	853	22385	SH	DEFINE
PG&E CORP	COM	69331C108	7918	207160	SH	DEFINE
PG&E CORP	COM	69331C108	2772	72534	SH	DEFINE
PG&E CORP	COM	69331C108	451	11810	SH	DEFINE
PG&E CORP	COM	69331C108	6790	177662	SH	DEFINE
PG&E CORP	COM	69331C108	106	2770	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	39053	1646420	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	97	4100	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	5444	229557	SH	DEFINE
PHARMASSET INC	COM	71715N106	2253	229700	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	1374	107429	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	1095	85600	SH	DEFINE

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

PHASE FORWARD INC	COM	71721R406	3108	243000	SH	DEFINE
PHI INC	COM VTG	69336T106	1250	95100	SH	DEFINE
PHI INC	COM NON VTG	69336T205	8912	892999	SH	DEFINE
PHI INC	COM NON VTG	69336T205	772	77400	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	8208	230700	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	7591	213344	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	180728	5079495	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	17	490	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	5789	162711	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	114	3200	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	4435	100489	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	36639	830252	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	3351	75931	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	1315	2348200	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	175748	6617000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	56	2100	SH	DEFINE
PITNEY BOWES INC	COM	724479100	12511	535800	SH	DEFINE
PITNEY BOWES INC	COM	724479100	881	37717	SH	DEFINE
PITNEY BOWES INC	COM	724479100	8173	350040	SH	DEFINE
PITNEY BOWES INC	COM	724479100	22898	980650	SH	DEFINE
PITNEY BOWES INC	COM	724479100	648	27734	SH	DEFINE
PITNEY BOWES INC	COM	724479100	8075	345810	SH	DEFINE
PITNEY BOWES INC	COM	724479100	1787	76540	SH	DEFINE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	3783	3000000	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	2491	85673	SH	DEFINE
PMC-SIERRA INC	NOTE 2.250%10/1	69344FAD8	9108	9500000	PRN	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	5550	189495	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	1719	58672	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	25	846	SH	DEFINE
PNM RES INC	COM	69349H107	16437	1990000	SH	DEFINE
PNM RES INC	COM	69349H107	7068	855720	SH	DEFINE
PNM RES INC	COM	69349H107	68	8250	SH	DEFINE
PNM RES INC	COM	69349H107	2314	280170	SH	DEFINE
POLYONE CORP	COM	73179P106	3465	1500000	SH	DEFINE
POPE RES DEL LTD PARTNERSHIP	DEPOSITRY RCPT	732857107	433	21402	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	119612	6800000	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	7506	985757	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	55	7162	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2	25	SH	DEFINE
POSCO	SPONSORED ADR	693483109	10780	161311	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	743	9200	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	15117	186950	SH	DEFINE
POWELL INDS INC	COM	739128106	7655	216800	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	5757	334700	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	623	36200	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	1727	100400	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	4616	268139	SH	DEFINE
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	485	29875	SH	DEFINE
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1129	37224	SH	DEFINE
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	506	20650	SH	DEFINE
PPG INDS INC	COM	693506107	3569	96721	SH	DEFINE
PPG INDS INC	COM	693506107	6	150	SH	DEFINE
PPL CORP	COM	69351T106	57420	2000000	SH	DEFINE
PPL CORP	COM	69351T106	282	9822	SH	DEFINE
PRAXAIR INC	COM	74005P104	173365	2576381	SH	DEFINE
PRAXAIR INC	COM	74005P104	60117	893400	SH	DEFINE
PRAXAIR INC	COM	74005P104	14866	220921	SH	DEFINE
PRAXAIR INC	COM	74005P104	621	9232	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	146764	2450160	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	945	15770	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	20	340	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	171	2850	SH	DEFINE

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

PRECISION CASTPARTS CORP	COM	740189105	102	1700	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	1450	24207	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	2960	380000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	55582	1925915	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	1994	69107	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	17	600	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	174	6040	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	87	3000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	751	26017	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	3939	50000	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	4	207	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	133021	7398261	SH	DEFINE
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	1841	225000	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	135897	2885900	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	56900	1208330	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	70147	1489640	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	18	380	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	10720	227624	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	75	1600	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	284	6024	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	480641	13255400	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2392	65968	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	12	340	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	51	1400	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	891	66270	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	335	24960	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	18128	1348820	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2716	202090	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	9361	696520	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	62761	4669694	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1645	122428	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	328	24420	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	255675	19023447	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	21643	1610323	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	106	7880	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	59	9089	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	668	102835	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	131	20100	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	363	55800	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	6282	966490	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	86	13300	SH	DEFINE
PROSHARES TR	PSHS SHRT S&P500	74347R503	10282	131600	SH	DEFINE
PROSHARES TR	PSHS ULSHT SP500	74347R883	1131	14295	SH	DEFINE
PROTECTION ONE INC	COM NEW	743663403	2423	759684	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	15588	2969165	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	3	500	SH	DEFINE
PROTEIN DESIGN LABS INC	NOTE 2.750% 8/17	74369LAD5	19765	19990000	PRN	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	2204	205000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	22520	1184000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	87	4584	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	2384	125325	SH	DEFINE
PRUDENTIAL FINL INC	FRNT	12/1744320AJ1	1238	1250000	PRN	DEFINE
PS BUSINESS PKS INC CALIF	COM	69360J107	52	1400	SH	DEFINE
PS BUSINESS PKS INC CALIF	COM	69360J107	133	3600	SH	DEFINE
PS BUSINESS PKS INC CALIF	COM	69360J107	2461	66790	SH	DEFINE
PS BUSINESS PKS INC CALIF	COM	69360J107	37	1000	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	1384	96465	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	9289	590510	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	579	36800	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	1416	90000	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	309	5600	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	181	3275	SH	DEFINE

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

PUBLIC STORAGE	COM	74460D109	492	8900	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	1309	23700	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	23872	432070	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	326	5900	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	738159	25047820	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	6556	222456	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	37	1250	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	371	12600	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	158	5369	SH	DEFINE
PULTE HOMES INC	COM	745867101	28710	2626700	SH	DEFINE
PURE BIOSCIENCE	COM	746218106	58	30000	SH	DEFINE
QIAGEN N V	ORD	N72482107	37215	2331760	SH	DEFINE
QIAGEN N V	ORD	N72482107	4788	299450	SH	DEFINE
QIAGEN N V	ORD	N72482107	4389	275000	SH	DEFINE
QIAGEN N V	ORD	N72482107	104	6500	SH	DEFINE
QIAGEN N V	ORD	N72482107	25102	1570614	SH	DEFINE
QIAGEN N V	ORD	N72482107	516	32354	SH	DEFINE
QIAGEN N V	ORD	N72482107	754	47188	SH	DEFINE
QIAGEN N V	ORD	N72482107	2129	133313	SH	DEFINE
QLOGIC CORP	COM	747277101	168	15144	SH	DEFINE
QUALCOMM INC	COM	747525103	160022	4112640	SH	DEFINE
QUALCOMM INC	COM	747525103	30345	779882	SH	DEFINE
QUALCOMM INC	COM	747525103	4502	115700	SH	DEFINE
QUALCOMM INC	COM	747525103	38	970	SH	DEFINE
QUALCOMM INC	COM	747525103	89	2300	SH	DEFINE
QUALCOMM INC	COM	747525103	408	10490	SH	DEFINE
QUALCOMM INC	COM	747525103	724	18600	SH	DEFINE
QUALCOMM INC	COM	747525103	140	3600	SH	DEFINE
QUALCOMM INC	COM	747525103	633	16272	SH	DEFINE
QUALCOMM INC	COM	747525103	809	20800	SH	DEFINE
QUALITY SYS INC	COM	747582104	35516	784890	SH	DEFINE
QUALITY SYS INC	COM	747582104	407	9000	SH	DEFINE
QUALITY SYS INC	COM	747582104	1023	22600	SH	DEFINE
QUALITY SYS INC	COM	747582104	557	12305	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	0	16	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	5342	249033	SH	DEFINE
QUEST CAPITAL CORP	COM	74835U109	1126	2000000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	24016	505820	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	5378	113268	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	30517	642740	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	80520	1695874	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2388	50301	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	544	11450	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	173162	3647055	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	33509	705755	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	122	2560	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	4692	370000	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	6605	520958	SH	DEFINE
QUESTAR CORP	COM	748356102	1625	55220	SH	DEFINE
QWEST COMMUNICATIONS INTL IN	COM	749121109	360100	105292309	SH	DEFINE
R H DONNELLEY CORP	COM NEW	74955W307	48	158690	SH	DEFINE
R H DONNELLEY CORP	COM NEW	74955W307	0	32	SH	DEFINE
RADIOSHACK CORP	COM	750438103	244	28500	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	104493	1922600	SH	DEFINE
RANGE RES CORP	COM	75281A109	105736	2568900	SH	DEFINE
RANGE RES CORP	COM	75281A109	8	200	SH	DEFINE
RANGE RES CORP	COM	75281A109	1265	30729	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	23364	600000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	3349	86000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	1558	40000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	4265	109520	SH	DEFINE
RC2 CORP	COM	749388104	1541	292400	SH	DEFINE

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

REALTY INCOME CORP	COM	756109104	137	7300	SH	DEFINE
REALTY INCOME CORP	COM	756109104	371	19700	SH	DEFINE
REALTY INCOME CORP	COM	756109104	6624	351960	SH	DEFINE
REALTY INCOME CORP	COM	756109104	88	4700	SH	DEFINE
REDWOOD TR INC	COM	758075402	7639	497667	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	5	216	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	16129	758088	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	4546	338989	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	170	6400	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	268	10100	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	154	5800	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	396	14900	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	6891	259343	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	101	3800	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	0	20	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	262	18880	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	1470	106070	SH	DEFINE
REGIS CORP MINN	COM	758932107	12824	887500	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	63861	2425400	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	413	8362	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	641	12970	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	84	4930	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	237	13863	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	5114	302535	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	6233	364709	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	1337	77950	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	57	3300	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	42089	977220	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	266	6168	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	16481	381372	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	165	3839	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	213	5951	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	371151	10355769	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	4729	624887	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	3566	26600	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	770	5747	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	35477	2712325	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	20	1500	SH	DEFINE
RLI CORP	COM	749607107	84075	1674807	SH	DEFINE
RLI CORP	COM	749607107	77	1525	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	337	18900	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	39680	2225470	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	80	4500	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	379	21274	SH	DEFINE
ROCKFORD CORP	COM	77316P101	241	559400	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	205	9390	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	39316	1204530	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1018	31185	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	594	18207	SH	DEFINE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	16486	1022700	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	15774	684570	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	41	1795	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	141900	6130413	SH	DEFINE
ROHM & HAAS CO	COM	775371107	2632	33378	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	186700	4398109	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	3	76	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	90	2120	SH	DEFINE
ROWAN COS INC	COM	779382100	37867	3163500	SH	DEFINE
ROWAN COS INC	COM	779382100	1515	126600	SH	DEFINE
ROWAN COS INC	COM	779382100	4	311	SH	DEFINE
ROWAN COS INC	COM	779382100	411	34350	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	29	1000	SH	DEFINE

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

ROYAL BK CDA MONTREAL QUE	COM	780087102	425	14680	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	139784	4819485	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 ORD	780097689	936	132180	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF T	780097713	13	2000	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF T	780097713	500	80000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	181	4146	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	17600	404717	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	4435	101706	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	92106	2112047	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	12404	280000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	20924	472314	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	1	30	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	6757	152520	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	8142	183800	SH	DEFINE
ROYAL GOLD INC	COM	780287108	7014	150000	SH	DEFINE
RPM INTL INC	COM	749685103	34494	2709700	SH	DEFINE
RPM INTL INC	COM	749685103	3373	264962	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	19472	1664300	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	32	2700	SH	DEFINE
RUSS BERRIE & CO	COM	782233100	2212	1675800	SH	DEFINE
RXI PHARMACEUTICALS CORP	COM	74978T109	110	21580	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	48647	2105020	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	240	10400	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	624	26997	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	1585	51000	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	7302	361650	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	566	28050	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	16	770	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	137	6780	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	91	4500	SH	DEFINE
SAIC INC	COM	78390X101	1443	77300	SH	DEFINE
SAIC INC	COM	78390X101	62439	3344350	SH	DEFINE
SAIC INC	COM	78390X101	840	44993	SH	DEFINE
SAKS INC	COM	79377W108	8550	4572300	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	19898	607960	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	97	2950	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	87	2659	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	5055	889896	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	1	250	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	7	1200	SH	DEFINE
SANDISK CORP	COM	80004C101	665	52556	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	1068	200000	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	558	19973	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	439	15733	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	24477	881691	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	198	7073	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	4205	119148	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	19608	558662	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	53747	1523000	SH	DEFINE
SAPIENT CORP	COM	803062108	5301	1185805	SH	DEFINE
SAPIENT CORP	COM	803062108	242	54100	SH	DEFINE
SAPIENT CORP	COM	803062108	614	137300	SH	DEFINE
SARA LEE CORP	COM	803111103	1038	128473	SH	DEFINE
SARA LEE CORP	COM	803111103	7	800	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	28	950	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	12	414	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	39428	1361950	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	417	265850	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	387	246618	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	50	31804	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	108	68790	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	3693	2351960	SH	DEFINE

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

SBA COMMUNICATIONS CORP	COM	78388J106	83135	3568045	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	1181	50674	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	2985	128100	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	825	35428	SH	DEFINE
SCANA CORP NEW	COM	80589M102	27801	900000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	719	23278	SH	DEFINE
SCANSOURCE INC	COM	806037107	2724	146722	SH	DEFINE
SCHEIN HENRY INC	COM	806407102	40919	1022710	SH	DEFINE
SCHEIN HENRY INC	COM	806407102	122	3040	SH	DEFINE
SCHEIN HENRY INC	COM	806407102	796	19899	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	2167	92000	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	117438	4986770	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	4991	211942	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	838	35600	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	415260	17633113	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	77	3260	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	1948	82615	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	398	16920	SH	DEFINE
SCHERING PLOUGH CORP	COM	806605101	2413	102446	SH	DEFINE
SCHERING PLOUGH CORP	PFD CONV MAN07	806605705	199604	946550	SH	DEFINE
SCHERING PLOUGH CORP	PFD CONV MAN07	806605705	3975	18850	SH	DEFINE
SCHERING PLOUGH CORP	PFD CONV MAN07	806605705	127	600	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	70140	1726738	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	46556	1146145	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	24	600	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	4641	114250	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	16	390	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	89	2200	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	195	4810	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	711	17500	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	85	2100	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	251	6171	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	833	20500	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	112	7400	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	5482	363740	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	41461	2674920	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	708	45679	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	568	36637	SH	DEFINE
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	1656	89724	SH	DEFINE
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	2	134	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	1282	21980	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	58	1000	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	49	8210	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	534	88875	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	5258	874900	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	22054	3669523	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	147096	24475258	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	6541	1088296	SH	DEFINE
SEALY CORP	COM	812139301	11748	7884645	SH	DEFINE
SELECTIVE INS GROUP INC	COM	816300107	17632	1450000	SH	DEFINE
SEMPRA ENERGY	COM	816851109	2317	50100	SH	DEFINE
SEMPRA ENERGY	COM	816851109	412729	8925800	SH	DEFINE
SEMPRA ENERGY	COM	816851109	160	3451	SH	DEFINE
SEMTECH CORP	COM	816850101	6041	452774	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	2623	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	5348	256600	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	38296	2693150	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	650	45700	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	1770	124500	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	468	32934	SH	DEFINE
SERVICE CORP INTL	COM	817565104	169	48300	SH	DEFINE
SERVICE CORP INTL	COM	817565104	9067	2597920	SH	DEFINE

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

SERVICE CORP INTL	COM	817565104	67	19220	SH	DEFINE
SERVICE CORP INTL	COM	817565104	251	71990	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	119	3000	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	28888	730790	SH	DEFINE
SHIRE PLC	SPONSORED ADR	82481R106	6167	171600	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	3674	355000	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	3888	1354800	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	9533	3319602	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	636	11165	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	15022	265864	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	32407	568840	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	949	25100	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	24110	638000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1989	52646	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	1056	37400	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	2969	105181	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	76108	2882880	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	1048	39695	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	2437	92300	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	960	36359	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	170	4913	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	2843	82081	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	680	19644	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	1953	56388	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	30614	883777	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	433	12500	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	6352	200000	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	85	2670	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	24068	1335600	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	44	2820	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	9822	635730	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	682	44140	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	2869	185912	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	4758	307953	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	28411	1838920	SH	DEFINE
SKYWEST INC	COM	830879102	26275	2112100	SH	DEFINE
SKYWEST INC	COM	830879102	10	800	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	65	6000	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	178	16500	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	3312	306690	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	41	3800	SH	DEFINE
SMART BALANCE INC	COM	83169Y108	252	41700	SH	DEFINE
SMART BALANCE INC	COM	83169Y108	726	120146	SH	DEFINE
SMITH A O	COM	831865209	31417	1247700	SH	DEFINE
SMITH INTL INC	COM	832110100	76726	3571980	SH	DEFINE
SMITH INTL INC	COM	832110100	721	33543	SH	DEFINE
SMITH INTL INC	COM	832110100	895	41649	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	19285	2038600	SH	DEFINE
SMITHTOWN BANCORP INC	COM	832449102	893	79147	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	2649	71072	SH	DEFINE
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	37099	1396817	SH	DEFINE
SOHU COM INC	COM	83408W103	2066	50000	SH	DEFINE
SOHU COM INC	COM	83408W103	3796	91900	SH	DEFINE
SOMAXON PHARMACEUTICALS INC	COM	834453102	40	118267	SH	DEFINE
SONOCO PRODS CO	COM	835495102	7	349	SH	DEFINE
SONUS NETWORKS INC	COM	835916107	36	22800	SH	DEFINE
SONUS NETWORKS INC	COM	835916107	112	71600	SH	DEFINE
SONY CORP	ADR NEW	835699307	88	4285	SH	DEFINE
SONY CORP	ADR NEW	835699307	43	2070	SH	DEFINE
SONY CORP	ADR NEW	835699307	7415	358864	SH	DEFINE
SONY CORP	ADR NEW	835699307	2182	105745	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	384	10984	SH	DEFINE

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

SOUTHERN CO	COM	842587107	597378	19509400	SH	DEFINE
SOUTHERN CO	COM	842587107	665	21710	SH	DEFINE
SOUTHERN CO	COM	842587107	883	28831	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	2749	157800	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	3	200	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	1890	290840	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	413	65200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	423	66888	SH	DEFINE
SOUTHWEST GAS CORP	COM	844895102	6321	300000	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	100591	3388050	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	463	15600	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	985	33163	SH	DEFINE
SPARTON CORP	COM	847235108	772	488571	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	9214	102060	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	8531	94500	SH	DEFINE
SPDR INDEX SHS FDS	SPDR DJ EURO ETF	78463X202	504	18546	SH	DEFINE
SPDR INDEX SHS FDS	DJWS INTL REAL	78463X863	291	13200	SH	DEFINE
SPDR SERIES TRUST	BRCLYS MUNI ETF	78464A458	295	13362	SH	DEFINE
SPDR TR	UNIT SER 1	78462F103	12847	161714	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	318517	22525950	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1323	93574	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	394	27977	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1355	95794	SH	DEFINE
SPHERION CORP	COM	848420105	3338	1605000	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	5078	1422499	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	152	42456	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	1322	370330	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	25150	7044956	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	198175	55511233	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	2097	587470	SH	DEFINE
SPSS INC	COM	78462K102	2539	89300	SH	DEFINE
SPSS INC	COM	78462K102	244	8583	SH	DEFINE
SPSS INC	COM	78462K102	640	22500	SH	DEFINE
SPSS INC	COM	78462K102	6761	237997	SH	DEFINE
SPX CORP	COM	784635104	1822	38765	SH	DEFINE
ST JOE CO	COM	790148100	8	500	SH	DEFINE
ST JOE CO	COM	790148100	42239	2523232	SH	DEFINE
ST JUDE MED INC	COM	790849103	2906	80000	SH	DEFINE
ST JUDE MED INC	COM	790849103	289	7948	SH	DEFINE
STAMPS COM INC	COM NEW	852857200	615	63400	SH	DEFINE
STANCORP FINL GROUP INC	COM	852891100	44375	1948000	SH	DEFINE
STANDARD MICROSYSTEMS CORP	COM	853626109	6876	369700	SH	DEFINE
STANDARD PAC CORP NEW	COM	85375C101	2417	2746616	SH	DEFINE
STANLEY INC	COM	854532108	2375	93555	SH	DEFINE
STANLEY INC	COM	854532108	1586	62457	SH	DEFINE
STANLEY INC	COM	854532108	2361	93035	SH	DEFINE
STANTEC INC	COM	85472N109	6657	368089	SH	DEFINE
STAPLES INC	COM	855030102	6101	336877	SH	DEFINE
STAPLES INC	COM	855030102	91	5000	SH	OTHER
STARBUCKS CORP	COM	855244109	564	50807	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	2692	211950	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	2	133	SH	DEFINE
STATE STR CORP	COM	857477103	92101	2992251	SH	DEFINE
STATE STR CORP	COM	857477103	8474	275310	SH	DEFINE
STATE STR CORP	COM	857477103	3905	126868	SH	DEFINE
STATE STR CORP	COM	857477103	85	2750	SH	OTHER
STATE STR CORP	COM	857477103	21	670	SH	DEFINE
STATE STR CORP	COM	857477103	260	8440	SH	DEFINE
STATE STR CORP	COM	857477103	108	3500	SH	DEFINE
STATOILHYDRO ASA	SPONSORED ADR	85771P102	373	21409	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	31986	3630600	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	218	24785	SH	DEFINE

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

STEEL DYNAMICS INC	COM	858119100	331	37525	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	34712	1422025	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	3238	132670	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	5914	1482210	SH	DEFINE
STERICYCLE INC	COM	858912108	45709	957660	SH	DEFINE
STERICYCLE INC	COM	858912108	191	4000	SH	DEFINE
STERICYCLE INC	COM	858912108	288	6040	SH	DEFINE
STERIS CORP	COM	859152100	15598	670000	SH	DEFINE
STERIS CORP	COM	859152100	105	4500	SH	DEFINE
STRAYER ED INC	COM	863236105	15413	85690	SH	DEFINE
STRAYER ED INC	COM	863236105	13	75	SH	DEFINE
STRYKER CORP	COM	863667101	24982	733900	SH	DEFINE
STRYKER CORP	COM	863667101	24742	726850	SH	DEFINE
STRYKER CORP	COM	863667101	6146	180547	SH	DEFINE
STRYKER CORP	COM	863667101	166	4872	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	20	1100	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	32	1770	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	92556	5193145	SH	DEFINE
SUN MICROSYSTEMS INC	COM NEW	866810203	101	13800	SH	DEFINE
SUNCOR ENERGY INC	COM	867229106	13	600	SH	DEFINE
SUNCOR ENERGY INC	COM	867229106	559	25158	SH	DEFINE
SUNCOR ENERGY INC	COM	867229106	57125	2557011	SH	DEFINE
SUNOCO INC	COM	86764P109	383	14482	SH	DEFINE
SUNOCO INC	COM	86764P109	332	12550	SH	DEFINE
SUNOPTA INC	COM	8676EP108	9674	5591677	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	30881	1298610	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	4603	193579	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	323	13600	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	490	20609	SH	DEFINE
SUNPOWER CORP	COM CL B	867652307	950	48000	SH	DEFINE
SUNPOWER CORP	DCV 1.250% 2/1	867652AA7	9069	12751000	PRN	DEFINE
SUNTRUST BKS INC	COM	867914103	376	32000	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	179	15270	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	16	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	4676	362740	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	19	1500	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	1464	113398	SH	DEFINE
SUPERIOR UNIFORM GP INC	COM	868358102	3294	456300	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	7078	327450	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	4053	188181	SH	DEFINE
SYMANTEC CORP	COM	871503108	838	56064	SH	DEFINE
SYMS CORP	COM	871551107	8752	1430000	SH	DEFINE
SYNCORA HOLDINGS LTD	SHS	G8649T109	609	2434550	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	6414	159917	SH	DEFINE
SYSCO CORP	COM	871829107	6367	279263	SH	DEFINE
SYSCO CORP	COM	871829107	11	500	SH	OTHER
T-3 ENERGY SRVCS INC	COM	87306E107	3083	261700	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1659	185330	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	15693	1753414	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	93	10341	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	28333	3165731	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	14223	1589110	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	22173	2481810	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	132	14713	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	41479	4634507	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	87469	9773046	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	22	2100	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	96549	9178078	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	12502	1180705	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	670	63300	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	9341	882160	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	869	540000	SH	DEFINE

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

TANGER FACTORY OUTLET CTRS I	COM	875465106	198	6400	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	546	17700	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	9981	323420	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	142	4600	SH	DEFINE
TARGET CORP	COM	87612E106	5820	169245	SH	DEFINE
TARGET CORP	COM	87612E106	8598	250007	SH	DEFINE
TARGET CORP	COM	87612E106	83	2400	SH	OTHER
TARGET CORP	COM	87612E106	858	24950	SH	DEFINE
TARGET CORP	COM	87612E106	21813	634274	SH	DEFINE
TARGET CORP	COM	87612E106	2115	61498	SH	DEFINE
TARGET CORP	COM	87612E106	138063	4014612	SH	DEFINE
TARGET CORP	COM	87612E106	26104	759062	SH	DEFINE
TATA MTRS LTD	SPONSORED ADR	876568502	54	11000	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	109	6400	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	291	17100	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	5604	328892	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	68	4000	SH	DEFINE
TD AMERITRADE HLDG CORP	COM	87236Y108	696	50375	SH	DEFINE
TECK COMINCO LTD	CL B	878742204	26	4619	SH	DEFINE
TECK COMINCO LTD	CL B	878742204	9069	1621945	SH	DEFINE
TECO ENERGY INC	COM	872375100	162177	14545000	SH	DEFINE
TECO ENERGY INC	COM	872375100	1624	145681	SH	DEFINE
TECO ENERGY INC	COM	872375100	25657	2301100	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	1653	322799	SH	DEFINE
TECUMSEH PRODS CO	CL A	878895200	5424	1200000	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	28396	1995500	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	1128	42274	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	2281	85500	SH	DEFINE
TELEFLEX INC	COM	879369106	56577	1447341	SH	DEFINE
TELEFLEX INC	COM	879369106	19545	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	102	2600	SH	DEFINE
TELEFLEX INC	COM	879369106	51	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	3832	64273	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	102111	1712700	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	3224	54082	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	24286	409160	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	12915	216622	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	244547	4101762	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	985	65500	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	7099	471980	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	57199	3803125	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	7217	479830	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	48757	3241816	SH	DEFINE
TELETECH HOLDINGS INC	COM	879939106	443	40700	SH	DEFINE
TELETECH HOLDINGS INC	COM	879939106	1267	116300	SH	DEFINE
TELLABS INC	COM	879664100	1	160	SH	DEFINE
TELLABS INC	COM	879664100	1649	360080	SH	DEFINE
TELLABS INC	COM	879664100	917	200160	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	477	52000	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	1027	111992	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	4400	479830	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	27655	3015798	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	770	29200	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	87037	3313599	SH	DEFINE
TEMPLE INLAND INC	COM	879868107	20	3650	SH	DEFINE
TEMPLE INLAND INC	COM	879868107	56451	10512346	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	5	300	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	239	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	103	11266	SH	DEFINE
TEMPLETON EMERG MKTS INCOME	COM	880192109	170	18532	SH	SOLE
TEMPLETON EMERGING MKTS FD I	COM	880191101	141	14600	SH	DEFINE
TEMPLETON GLOBAL INCOME FD	COM	880198106	467	62801	SH	DEFINE

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

TEMPLETON RUS AND EAST EUR F	COM	88022F105	99	11143	SH	SOLE
TEMPUR PEDIC INTL INC	COM	88023U101	28262	3871460	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	29151	1445272	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	251	216430	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	37	31900	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	58960	50827503	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	2058	1773760	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	117	100650	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	839	722980	SH	DEFINE
TENNECO INC	COM	880349105	514	315500	SH	DEFINE
TERADYNE INC	COM	880770102	46	10400	SH	DEFINE
TEREX CORP NEW	COM	880779103	242	26200	SH	DEFINE
TEREX CORP NEW	COM	880779103	1631	176350	SH	DEFINE
TEREX CORP NEW	COM	880779103	311	33650	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	4170	608765	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	617	90600	SH	DEFINE
TERRA INDS INC	COM	880915103	552	19650	SH	DEFINE
TERRA NITROGEN CO L P	COM UNIT	881005201	386	2700	SH	DEFINE
TESCO CORP	COM	88157K101	2337	298865	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	62792	1393820	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	36850	817986	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	23	500	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	908	20150	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	35	770	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	221	4900	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	140	3100	SH	DEFINE
TEXAS INDS INC	COM	882491103	16975	679000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	84203	5100100	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	12389	750376	SH	DEFINE
TEXTRON INC	COM	883203101	6027	1050000	SH	DEFINE
TEXTRON INC	COM	883203101	6	1000	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	6296	176500	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	2745	76942	SH	DEFINE
THINKORSWIM GROUP INC	COM	88409C105	484	56000	SH	DEFINE
THINKORSWIM GROUP INC	COM	88409C105	1299	150300	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	12510	500000	SH	DEFINE
THOMPSON CREEK METALS CO	COM	884768102	7703	1953925	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	44	1700	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	81084	3218163	SH	DEFINE
THOMSON REUTERS PLC	SPONSORED ADR	885141101	246	1837	SH	DEFINE
THOR INDS INC	COM	885160101	37330	2389900	SH	DEFINE
THOR INDS INC	COM	885160101	47	3000	SH	DEFINE
TICKETMASTER ENTMT INC	COM	88633P302	221	60020	SH	DEFINE
TIDEWATER INC	COM	886423102	13916	374800	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	834	38686	SH	DEFINE
TIM HORTONS INC	COM	88706M103	26	1015	SH	DEFINE
TIM HORTONS INC	COM	88706M103	13761	535359	SH	DEFINE
TIMBERLAND CO	CL A	887100105	7895	661200	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	341	13765	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	394	15866	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	91216	3678079	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	4585	184889	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	2106	84936	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	3229	130202	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	18701	754088	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1006	40556	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	81	3258	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	102443	4130778	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	7048	284185	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	21	866	SH	DEFINE
TIME WARNER INC	COM	887317303	136	7060	SH	DEFINE
TIME WARNER INC	COM	887317303	195948	10152759	SH	DEFINE

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

TIME WARNER INC	COM	887317303	6409	332054	SH	DEFINE
TIME WARNER INC	COM	887317303	1322	68479	SH	DEFINE
TIME WARNER INC	COM	887317303	10371	538212	SH	DEFINE
TIME WARNER INC	COM	887317303	37877	1962563	SH	DEFINE
TIME WARNER INC	COM	887317303	1811	93826	SH	DEFINE
TIME WARNER INC	COM	887317303	251	12980	SH	DEFINE
TIME WARNER INC	COM	887317303	266402	13803190	SH	DEFINE
TIME WARNER INC	COM	887317303	16155	837024	SH	DEFINE
TIME WARNER INC	COM	887317303	67	3450	SH	DEFINE
TIMKEN CO	COM	887389104	23793	1704400	SH	DEFINE
TJX COS INC NEW	COM	872540109	805	31388	SH	DEFINE
TORCHMARK CORP	COM	891027104	378	14400	SH	DEFINE
TORCHMARK CORP	COM	891027104	247	9400	SH	DEFINE
TORCHMARK CORP	COM	891027104	8400	320240	SH	DEFINE
TORCHMARK CORP	COM	891027104	1505	57361	SH	DEFINE
TORCHMARK CORP	COM	891027104	491	18730	SH	DEFINE
TORCHMARK CORP	COM	891027104	2564	97752	SH	DEFINE
TORCHMARK CORP	COM	891027104	94	3600	SH	DEFINE
TORCHMARK CORP	COM	891027104	113056	4310174	SH	DEFINE
TORCHMARK CORP	COM	891027104	2482	94640	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	31	900	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	1987	57460	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	144695	4226616	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3763	76700	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3810	77656	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	21421	436636	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3887	79220	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	23787	486716	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2447	49870	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	1899	30000	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	222	3501	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	1040	16425	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	16229	256131	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	39049	616890	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	1522	42200	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	894	24780	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	2384	66100	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	4	99	SH	DEFINE
TRANSALTA CORP	COM	89346D107	3087	210969	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	382	10710	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	4341	183535	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	46857	1979513	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	10725	182281	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	11140	189319	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	909	15450	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	406755	6912895	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	578	9825	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	23368	575000	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2248	55325	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	95017	2338025	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	4710	163600	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	75	2600	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	181	6300	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	75385	4933570	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	5565	364188	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	8	500	SH	OTHER
TRIMBLE NAVIGATION LTD	COM	896239100	703	46000	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	879	57548	SH	DEFINE
TRINITY INDS INC	COM	896522109	41389	4528300	SH	DEFINE
TRINITY INDS INC	COM	896522109	428	46817	SH	DEFINE
TRUMP ENTMT RESORTS INC	COM	89816T103	188	2349267	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	36533	6068616	SH	DEFINE

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

TRUSTCO BK CORP N Y	COM	898349105	37	6085	SH	DEFINE
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	1505	106828	SH	DEFINE
TUESDAY MORNING CORP	COM NEW	899035505	3837	3020999	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	903	73480	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	144	11694	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	9642	784500	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1327	107971	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	69	5580	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	36517	2971289	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	7785	637241	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1131	92030	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	147285	11984147	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	45544	3705754	SH	DEFINE
TW TELECOM INC	COM	87311L104	38247	4371029	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	4705	426155	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	140	12690	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	86478	7833111	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	5888	533343	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	1528	138436	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	4845	438880	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	24393	2209478	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	320	29016	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	116	10490	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	133018	12048774	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	4163	377049	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	24	2166	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	8273	422965	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	222	11335	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	111227	5686446	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	6081	310913	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	2356	120459	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	5504	281395	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	28366	1450212	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	810	41386	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	196	10010	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	198526	10149583	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	8718	445689	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	H89128104	42	2166	SH	DEFINE
UBS AG	SHS NEW	H89231338	123	13137	SH	DEFINE
UBS AG	SHS NEW	H89231338	6	641	SH	DEFINE
UBS AG	SHS NEW	H89231338	1776	188792	SH	DEFINE
UBS AG	SHS NEW	H89231338	1925	204559	SH	DEFINE
UBS AG	SHS NEW	H89231338	15162	1613266	SH	DEFINE
UBS AG	SHS NEW	H89231338	36050	3834989	SH	DEFINE
UBS AG	SHS NEW	H89231338	104021	11067914	SH	DEFINE
UBS AG	SHS NEW	H89231338	92578	9840809	SH	DEFINE
UBS AG	SHS NEW	H89231338	29	3087	SH	DEFINE
UDR INC	COM	902653104	85	9835	SH	DEFINE
UDR INC	COM	902653104	37	4323	SH	DEFINE
UDR INC	COM	902653104	165	19113	SH	DEFINE
UDR INC	COM	902653104	420	48802	SH	DEFINE
UDR INC	COM	902653104	7944	922621	SH	DEFINE
UDR INC	COM	902653104	104	12026	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	5198	1925000	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	14678	748900	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	1044	53245	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	756	39864	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	27070	1392831	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	379	19330	SH	DEFINE
UNION PAC CORP	COM	907818108	24666	600000	SH	DEFINE
UNION PAC CORP	COM	907818108	10635	258696	SH	DEFINE
UNIT CORP	COM	909218109	19253	920300	SH	DEFINE

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

UNITED AMER INDEMNITY LTD	CL A	90933T109	873	217168	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	1931	101800	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	2631	138700	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	15783	320670	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	6205	126071	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	9553	194090	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	6983	141880	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	45939	933339	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2361	47968	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	743	15100	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	628570	12770619	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	21873	444401	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	111	2260	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	3165	149800	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	129	6100	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	161	7625	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	141684	3296504	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	57182	1330430	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	38622	898607	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	976	22700	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	223715	5205101	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	9	200	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	2347	54600	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	43	1000	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	157	3649	SH	DEFINE
UNITED THERAPEUTICS CORP DEL	COM	91307C102	2584	39100	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	1147	54809	SH	DEFINE
UNIVERSAL CORP VA	COM	913456109	21411	715600	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	46256	1738300	SH	DEFINE
UNIVERSAL STAINLESS & ALLOY	COM	913837100	2191	226582	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	1338	111500	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	7889	657992	SH	DEFINE
UNUM GROUP	COM	91529Y106	578	46200	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	435	26600	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	21664	1482854	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	2690	184090	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	4416	302251	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	571	40780	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	632	43279	SH	DEFINE
USA TRUCK INC	COM	902925106	2457	190000	SH	DEFINE
V F CORP	COM	918204108	28555	500000	SH	DEFINE
V F CORP	COM	918204108	7739	135515	SH	DEFINE
V F CORP	COM	918204108	69	1200	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	25435	1245000	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	18	1000	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	80914	4548308	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	7074	395200	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	504	28166	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	4737	200050	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	606	25681	SH	DEFINE
VANGUARD TAX-MANAGED FD	EUROPE PAC ETF	921943858	2193	95306	SH	DEFINE
VANGUARD WORLD FD	MEGA GRWTH IND	921910816	239	8000	SH	DEFINE
VARIAN INC	COM	922206107	4175	175889	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	63346	2081003	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	5953	195565	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	540	17756	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	6477	299025	SH	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	8002	1386860	SH	DEFINE
VCA ANTECH INC	COM	918194101	37323	1655130	SH	DEFINE
VCA ANTECH INC	COM	918194101	292	12927	SH	DEFINE
VECTREN CORP	COM	92240G101	12654	600000	SH	DEFINE
VECTREN CORP	COM	92240G101	177	8381	SH	DEFINE

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

VENTAS INC	COM	92276F100	71947	3182094	SH	DEFINE
VENTAS INC	COM	92276F100	258	11400	SH	DEFINE
VENTAS INC	COM	92276F100	728	32200	SH	DEFINE
VENTAS INC	COM	92276F100	13571	600217	SH	DEFINE
VENTAS INC	COM	92276F100	176	7800	SH	DEFINE
VERIFONE HLDGS INC	COM	92342Y109	1071	157560	SH	DEFINE
VERIGY LTD	SHS	Y93691106	404	48974	SH	DEFINE
VERIGY LTD	SHS	Y93691106	7	905	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	24161	800033	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	44627	1477722	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	103	3400	SH	OTHER
VERIZON COMMUNICATIONS INC	COM	92343V104	513	17000	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	887	29321	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	1048	34688	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	7961	277100	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	98	3419	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	365	21021	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	185440	10669729	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	7452	428760	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1239	71262	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	13684	787329	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	50296	2893885	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1214	69865	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	353	20330	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	285236	16411762	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	9819	564944	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	71	4070	SH	DEFINE
VIASAT INC	COM	92552V100	17102	821401	SH	DEFINE
VIASAT INC	COM	92552V100	1250	60060	SH	DEFINE
VIASAT INC	COM	92552V100	3456	166000	SH	DEFINE
VIASAT INC	COM	92552V100	4629	222389	SH	DEFINE
VIEWPOINT FINL GROUP	COM	926727108	4758	395549	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	12016	385500	SH	DEFINE
VIRGIN MEDIA INC	COM	92769L101	157075	32723890	SH	DEFINE
VISA INC	COM CL A	92826C839	90246	1623130	SH	DEFINE
VISA INC	COM CL A	92826C839	9243	166245	SH	DEFINE
VISA INC	COM CL A	92826C839	4246	76375	SH	DEFINE
VISA INC	COM CL A	92826C839	72	1300	SH	DEFINE
VISA INC	COM CL A	92826C839	734	13200	SH	DEFINE
VISA INC	COM CL A	92826C839	352	6334	SH	DEFINE
VISA INC	COM CL A	92826C839	656	11800	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	20130	1155587	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	341	19567	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	20816	1208849	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	56458	3240987	SH	DEFINE
VOLCOM INC	COM	92864N101	323	33300	SH	DEFINE
VOLCOM INC	COM	92864N101	6859	707160	SH	DEFINE
VOLCOM INC	COM	92864N101	894	92200	SH	DEFINE
VORNADO RLTY L P	DBCV 3.625%11/1	929043AE7	71435	91000000	PRN	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	155	4676	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	120	3611	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	293	8813	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	750	22567	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	13857	416888	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	176	5300	SH	DEFINE
VORNADO RLTY TR	DBCV 2.850% 4/0	929042AC3	197810	262000000	PRN	DEFINE
WABASH NATL CORP	COM	929566107	4574	3719000	SH	DEFINE
WABTEC CORP	COM	929740108	708	26820	SH	DEFINE
WABTEC CORP	COM	929740108	1469	55700	SH	DEFINE
WADDELL & REED FINL INC	CL A	930059100	4313	238700	SH	DEFINE
WAL MART STORES INC	COM	931142103	167090	3207100	SH	DEFINE
WAL MART STORES INC	COM	931142103	22527	432380	SH	DEFINE

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

WAL MART STORES INC	COM	931142103	24124	463037	SH	DEFINE
WAL MART STORES INC	COM	931142103	1042	20000	SH	DEFINE
WAL MART STORES INC	COM	931142103	125062	2400415	SH	DEFINE
WAL MART STORES INC	COM	931142103	57	1100	SH	DEFINE
WAL MART STORES INC	COM	931142103	2762	53015	SH	DEFINE
WAL MART STORES INC	COM	931142103	240	4600	SH	DEFINE
WAL MART STORES INC	COM	931142103	59	1130	SH	DEFINE
WALGREEN CO	COM	931422109	15675	603814	SH	DEFINE
WALGREEN CO	COM	931422109	7268	279963	SH	DEFINE
WALGREEN CO	COM	931422109	42	1600	SH	DEFINE
WALGREEN CO	COM	931422109	512	19740	SH	DEFINE
WALGREEN CO	COM	931422109	208	8000	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	24634	1026400	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	277	775	SH	DEFINE
WASHINGTON REAL ESTATE INVNT	SH BEN INT	939653101	378	21850	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	14881	581300	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	365	14250	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	659	25747	SH	DEFINE
WATERS CORP	COM	941848103	118874	3217145	SH	DEFINE
WATERS CORP	COM	941848103	340	9204	SH	DEFINE
WATERS CORP	COM	941848103	32	860	SH	DEFINE
WATERS CORP	COM	941848103	364	9855	SH	DEFINE
WATERS CORP	COM	941848103	163	4400	SH	DEFINE
WATERS CORP	COM	941848103	1041	28178	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	53491	1719400	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	238	7640	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	3	100	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	27421	881410	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	1056	33930	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	34578	1111463	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	141655	4553352	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	3349	107655	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	1044	33570	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	5865	188519	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	52150	1676303	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	195	6260	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	19460	994900	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	8	410	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	31	1600	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	9020	814830	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	60	5450	SH	DEFINE
WELLPOINT INC	COM	94973V107	13591	357939	SH	DEFINE
WELLPOINT INC	COM	94973V107	251	6615	SH	DEFINE
WELLPOINT INC	COM	94973V107	30	800	SH	DEFINE
WELLPOINT INC	COM	94973V107	388	10230	SH	DEFINE
WELLPOINT INC	COM	94973V107	186	4900	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	391565	27497520	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	9528	669108	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	36	2500	SH	OTHER
WELLS FARGO & CO NEW	COM	949746101	562	39500	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	18	1230	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	6349	447637	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	93	6500	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	767	53845	SH	DEFINE
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	229245	478600	SH	DEFINE
WENDYS ARBYS GROUP INC	COM	950587105	57	11262	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	7560	500000	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	7560	500000	SH	DEFINE
WESCO INTL INC	NOTE 1.750%11/1	95082PAG0	3538	5000000	PRN	DEFINE
WEST MARINE INC	COM	954235107	12759	2384800	SH	DEFINE
WEST MARINE INC	COM	954235107	11821	2209546	SH	DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	116170	3540703	SH	DEFINE

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

WESTAR ENERGY INC	COM	95709T100	7012	400000	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	19421	1107900	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	839	43400	SH	DEFINE
WESTERN UN CO	COM	959802109	564	44837	SH	DEFINE
WESTFIELD FINANCIAL INC NEW	COM	96008P104	4527	514380	SH	DEFINE
WESTLAKE CHEM CORP	COM	960413102	63533	4342621	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	17135	621520	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	632	22909	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	402639	14604258	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	20	730	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	255	9240	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	72	2600	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	430	15582	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	34	200	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	356357	2072925	SH	DEFINE
WHITE RIVER CAPITAL INC	COM	96445P105	4335	722550	SH	DEFINE
WHITNEY HLDG CORP	COM	966612103	135	11789	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	4910	292254	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	12577	1105190	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	2405	211358	SH	DEFINE
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	377	33800	SH	DEFINE
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	439	19975	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	187	19261	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	17	1800	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	5136	637229	SH	DEFINE
WINNEBAGO INDS INC	COM	974637100	9536	1795800	SH	DEFINE
WIPRO LTD	SPON ADR 1 SH	97651M109	458	64390	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	24702	600000	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	605	14690	SH	DEFINE
WMS INDS INC	COM	929297109	6857	327960	SH	DEFINE
WMS INDS INC	COM	929297109	167	8000	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	43833	2813385	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	579	37140	SH	DEFINE
WPP PLC	ADR	92933H101	787	28175	SH	DEFINE
WSB HOLDINGS INC	COM	92934C101	419	166160	SH	DEFINE
WYETH	COM	983024100	25824	600000	SH	DEFINE
WYETH	COM	983024100	17063	396447	SH	DEFINE
WYETH	COM	983024100	990	23000	SH	DEFINE
WYETH	COM	983024100	541782	12587864	SH	DEFINE
WYETH	COM	983024100	319	7419	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	16040	861000	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	478183	25667391	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	318	17066	SH	DEFINE
XINYUAN REAL ESTATE CO LTD	SPONS ADR	98417P105	344	91900	SH	DEFINE
XTO ENERGY INC	COM	98385X106	50706	1655968	SH	DEFINE
XTO ENERGY INC	COM	98385X106	574	18732	SH	DEFINE
XTO ENERGY INC	COM	98385X106	296	9673	SH	DEFINE
XYRATEX LTD	COM	G98268108	596	271000	SH	DEFINE
YAHOO INC	COM	984332106	21121	1648800	SH	DEFINE
YAHOO INC	COM	984332106	1712	133680	SH	DEFINE
YAHOO INC	COM	984332106	70231	5482508	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	36394	3908720	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	1441	154400	SH	DEFINE
YRC WORLDWIDE INC	COM	984249102	3143	700000	SH	DEFINE
YUM BRANDS INC	COM	988498101	244	8890	SH	DEFINE
YUM BRANDS INC	COM	988498101	1108	40307	SH	DEFINE
ZALE CORP NEW	COM	988858106	10766	5521000	SH	DEFINE
ZENITH NATL INS CORP	COM	989390109	22145	918500	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	6475	177400	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	6011	164685	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	10	280	SH	DEFINE
ZUMIEZ INC	COM	989817101	478	49240	SH	DEFINE

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

ZUMIEZ INC

COM

989817101

1407

145000 SH

DEFIN

GRAND TOTAL

76213184