

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

FRANKLIN RESOURCES INC
Form 13F-HR
February 11, 2010

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

Form 13F
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 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 February 9, 2010
[Signature] [City,State] [Date]

Report Type (Check only one.):

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

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 14
 Form 13F Information Table Entry Total: 3792
 Form 13F Information Table Value Total: 113,116,940
 (thousands)

List of Other Included Managers:

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

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

FORM 13F INFORMATION TABLE
 FOR THE PERIOD ENDED 12/31/2009
 REPORTING MANAGER: FRANKLIN RESOURCES, INC.

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6		
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	141	18800	SH		DEFIN
3M CO	COM	88579Y101	3621	43800	SH		DEFIN
3M CO	COM	88579Y101	101698	1230170	SH		DEFIN

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

3M CO	COM	88579Y101	27278	329957	SH	DEFINE
3M CO	COM	88579Y101	18327	221378	SH	DEFINE
3M CO	COM	88579Y101	1482	17922	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	431	69462	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	32983	1726870	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	18486	967859	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	1539	80580	SH	DEFINE
ABBOTT LABS	COM	002824100	118651	2197650	SH	DEFINE
ABBOTT LABS	COM	002824100	229192	4245076	SH	DEFINE
ABBOTT LABS	COM	002824100	48208	892904	SH	DEFINE
ABBOTT LABS	COM	002824100	826	15300	SH	DEFINE
ABBOTT LABS	COM	002824100	71	1320	SH	DEFINE
ABBOTT LABS	COM	002824100	19583	362713	SH	DEFINE
ABBOTT LABS	COM	002824100	2424	44903	SH	DEFINE
ABBOTT LABS	COM	002824100	1884	34904	SH	DEFINE
ABBOTT LABS	COM	002824100	3364	62310	SH	DEFINE
ABBOTT LABS	COM	002824100	83723	1550720	SH	DEFINE
ABBOTT LABS	COM	002824100	3542	65606	SH	DEFINE
ABINGTON BANCORP INC	COM	00350L109	4366	633742	SH	DEFINE
ABM INDS INC	COM	000957100	85785	4152232	SH	DEFINE
ABOVENET INC	COM	00374N107	305893	4703150	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	879	21176	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	16929	407928	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	29531	711590	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	4765	114825	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	17277	416321	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	620	14930	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	134018	3229357	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2538	61158	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	4090	98550	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	1136709	27390585	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	44740	1078080	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	171	4120	SH	DEFINE
ACE LTD	SHS	H0023R105	512	10160	SH	DEFINE
ACE LTD	SHS	H0023R105	6114	121301	SH	DEFINE
ACE LTD	SHS	H0023R105	862	17100	SH	DEFINE
ACE LTD	SHS	H0023R105	333453	6616129	SH	DEFINE
ACE LTD	SHS	H0023R105	10252	203420	SH	DEFINE
ACE LTD	SHS	H0023R105	4175	82841	SH	DEFINE
ACE LTD	SHS	H0023R105	18739	371800	SH	DEFINE
ACE LTD	SHS	H0023R105	486	9650	SH	DEFINE
ACE LTD	SHS	H0023R105	58660	1163893	SH	DEFINE
ACE LTD	SHS	H0023R105	14942	296310	SH	DEFINE
ACE LTD	SHS	H0023R105	1977	39220	SH	DEFINE
ACE LTD	SHS	H0023R105	294089	5835102	SH	DEFINE
ACE LTD	SHS	H0023R105	203816	4043976	SH	DEFINE
ACE LTD	SHS	H0023R105	131	2590	SH	DEFINE
ACTEL CORP	COM	004934105	9322	783903	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	32461	2921802	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	5385	484730	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	11	1000	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	1064	95775	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	437	39368	SH	DEFINE
ADOBE SYS INC	COM	00724F101	93303	2536783	SH	DEFINE
ADOBE SYS INC	COM	00724F101	15676	426197	SH	DEFINE
ADOBE SYS INC	COM	00724F101	391	10630	SH	DEFINE
ADVANCE AUTO PARTS INC	COM	00751Y106	33757	833920	SH	DEFINE
ADVANCE AUTO PARTS INC	COM	00751Y106	492	12153	SH	DEFINE
ADVANCED MICRO DEVICES INC	NOTE 6.000%	5/0007903AL1	9050	1000000	PRN	DEFINE
ADVANCED MICRO DEVICES INC	NOTE 5.750%	8/1007903AN7	1289	1300000	PRN	DEFINE
ADVANTAGE OIL & GAS LTD	COM	00765F101	117	17800	SH	DEFINE
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	517	18800	SH	DEFINE

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

AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	4886	177800	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	7285	250500	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	838	28800	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	2387	82100	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	2335	80260	SH	DEFINE
AES CORP	COM	00130H105	1470	110410	SH	DEFINE
AETERNA ZENTARIS INC	COM	007975204	1183	1466215	SH	DEFINE
AETNA INC NEW	COM	00817Y108	155437	4903360	SH	DEFINE
AETNA INC NEW	COM	00817Y108	1624	51230	SH	DEFINE
AETNA INC NEW	COM	00817Y108	42	1320	SH	DEFINE
AETNA INC NEW	COM	00817Y108	2479	78190	SH	DEFINE
AETNA INC NEW	COM	00817Y108	201	6350	SH	DEFINE
AETNA INC NEW	COM	00817Y108	970	30615	SH	DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	79	1331	SH	DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	202727	3396324	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	56350	836680	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	895	13295	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2276	33800	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	808	11993	SH	DEFINE
AFLAC INC	COM	001055102	104883	2267750	SH	DEFINE
AFLAC INC	COM	001055102	94119	2035000	SH	DEFINE
AFLAC INC	COM	001055102	20991	453850	SH	DEFINE
AFLAC INC	COM	001055102	4356	93885	SH	DEFINE
AFLAC INC	COM	001055102	2719	58793	SH	DEFINE
AGA MED HLDGS INC	COM	008368102	784	53103	SH	DEFINE
AGCO CORP	COM	001084102	637	19685	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	52979	1705139	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	4310	138708	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	16	500	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	1305	42000	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	31	1010	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	356	11470	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	168	5400	SH	DEFINE
AGL RES INC	COM	001204106	144271	3955870	SH	DEFINE
AGL RES INC	COM	001204106	36	1000	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	50760	940000	SH	DEFINE
AGRIUM INC	COM	008916108	27	445	SH	DEFINE
AGRIUM INC	COM	008916108	26113	419850	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	90503	1116500	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	40530	500000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	14988	184898	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	154	1900	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	665	8200	SH	DEFINE
AIRGAS INC	COM	009363102	39720	834450	SH	DEFINE
ALAMO GROUP INC	COM	011311107	5488	320000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	43995	1273000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	20736	600000	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	63009	2151199	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	7	250	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	66	2250	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	172	51691	SH	DEFINE
ALCOA INC	COM	013817101	4265	264600	SH	DEFINE
ALCOA INC	COM	013817101	943	58500	SH	DEFINE
ALCOA INC	COM	013817101	1189	73783	SH	DEFINE
ALCOA INC	COM	013817101	7441	461590	SH	DEFINE
ALCOA INC	COM	013817101	23546	1460690	SH	DEFINE
ALCOA INC	COM	013817101	40755	2528240	SH	DEFINE
ALCOA INC	COM	013817101	4175	258980	SH	DEFINE
ALCOA INC	COM	013817101	212807	13201420	SH	DEFINE
ALCOA INC	COM	013817101	876	54340	SH	DEFINE
ALCOA INC	COM	013817101	149	9250	SH	DEFINE
ALCON INC	COM SHS	H01301102	14460	87980	SH	DEFINE

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

ALCON INC	COM SHS	H01301102	341	2075	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	3295	96265	SH	DEFINE
ALEXANDERS INC	COM	014752109	177421	582817	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1588	24700	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	12315	191560	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	219	3400	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	6166	126300	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	420	8600	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	1230	25200	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	29	106	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	230686	835820	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	23480	1000000	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	64	2717	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	46522	986265	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	869	18422	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	2481	52600	SH	DEFINE
ALLEGIANT TRAVEL CO	COM	01748X102	6215	131768	SH	DEFINE
ALLERGAN INC	COM	018490102	86213	1368243	SH	DEFINE
ALLERGAN INC	COM	018490102	24257	384978	SH	DEFINE
ALLERGAN INC	COM	018490102	587	9320	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	132497	2051350	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	157	2429	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	74623	1155326	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1439	22280	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	NOTE	1.750% 8/0018581AD0	17404	17000000	PRN	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	16372	3355000	SH	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	1369	280614	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	1597	56840	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	68002	2247257	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	48	1600	SH	DEFINE
ALLIED CAP CORP NEW	COM	01903Q108	55	15300	SH	DEFINE
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	246	70000	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	27956	1381890	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	406	20079	SH	DEFINE
ALLSTATE CORP	COM	020002101	3755	125000	SH	DEFINE
ALLSTATE CORP	COM	020002101	15249	507609	SH	DEFINE
ALLSTATE CORP	COM	020002101	8495	282786	SH	DEFINE
ALLSTATE CORP	COM	020002101	35	1160	SH	DEFINE
ALLSTATE CORP	COM	020002101	460	15320	SH	DEFINE
ALLSTATE CORP	COM	020002101	192	6400	SH	DEFINE
ALLSTATE CORP	COM	020002101	60	2000	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	7240	166900	SH	DEFINE
ALTERA CORP	COM	021441100	31157	1376800	SH	DEFINE
ALTERA CORP	COM	021441100	66	2925	SH	DEFINE
ALTERA CORP	COM	021441100	221	9747	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	5701	290415	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	749692	38191133	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	6639	338200	SH	DEFINE
ALZA CORP	SDCV	7/202261WAB5	13969	15000000	PRN	DEFINE
AMAG PHARMACEUTICALS INC	COM	00163U106	955	25100	SH	DEFINE
AMAZON COM INC	COM	023135106	93360	694020	SH	DEFINE
AMAZON COM INC	COM	023135106	6155	45757	SH	DEFINE
AMAZON COM INC	COM	023135106	6298	46820	SH	DEFINE
AMAZON COM INC	COM	023135106	874	6500	SH	DEFINE
AMAZON COM INC	COM	023135106	3040	22600	SH	DEFINE
AMAZON COM INC	COM	023135106	339	2517	SH	DEFINE
AMAZON COM INC	COM	023135106	1090	8100	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	1267	49600	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	11207	438620	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	176	6900	SH	DEFINE
AMEREN CORP	COM	023608102	375998	13452510	SH	DEFINE
AMEREN CORP	COM	023608102	472	16890	SH	DEFINE

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

AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	14418	306900	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	28862	614336	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	5168	110000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	916	19500	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	23777	506100	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	439198	9348616	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	916	19500	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	4736	101000	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	13233	1650000	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	518036	14890380	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	6233	179155	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	70	2000	SH	OTHER
AMERICAN ELEC PWR INC	COM	025537101	181	5200	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	12	350	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	14563	359410	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	23443	578547	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	10664	263190	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	2539	62650	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	7738	190976	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	439	10840	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	37430	923751	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	1308	32290	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	312506	7712383	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	10952	270290	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	68	1690	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	132	4409	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	508	16957	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	7164	371400	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	1316	68200	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	4082	211600	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	9173	475381	SH	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE 3.250% 7/0	02744MAA6	2327	2048000	PRN	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE 4.000% 9/1	02744MAB4	15720	12952000	PRN	DEFINE
AMERICAN NATL INS CO	COM	028591105	109544	917150	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	6101	787229	SH	DEFINE
AMERICAN SUPERCONDUCTOR CORP	COM	030111108	307	7500	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	167357	3873100	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	20947	484770	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	7311	169200	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1080	25000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	3401	78700	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1278	29576	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1383	32000	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	22370	1136710	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	94421	4213320	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	1063	47430	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	1214	31268	SH	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	357	13700	SH	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	1587	60870	SH	DEFINE
AMETEK INC NEW	COM	031100100	47236	1235240	SH	DEFINE
AMETEK INC NEW	COM	031100100	849	22211	SH	DEFINE
AMGEN INC	COM	031162100	99539	1759570	SH	DEFINE
AMGEN INC	COM	031162100	10019	177101	SH	DEFINE
AMGEN INC	COM	031162100	14	250	SH	DEFINE
AMGEN INC	COM	031162100	23754	419900	SH	DEFINE
AMGEN INC	COM	031162100	6060	107119	SH	DEFINE
AMGEN INC	COM	031162100	57365	1014057	SH	DEFINE
AMGEN INC	COM	031162100	769	13590	SH	DEFINE
AMGEN INC	COM	031162100	124459	2200094	SH	DEFINE
AMGEN INC	COM	031162100	4074	72021	SH	DEFINE
AMGEN INC	COM	031162100	3120	55160	SH	DEFINE
AMGEN INC	COM	031162100	886498	15670807	SH	DEFINE

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

AMGEN INC	COM	031162100	65929	1165435	SH	DEFINE
AMGEN INC	COM	031162100	192	3400	SH	DEFINE
AMTRUST FINANCIAL SERVICES I	COM	032359309	4628	391576	SH	DEFINE
AMYLIN PHARMACEUTICALS INC	COM	032346108	2033	143300	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	16148	258700	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	5908	94652	SH	DEFINE
ANADYS PHARMACEUTICALS INC	COM	03252Q408	989	468500	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	80067	2535370	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	390	12336	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	742	23507	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	4248	3453577	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	242237	6028787	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	187	4650	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	413	23800	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	1219	70250	SH	DEFINE
ANSYS INC	COM	03662Q105	91497	2105310	SH	DEFINE
ANSYS INC	COM	03662Q105	1214	27941	SH	DEFINE
ANSYS INC	COM	03662Q105	3456	79528	SH	DEFINE
ANSYS INC	COM	03662Q105	916	21085	SH	DEFINE
AOL INC	COM	00184X105	115	4926	SH	DEFINE
AOL INC	COM	00184X105	673	28814	SH	DEFINE
AOL INC	COM	00184X105	1765	75589	SH	DEFINE
AOL INC	COM	00184X105	36	1529	SH	DEFINE
AOL INC	COM	00184X105	3449	147695	SH	DEFINE
AOL INC	COM	00184X105	87	3716	SH	DEFINE
AOL INC	COM	00184X105	31	1334	SH	DEFINE
AOL INC	COM	00184X105	9927	425159	SH	DEFINE
AOL INC	COM	00184X105	1660	71084	SH	DEFINE
AOL INC	COM	00184X105	7	313	SH	DEFINE
AON CORP	COM	037389103	429	11200	SH	DEFINE
AON CORP	COM	037389103	3	75	SH	DEFINE
AON CORP	COM	037389103	39207	1022610	SH	DEFINE
AON CORP	COM	037389103	59909	1562576	SH	DEFINE
AON CORP	COM	037389103	1271	33138	SH	DEFINE
AON CORP	COM	037389103	1762	45950	SH	DEFINE
AON CORP	COM	037389103	11233	292990	SH	DEFINE
AON CORP	COM	037389103	48	1260	SH	DEFINE
APACHE CORP	COM	037411105	3786	36700	SH	DEFINE
APACHE CORP	COM	037411105	26468	256549	SH	DEFINE
APACHE CORP	COM	037411105	1405	13620	SH	DEFINE
APACHE CORP	COM	037411105	2953	28625	SH	DEFINE
APACHE CORP	COM	037411105	702	6800	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	34570	2469250	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	76788	1267540	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	42	700	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	683	11282	SH	DEFINE
APPLE INC	COM	037833100	406123	1926030	SH	DEFINE
APPLE INC	COM	037833100	94431	447838	SH	DEFINE
APPLE INC	COM	037833100	7464	35400	SH	DEFINE
APPLE INC	COM	037833100	27	130	SH	DEFINE
APPLE INC	COM	037833100	1054	5000	SH	DEFINE
APPLE INC	COM	037833100	392	1860	SH	DEFINE
APPLE INC	COM	037833100	3479	16500	SH	DEFINE
APPLE INC	COM	037833100	169	800	SH	DEFINE
APPLE INC	COM	037833100	932	4422	SH	DEFINE
APPLE INC	COM	037833100	1328	6300	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	45076	2042400	SH	DEFINE
APPLIED MATLS INC	COM	038222105	1327	95220	SH	DEFINE
APTARGROUP INC	COM	038336103	24187	676750	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	677	340000	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	10871	237620	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NOTE	5.000% 5/103938LAKO	29903	18000000	PRN	DEFINE

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

ARCH CAP GROUP LTD	ORD	G0450A105	2383	33300	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	1202	16800	SH	DEFINE
ARCH COAL INC	COM	039380100	8208	368900	SH	DEFINE
ARCH COAL INC	COM	039380100	4	200	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	3696	118039	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	2787	89000	SH	DEFINE
ARCHER DANIELS MIDLAND CO	UNIT 99/99/9999	039483201	17444	400000	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	3710	265000	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	133	9500	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	385	27500	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	8026	275412	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	14715	500000	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	2568	300000	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	31144	800000	SH	DEFINE
ARQLE INC	COM	04269E107	2346	635900	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	2931	99000	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	1280	43220	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	4910	1088628	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	1327	294280	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	4114	912300	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	4022	891431	SH	DEFINE
ARYX THERAPEUTICS INC	COM	043387109	1123	350000	SH	DEFINE
ASHLAND INC NEW	COM	044209104	13903	350900	SH	DEFINE
ASHLAND INC NEW	COM	044209104	3	66	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	3334	97800	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	665	19510	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	44264	1739250	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	4318	169680	SH	DEFINE
ASSURANT INC	COM	04621X108	23605	800700	SH	DEFINE
ASSURANT INC	COM	04621X108	18307	621000	SH	DEFINE
ASSURANT INC	COM	04621X108	141	4795	SH	DEFINE
ASSURED GUARANTY LTD	COM	G0585R106	4375	201035	SH	DEFINE
ASTEC INDS INC	COM	046224101	11510	427251	SH	DEFINE
ASTORIA FINL CORP	COM	046265104	267	21453	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	1122	23907	SH	DEFINE
AT&T INC	COM	00206R102	691464	24668719	SH	DEFINE
AT&T INC	COM	00206R102	53414	1905602	SH	DEFINE
AT&T INC	COM	00206R102	25	906	SH	DEFINE
AT&T INC	COM	00206R102	25739	917642	SH	DEFINE
AT&T INC	COM	00206R102	591	21070	SH	DEFINE
AT&T INC	COM	00206R102	38494	1373318	SH	DEFINE
AT&T INC	COM	00206R102	3212	114587	SH	DEFINE
AT&T INC	COM	00206R102	832	29690	SH	DEFINE
AT&T INC	COM	00206R102	94265	3362990	SH	DEFINE
AT&T INC	COM	00206R102	11155	397980	SH	DEFINE
AT&T INC	COM	00206R102	50	1780	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	19455	430030	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	2075	45870	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	1905	42100	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	9117	266280	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	966	28200	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	2767	80800	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	7998	145400	SH	DEFINE
ATMEL CORP	COM	049513104	50	10800	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	38368	1305050	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	1323	45000	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	26904	750450	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	86	2400	SH	DEFINE
AU OPTRONICS CORP	SPONSORED ADR	002255107	1797	149906	SH	DEFINE
AURIZON MINES LTD	COM	05155P106	4500	1000000	SH	DEFINE
AUTODESK INC	COM	052769106	22333	878890	SH	DEFINE
AUTODESK INC	COM	052769106	5338	210090	SH	DEFINE

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

AUTODESK INC	COM	052769106	6353	250000	SH	DEFINE
AUTODESK INC	COM	052769106	1067	42000	SH	DEFINE
AUTODESK INC	COM	052769106	3364	132400	SH	DEFINE
AUTODESK INC	COM	052769106	1321	52000	SH	DEFINE
AUTOLIV INC	COM	052800109	50306	1160200	SH	DEFINE
AUTOLIV INC	COM	052800109	144	3330	SH	DEFINE
AUTOLIV INC	COM	052800109	748	17260	SH	DEFINE
AUTOLIV INC	UNIT 99/99/9999	052800208	11991	200000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	29974	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	13094	305800	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	180	4210	SH	OTHER
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	34756	1900270	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	2090	114255	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	195	2372	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	210	2558	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	1901	23149	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	16028	195201	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	265	3226	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	16858	462000	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	11	300	SH	DEFINE
AVISTA CORP	COM	05379B107	16417	760400	SH	DEFINE
AVIVA PLC	ADR	05382A104	10079	775478	SH	DEFINE
AVON PRODS INC	COM	054303102	14033	445496	SH	DEFINE
AVON PRODS INC	COM	054303102	10037	318642	SH	DEFINE
AVON PRODS INC	COM	054303102	30020	953011	SH	DEFINE
AXA	SPONSORED ADR	054536107	195	8252	SH	DEFINE
AXA	SPONSORED ADR	054536107	16251	684593	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1112	39140	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	3099	109070	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	12871	31300	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	2011	4890	SH	DEFINE
BAKER HUGHES INC	COM	057224107	3797	93800	SH	DEFINE
BAKER HUGHES INC	COM	057224107	346	8546	SH	DEFINE
BAKER HUGHES INC	COM	057224107	66830	1650929	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	7109	288875	SH	DEFINE
BALL CORP	COM	058498106	605	11700	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	434375	19861665	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	23509	1074954	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	3007	137478	SH	DEFINE
BANCO LATINOAMERICANO DE COM	SHS E	P16994132	9641	693562	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	2707	194160	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	267	16240	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	1707	103850	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	3	170	SH	DEFINE
BANK HAWAII CORP	COM	062540109	282	6000	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	37	700	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	594	11184	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	122014	2301344	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	75	1600	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1069	22856	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	251205	5354252	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1482	98400	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	688334	45706098	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	3705	245998	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	905	60100	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	361539	24006585	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1684	111836	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1754	116436	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	19446	1291218	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	458	30410	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	42804	2842259	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1808	120040	SH	DEFINE

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

BANK OF AMERICA CORPORATION	COM	060505104	46646	3097313	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	9453	627675	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	80	5340	SH	DEFINE
BANK OF AMERICA CORPORATION	UNIT 99/99/9999	060505419	225235	15096200	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2506	89600	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	670	23950	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	16447	588012	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	11622	415500	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	3677	131470	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	35360	1264199	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	449	16070	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	67120	2399697	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1662	59435	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2251	80470	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	48083	1719089	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	31482	1125549	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	93	3310	SH	DEFINE
BANRO CORP	COM	066800103	9448	4857000	SH	DEFINE
BANRO CORP	-W EXP 09/17/201	066800111	480	600000	SH	DEFINE
BAR HBR BANKSHARES	COM	066849100	2884	105000	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	22	1250	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	1101	62585	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	1823	103575	SH	DEFINE
BARD C R INC	COM	067383109	80452	1032760	SH	DEFINE
BARD C R INC	COM	067383109	1684	21618	SH	DEFINE
BARD C R INC	COM	067383109	1096	14066	SH	DEFINE
BARE ESCENTUALS INC	COM	067511105	8904	727810	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	10923	351100	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	737	23700	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	2109	67800	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	3683	118295	SH	DEFINE
BARRETT BILL CORP	NOTE 5.000% 3/1	06846NAA2	266	275000	PRN	DEFINE
BARRICK GOLD CORP	COM	067901108	128945	3274383	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	585	14849	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	17271	437875	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	26173	663561	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	2238	635900	SH	DEFINE
BAXTER INTL INC	COM	071813109	64419	1097810	SH	DEFINE
BAXTER INTL INC	COM	071813109	5241	89318	SH	DEFINE
BAXTER INTL INC	COM	071813109	246	4190	SH	DEFINE
BAXTER INTL INC	COM	071813109	669	11400	SH	DEFINE
BAXTER INTL INC	COM	071813109	276	4711	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	23	825	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	33812	1196374	SH	DEFINE
BB&T CORP	COM	054937107	192	7560	SH	DEFINE
BB&T CORP	COM	054937107	1213	47800	SH	DEFINE
BCE INC	COM NEW	05534B760	281	10166	SH	DEFINE
BCE INC	COM NEW	05534B760	79935	2900867	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	4106	62749	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	347	5300	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	212815	2698638	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	18327	232398	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1025	13000	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	151078	1915773	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1964	24910	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	103	1300	SH	DEFINE
BED BATH & BEYOND INC	COM	075896100	297	7700	SH	DEFINE
BEMIS INC	COM	081437105	87363	2946489	SH	DEFINE
BEMIS INC	COM	081437105	5359	180743	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	92343	4883300	SH	DEFINE
BERKLEY W R CORP	COM	084423102	37005	1501820	SH	DEFINE
BERKLEY W R CORP	COM	084423102	910	36928	SH	DEFINE

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

BERKLEY W R CORP	COM	084423102	621	25206	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	27054	8233	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	25913	7886	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	33	10	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	379172	115390	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	33	10	SH	DEFINE
BERKSHIRE HATHAWAY INC	CL B	084670207	477	145	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1091	11	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	18253	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	5357	54	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	368726	3717	SH	DEFINE
BEST BUY INC	COM	086516101	17023	431400	SH	DEFINE
BEST BUY INC	COM	086516101	16409	415831	SH	DEFINE
BEST BUY INC	COM	086516101	741	18770	SH	DEFINE
BEST BUY INC	COM	086516101	671	17000	SH	DEFINE
BEST BUY INC	SDCV 2.250% 1/1	086516AF8	17220	16000000	PRN	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	9197	120103	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	23	300	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	16263	254700	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	9	147	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	1947	30490	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	11541	671478	SH	DEFINE
BIG LOTS INC	COM	089302103	7622	263000	SH	DEFINE
BIODEL INC	COM	09064M105	948	218500	SH	DEFINE
BIOFORM MEDICAL INC	COM	09065G107	6260	1841045	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	37981	709922	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	440	8230	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	9051	169180	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	1530	28590	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	7626	142537	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	9789	182974	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	928	17349	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	1280	23930	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	87224	1630350	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	8661	161890	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	54131	2877750	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	896	47610	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	2434	129380	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	560	29797	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	11060	10300000	PRN	DEFINE
BIOSPECIFICS TECHNOLOGIES CO	COM	090931106	1614	55000	SH	DEFINE
BIOVAIL CORP	COM	09067J109	129	9270	SH	DEFINE
BIOVAIL CORP	COM	09067J109	61	4400	SH	DEFINE
BIOVAIL CORP	COM	09067J109	58698	4203015	SH	DEFINE
BIOVAIL CORP	COM	09067J109	2092	149818	SH	DEFINE
BIOVAIL CORP	COM	09067J109	409	29300	SH	DEFINE
BIOVAIL CORP	COM	09067J109	54963	3935590	SH	DEFINE
BIOVAIL CORP	COM	09067J109	17567	1257900	SH	DEFINE
BJ SVCS CO	COM	055482103	740	39790	SH	DEFINE
BLACK & DECKER CORP	COM	091797100	2159	33300	SH	DEFINE
BLACK & DECKER CORP	COM	091797100	31786	490302	SH	DEFINE
BLACKROCK INC	COM	09247X101	89017	383360	SH	DEFINE
BLACKROCK INC	COM	09247X101	11000	47372	SH	DEFINE
BLACKROCK INC	COM	09247X101	2490	10725	SH	DEFINE
BLACKROCK INC	COM	09247X101	511	2200	SH	DEFINE
BLACKROCK INC	COM	09247X101	304	1309	SH	DEFINE
BLACKROCK MUNIHLDGS FD INC	COM	09254A101	166	13000	SH	DEFINE
BLACKROCK MUNIYIELD N Y INSD	COM	09255E102	141	11922	SH	DEFINE
BLACKROCK NY INS MUN INC TR	COM	09249U105	493	36750	SH	DEFINE
BLOCK H & R INC	COM	093671105	756	33400	SH	DEFINE
BLOCK H & R INC	COM	093671105	42067	1859710	SH	DEFINE
BMB MUNAI INC	COM	09656A105	229	199500	SH	DEFINE

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

BMC SOFTWARE INC	COM	055921100	398	9930	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	6094	202937	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	1524	50760	SH	DEFINE
BOEING CO	COM	097023105	56566	1045000	SH	DEFINE
BOEING CO	COM	097023105	5726	105789	SH	DEFINE
BOEING CO	COM	097023105	778	14185	SH	DEFINE
BOEING CO	COM	097023105	1009	18648	SH	DEFINE
BOOTS & COOTS INC	COM NEW	099469504	446	270000	SH	DEFINE
BORGWARNER INC	COM	099724106	45329	1364500	SH	DEFINE
BORGWARNER INC	COM	099724106	3311	99655	SH	DEFINE
BORGWARNER INC	COM	099724106	1086	32700	SH	DEFINE
BORGWARNER INC	COM	099724106	697	20971	SH	DEFINE
BORGWARNER INC	NOTE	3.500% 4/1099724AF3	8547	6750000	PRN	DEFINE
BOSTON PROPERTIES INC	COM	101121101	322	4800	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	148	2200	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	3582	53400	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	31245	465863	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	510	7600	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	148	16450	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	1523	169274	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	5203	578130	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	7498	833066	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	752	83525	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	544	60420	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	105161	11684554	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	9899	1099840	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	8404	478304	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	1365	77700	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	3709	211100	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	19306	1098374	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	20301	350200	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	52787	910591	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	12	200	SH	OTHER
BP PLC	SPONSORED ADR	055622104	3714	64071	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	20967	361397	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	10	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	21516	371160	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	1	15	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	8616	104062	SH	DEFINE
BRADY CORP	CL A	104674106	180350	6009652	SH	DEFINE
BRADY CORP	CL A	104674106	60	2000	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	23627	1262800	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	7	365	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	23402	1727040	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	531	39200	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	1516	111900	SH	DEFINE
BRINKER INTL INC	COM	109641100	18	1200	SH	DEFINE
BRINKER INTL INC	COM	109641100	18104	1213380	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	16128	638714	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	1372	54329	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	29847	1182076	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	136	5380	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	85578	3389219	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	1988	78737	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	3867	153150	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	244567	9685816	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	21845	865165	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	75	2980	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	78754	2048208	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	535	13915	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	21	330	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	4840	74850	SH	DEFINE

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

BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	12916	356905	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	299	13258	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	1322	58600	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	60	2700	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	127429	5727303	SH	DEFINE
BROWN FORMAN CORP	CL A	115637100	37401	663720	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	33	625	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	128742	2403257	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	29396	2978274	SH	DEFINE
BRUNSWICK CORP	COM	117043109	23072	1815300	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	350	6422	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	36361	902930	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	624	15500	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	1796	44600	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	447	11101	SH	DEFINE
BUNGE LIMITED	COM	G16962105	5642	88394	SH	DEFINE
BUNGE LIMITED	COM	G16962105	22053	345500	SH	DEFINE
BUNGE LIMITED	COM	G16962105	13878	217427	SH	DEFINE
BUNGE LIMITED	COM	G16962105	2623	41100	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	16742	889560	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	19	1000	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	36	1910	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	22036	1170880	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	39541	2100989	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	10355	550230	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	24892	252400	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	30710	311395	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	431996	4380410	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	108251	1843185	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1298	22100	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	752	12811	SH	DEFINE
CA INC	COM	12673P105	255	11336	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	1809	70050	SH	DEFINE
CABOT CORP	COM	127055101	31014	1182400	SH	DEFINE
CABOT CORP	COM	127055101	335	12765	SH	DEFINE
CADBURY PLC	SPONS ADR	12721E102	3331	64822	SH	DEFINE
CADBURY PLC	SPONS ADR	12721E102	7742	151128	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	3832	639700	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	54	9010	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	544	90740	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	47	7800	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	4284	443056	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	500	51702	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	1424	147210	SH	DEFINE
CAE INC	COM	124765108	2448	293396	SH	DEFINE
CAL DIVE INTL INC	NOTE 3.250%12/1	1127914AB5	9050	1000000	PRN	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	9634	715727	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	11351	1505500	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	150	19900	SH	DEFINE
CALLON PETE CO DEL	COM	13123X102	10007	5468076	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	58	1365	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	818	19300	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	7222	170450	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	119	2800	SH	DEFINE
CAMECO CORP	COM	13321L108	545	16925	SH	DEFINE
CAMECO CORP	COM	13321L108	13911	430975	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	63371	1516050	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	42	1000	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	881	21078	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	390	11551	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	58	800	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	363	5040	SH	DEFINE

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

CANADIAN NAT RES LTD	COM	136385101	187941	2599457	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	27245	501200	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	6441	118486	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	165039	3028343	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	27000	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	249	4611	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	15362	284342	SH	DEFINE
CANON INC	ADR	138006309	4269	100863	SH	DEFINE
CANON INC	ADR	138006309	3265	77146	SH	DEFINE
CAPE BANCORP INC	COM	139209100	27	4000	SH	DEFINE
CAPE BANCORP INC	COM	139209100	1779	264663	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	34466	457720	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	1117	14840	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	3072	40800	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	81614	2128702	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	373	9740	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	1423	358520	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	138	34800	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	0	110	SH	DEFINE
CAPITALSOURCE INC	SDCV	4.000% 7/114055XAE2	10436	11500000	PRN	DEFINE
CARBO CERAMICS INC	COM	140781105	4465	65500	SH	DEFINE
CARBO CERAMICS INC	COM	140781105	6	81	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	9672	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	498	15459	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	3259	101100	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	1165	36150	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	1312	40690	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	2612	586928	SH	DEFINE
CAREER EDUCATION CORP	COM	141665109	253	10875	SH	DEFINE
CAREFUSION CORP	COM	14170T101	3752	150000	SH	DEFINE
CAREFUSION CORP	COM	14170T101	275	11001	SH	DEFINE
CAREFUSION CORP	COM	14170T101	509	20345	SH	DEFINE
CARLISLE COS INC	COM	142339100	93937	2741894	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	33750	1065000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	49	1550	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	2813	88770	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	5863	185022	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	428	13520	SH	DEFINE
CARNIVAL CORP	DBCV	2.000% 4/1143658AN2	28497	27500000	PRN	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	12188	3031547	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	39999	1253100	SH	DEFINE
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	420	11530	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	33197	582500	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	12481	219010	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	1307	22450	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	1631	28616	SH	DEFINE
CATO CORP NEW	CL A	149205106	6520	325000	SH	DEFINE
CAVIUM NETWORKS INC	COM	14965A101	6476	271740	SH	DEFINE
CAVIUM NETWORKS INC	COM	14965A101	48	2000	SH	DEFINE
CBS CORP NEW	CL B	124857202	13262	943890	SH	DEFINE
CBS CORP NEW	CL B	124857202	113	8069	SH	DEFINE
CBS CORP NEW	CL B	124857202	25	1770	SH	DEFINE
CBS CORP NEW	CL B	124857202	2987	212580	SH	DEFINE
CBS CORP NEW	CL B	124857202	131	9300	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	71	1100	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	517	8000	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	209373	3231485	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	2070	64500	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	131252	4088850	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1044	32521	SH	DEFINE
CELANESE CORP DEL	PFD 4.25% CONV	150870202	21135	514700	SH	DEFINE
CELANESE CORP DEL	PFD 4.25% CONV	150870202	1573	38300	SH	DEFINE

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

CELESTICA INC	SUB VTG SHS	15101Q108	1728	182400	SH	DEFINE
CELGENE CORP	COM	151020104	161381	2898360	SH	DEFINE
CELGENE CORP	COM	151020104	70953	1274292	SH	DEFINE
CELGENE CORP	COM	151020104	45	800	SH	OTHER
CELGENE CORP	COM	151020104	8970	161100	SH	DEFINE
CELGENE CORP	COM	151020104	29	520	SH	DEFINE
CELGENE CORP	COM	151020104	1058	19000	SH	DEFINE
CELGENE CORP	COM	151020104	330	5920	SH	DEFINE
CELGENE CORP	COM	151020104	3419	61400	SH	DEFINE
CELGENE CORP	COM	151020104	150	2700	SH	DEFINE
CELGENE CORP	COM	151020104	450	8087	SH	DEFINE
CELGENE CORP	COM	151020104	1325	23800	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	178	15092	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	1074	90895	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	28	1100	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	973	38627	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	506	20055	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	64547	2571569	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	159880	11018600	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	15	1000	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	16	1100	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	197	13600	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	70	4800	SH	DEFINE
CENTRAL EUROPEAN DIST CORP	COM	153435102	834	29373	SH	DEFINE
CENTRAL GOLDTRUST	TR UNIT	153546106	309	6963	SH	DEFINE
CENTURYTEL INC	COM	156700106	10427	287963	SH	DEFINE
CEPHALON INC	COM	156708109	14030	224800	SH	DEFINE
CEPHALON INC	NOTE 2.500% 5/01	156708AR0	16819	15000000	PRN	DEFINE
CERADYNE INC	COM	156710105	20134	1048084	SH	DEFINE
CERNER CORP	COM	156782104	62480	757880	SH	DEFINE
CERNER CORP	COM	156782104	1264	15335	SH	DEFINE
CERNER CORP	COM	156782104	592	7187	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	1346	14825	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	33579	5190000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	4235	125000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	13399	395490	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1326	39140	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	47272	1395286	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	680	20080	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	26635	784022	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	395	11660	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	170212	5023958	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	150363	4438108	SH	DEFINE
CHELSEA THERAPEUTICS INTL LT	COM	163428105	1415	524100	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	31481	1335059	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2179	84200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5	200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	3290	127133	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1844	71250	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	41050	1586176	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	55807	2156389	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2928	113130	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	700	27060	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	3655	141230	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	94	3630	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	51963	674930	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	39430	512138	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	21249	276000	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	4600	59751	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	37532	487316	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	477	6200	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	84680	1099882	SH	DEFINE

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

CHEVRON CORP NEW	COM	166764100	3423	44466	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	6492	84320	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	217726	2827980	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	18399	238980	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	174	2260	SH	DEFINE
CHICOPEE BANCORP INC	COM	168565109	2133	170884	SH	DEFINE
CHICOS FAS INC	COM	168615102	3	200	SH	DEFINE
CHICOS FAS INC	COM	168615102	59233	4215900	SH	DEFINE
CHICOS FAS INC	COM	168615102	54435	3874356	SH	DEFINE
CHINA DIGITAL TV HLDG CO LTD	SPONSORED ADR	16938G107	88	14400	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	1947	26540	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	15	200	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1	20	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	15353	330664	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	9	200	SH	OTHER
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	262	5650	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	4495	97141	SH	DEFINE
CHINA REAL ESTATE INFO CORP	ADR	16948Q103	322	29350	SH	DEFINE
CHINA SEC & SURVE TECH INC	COM	16942J105	14150	1852100	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	683	44275	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	19376	467870	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	33795	815910	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	46508	527540	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	962	10910	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1534	17400	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	692	7853	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	30101	3950250	SH	DEFINE
CHUBB CORP	COM	171232101	20951	426000	SH	DEFINE
CHUBB CORP	COM	171232101	15407	313269	SH	DEFINE
CHUBB CORP	COM	171232101	49	1000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	870	46842	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	28	1501	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	12702	684012	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	91422	4923115	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPONS ADR NEW	0917133Q403	17567	945984	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	1338	22135	SH	DEFINE
CIGNA CORP	COM	125509109	1651	46799	SH	DEFINE
CIGNA CORP	COM	125509109	1583	44875	SH	DEFINE
CIGNA CORP	COM	125509109	3333	94500	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	264	4979	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	12328	469800	SH	DEFINE
CINTAS CORP	COM	172908105	36827	1413698	SH	DEFINE
CINTAS CORP	COM	172908105	182	7000	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	13417	532859	SH	DEFINE
CISCO SYS INC	COM	17275R102	212980	8896400	SH	DEFINE
CISCO SYS INC	COM	17275R102	71831	3000441	SH	DEFINE
CISCO SYS INC	COM	17275R102	53	2200	SH	OTHER
CISCO SYS INC	COM	17275R102	1345	56200	SH	DEFINE
CISCO SYS INC	COM	17275R102	26440	1104440	SH	DEFINE
CISCO SYS INC	COM	17275R102	4408	184140	SH	DEFINE
CISCO SYS INC	COM	17275R102	55663	2325104	SH	DEFINE
CISCO SYS INC	COM	17275R102	1228	51310	SH	DEFINE
CISCO SYS INC	COM	17275R102	121081	5057696	SH	DEFINE
CISCO SYS INC	COM	17275R102	3583	149680	SH	DEFINE
CISCO SYS INC	COM	17275R102	1025	42800	SH	DEFINE
CISCO SYS INC	COM	17275R102	549092	22936158	SH	DEFINE
CISCO SYS INC	COM	17275R102	51606	2155658	SH	DEFINE
CISCO SYS INC	COM	17275R102	194	8120	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	0	12	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	111683	4045015	SH	DEFINE
CITIGROUP INC	COM	172967101	313	94500	SH	DEFINE
CITIGROUP INC	COM	172967101	195150	58957695	SH	DEFINE

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

CITIGROUP INC	COM	172967101	1938	585405	SH	DEFINE
CITIGROUP INC	COM	172967101	50	15000	SH	OTHER
CITRIX SYS INC	COM	177376100	46793	1124550	SH	DEFINE
CITRIX SYS INC	COM	177376100	390	9380	SH	DEFINE
CITRIX SYS INC	COM	177376100	708	17018	SH	DEFINE
CLARCOR INC	COM	179895107	3838	118280	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	4453	74700	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	1252	21000	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	3678	61700	SH	DEFINE
CLECO CORP NEW	COM	12561W105	27330	1000000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	7660	166200	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	60	1300	SH	DEFINE
CLINICAL DATA INC NEW	COM	18725U109	1331	72900	SH	DEFINE
CLOROX CO DEL	COM	189054109	4913	80542	SH	DEFINE
CME GROUP INC	COM	12572Q105	8399	25000	SH	DEFINE
CME GROUP INC	COM	12572Q105	1150	3422	SH	DEFINE
CME GROUP INC	COM	12572Q105	616	1834	SH	DEFINE
CMS ENERGY CORP	COM	125896100	14094	900000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	18792	1200000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	23	1500	SH	DEFINE
CMS ENERGY CORP	NOTE 5.500% 6/1	125896BD1	92063	75000000	PRN	DEFINE
CNA FINL CORP	COM	126117100	1633	68050	SH	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	34727	1390200	SH	DEFINE
CNINSURE INC	SPONSORED ADR	18976M103	5102	254060	SH	DEFINE
COACH INC	COM	189754104	6790	185883	SH	DEFINE
COAST DISTR SYS	COM	190345108	262	66800	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	902	540000	SH	DEFINE
COCA COLA CO	COM	191216100	27161	476500	SH	DEFINE
COCA COLA CO	COM	191216100	30353	532506	SH	DEFINE
COCA COLA CO	COM	191216100	1110	19233	SH	DEFINE
COCA COLA CO	COM	191216100	2141	37558	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	26	400	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	2721	41410	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	11428	1158717	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	10958	241890	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	128	2836	SH	DEFINE
COHERENT INC	COM	192479103	3083	103700	SH	DEFINE
COHERENT INC	COM	192479103	554	18625	SH	DEFINE
COHERENT INC	COM	192479103	1570	52800	SH	DEFINE
COHERENT INC	COM	192479103	20825	700393	SH	DEFINE
COHU INC	COM	192576106	35342	2533464	SH	DEFINE
COINSTAR INC	COM	19259P300	1981	71300	SH	DEFINE
COINSTAR INC	COM	19259P300	361	13000	SH	DEFINE
COINSTAR INC	COM	19259P300	1008	36300	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	1027	12500	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	11837	144087	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	33	400	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	375	4564	SH	DEFINE
COLONY FINL INC	COM	19624R106	25463	1250000	SH	DEFINE
COLUMBIA BKG SYS INC	COM	197236102	4618	285400	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	26422	1567150	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1052	62367	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	991	58770	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	614	35825	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1335	79177	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	8774	520390	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	7481	443700	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1315	82165	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	19289	1204840	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1069	66770	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	4884	305090	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	581	36290	SH	DEFINE

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

COMCAST CORP NEW	CL A SPL	20030N200	49709	3104843	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	614	38330	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	691590	43197372	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	26478	1653826	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	135	8420	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	16511	1055000	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	3	200	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	79308	2227749	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	856	24050	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	317282	8912411	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	2339	65700	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	1060	29775	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	553	30600	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	699	38690	SH	DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	423	13240	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	20587	527595	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	48798	1457972	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	67843	2026980	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	12311	267344	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	57530	1000000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	1292	22461	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	264	11450	SH	DEFINE
CONCHO RES INC	COM	20605P101	152153	3388700	SH	DEFINE
CONCHO RES INC	COM	20605P101	1602	35686	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	89720	2098715	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1284	30041	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	893	20890	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1924	45000	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	780	18241	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	1685	33000	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	738832	14467040	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	21272	416527	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	44	860	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	12745	249528	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	169	3300	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	1805	35351	SH	DEFINE
CONSECO INC	COM NEW	208464883	30331	6066235	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	9024	181200	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	1858	37300	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	345019	7594520	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1186	26113	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	16138	355230	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1541	33915	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	11989	263910	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	626	39279	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	68305	1942132	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	116	3300	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	19	550	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	188	5340	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	81	2300	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	17920	1000000	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	1283	71600	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	1446	130000	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	9629	224500	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	43	1000	SH	DEFINE
CON-WAY INC	COM	205944101	1125	32220	SH	DEFINE
COOPER INDUSTRIES PLC	SHS	G24140108	30	695	SH	DEFINE
COOPER INDUSTRIES PLC	SHS	G24140108	512	12000	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	323	5925	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	70320	1290992	SH	DEFINE
COPART INC	COM	217204106	26218	715740	SH	DEFINE
COPART INC	COM	217204106	7	200	SH	DEFINE

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

COPART INC	COM	217204106	484	13215	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	55332	1893000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	2311	79050	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	877	30000	SH	DEFINE
CORNING INC	COM	219350105	11991	620960	SH	DEFINE
CORNING INC	COM	219350105	20495	1061362	SH	DEFINE
CORNING INC	COM	219350105	1056	54700	SH	DEFINE
CORNING INC	COM	219350105	3215	166500	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	839	22900	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	7381	201500	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	121	3300	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	1791	1753626	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	2901	49033	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	31958	540109	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	24	400	SH	OTHER
COSTCO WHSL CORP NEW	COM	22160K105	145	2450	SH	DEFINE
COTT CORP QUE	COM	22163N106	175	21300	SH	DEFINE
COURIER CORP	COM	222660102	4094	287300	SH	DEFINE
COVANCE INC	COM	222816100	10914	200000	SH	DEFINE
COVANCE INC	COM	222816100	2245	41133	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	936	38530	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	34	1400	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	17417	363690	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	2009	41956	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	16511	344763	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	3845	80285	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	11010	229902	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	33905	707976	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1370	28606	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1391	29040	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	577550	12059928	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	15852	331005	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	104	2166	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	97899	1271090	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	406	8250	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	565	11500	SH	DEFINE
CREE INC	COM	225447101	2819	50000	SH	DEFINE
CREE INC	COM	225447101	3601	63880	SH	DEFINE
CRH PLC	ADR	12626K203	9025	328478	SH	DEFINE
CSX CORP	COM	126408103	1031	21261	SH	DEFINE
CTC MEDIA INC	COM	12642X106	68797	4617237	SH	DEFINE
CTRIP COM INTL LTD	ADR	22943F100	434	6040	SH	DEFINE
CTRIP COM INTL LTD	ADR	22943F100	2288	31960	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	300	6000	SH	DEFINE
CUMMINS INC	COM	231021106	1364	29748	SH	DEFINE
CURIS INC	COM	231269101	3872	1191400	SH	DEFINE
CVR ENERGY INC	COM	12662P108	2484	362100	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	126054	3913514	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	22646	703064	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	129	4000	SH	OTHER
CVS CAREMARK CORPORATION	COM	126650100	1063	33000	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1145089	35550723	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	12886	400060	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	3107	96460	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	7830	243097	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	180	5590	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	17246	535412	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1246	38676	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1760	54640	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	211636	6570508	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	32674	1014404	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	51	1580	SH	DEFINE

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

CYBERSOURCE CORP	COM	23251J106	2011	100000	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	1110	55200	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	1036	51500	SH	DEFINE
CYTEC INDS INC	COM	232820100	1182	32460	SH	DEFINE
CYTEC INDS INC	COM	232820100	11028	302812	SH	DEFINE
D R HORTON INC	COM	23331A109	53775	4947100	SH	DEFINE
D R HORTON INC	COM	23331A109	78	7173	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	3249	60960	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	267921	5035438	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	2600	48777	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	601	11300	SH	DEFINE
DANAHER CORP DEL	COM	235851102	98662	1312000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	22520	299462	SH	DEFINE
DANAHER CORP DEL	COM	235851102	6971	92700	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1128	15000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	3752	49900	SH	DEFINE
DANAHER CORP DEL	COM	235851102	952	12656	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1466	19500	SH	DEFINE
DAVITA INC	COM	23918K108	72481	1233920	SH	DEFINE
DAVITA INC	COM	23918K108	913	15542	SH	DEFINE
DEALERTRACK HLDGS INC	COM	242309102	2670	142100	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1604	88900	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	157	8700	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1456	80700	SH	DEFINE
DEERE & CO	COM	244199105	5409	100000	SH	DEFINE
DEERE & CO	COM	244199105	2464	45545	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	503	44378	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	4	357	SH	DEFINE
DELL INC	COM	24702R101	610	42460	SH	DEFINE
DELL INC	COM	24702R101	1195	83219	SH	DEFINE
DELL INC	COM	24702R101	341806	23802623	SH	DEFINE
DELL INC	COM	24702R101	17392	1211120	SH	DEFINE
DELL INC	COM	24702R101	2665	185570	SH	DEFINE
DELL INC	COM	24702R101	35411	2465938	SH	DEFINE
DELL INC	COM	24702R101	1001	69686	SH	DEFINE
DELL INC	COM	24702R101	883	61480	SH	DEFINE
DELL INC	COM	24702R101	137318	9562530	SH	DEFINE
DELL INC	COM	24702R101	12152	846270	SH	DEFINE
DELL INC	COM	24702R101	50	3480	SH	DEFINE
DELTA APPAREL INC	COM	247368103	8528	800000	SH	DEFINE
DENBURY RES INC	COM NEW	247916208	4496	303800	SH	DEFINE
DENDREON CORP	COM	24823Q107	15348	584010	SH	DEFINE
DENDREON CORP	COM	24823Q107	301	11443	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	422	12000	SH	DEFINE
DEPOMED INC	COM	249908104	957	285800	SH	DEFINE
DESCARTES SYSTEMS GROUP INC	COM	249906108	6816	1133600	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	46	650	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	395725	5576041	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	2456	34600	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	483	6800	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	6	661	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	339	36603	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	2754	297388	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	49	5290	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	2764	37600	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	62006	843620	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	24484	333115	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	15	200	SH	OTHER
DEVON ENERGY CORP NEW	COM	25179M103	985	13400	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	32	430	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	2468	33580	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	140	1900	SH	DEFINE

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

DEXCOM INC	COM	252131107	4829	597700	SH	DEFINE
DEXCOM INC	COM	252131107	864	106900	SH	DEFINE
DEXCOM INC	COM	252131107	2389	295700	SH	DEFINE
DHT MARITIME INC	COM	Y2065G105	1543	419200	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	25625	369190	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	32727	471504	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	90	1300	SH	OTHER
DIAGEO P L C	SPON ADR NEW	25243Q205	1444	20800	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	14	200	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	8179	117795	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1878	27050	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	984	10000	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	467	4750	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1439	14625	SH	DEFINE
DIAMONDS TR	UNIT SER 1	252787106	214	2055	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	39806	1600580	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	45	1800	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	704	28297	SH	DEFINE
DIEBOLD INC	COM	253651103	6004	211050	SH	DEFINE
DIEBOLD INC	COM	253651103	71	2500	SH	DEFINE
DIEBOLD INC	COM	253651103	43	1500	SH	DEFINE
DIGI INTL INC	COM	253798102	1810	198215	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	8441	167880	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	1267	25200	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	10916	217100	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	171	3400	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	2698	111500	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	460	19000	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	1319	54500	SH	DEFINE
DILLARDS INC	CL A	254067101	9410	510000	SH	DEFINE
DIONEX CORP	COM	254546104	18468	250000	SH	DEFINE
DIRECTV	COM CL A	25490A101	22368	670700	SH	DEFINE
DIRECTV	COM CL A	25490A101	2477	74285	SH	DEFINE
DIRECTV	COM CL A	25490A101	43	1300	SH	DEFINE
DIRECTV	COM CL A	25490A101	177	5320	SH	DEFINE
DIRECTV	COM CL A	25490A101	42056	1261061	SH	DEFINE
DIRECTV	COM CL A	25490A101	4222	126600	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	383	26063	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	0	25	SH	DEFINE
DISH NETWORK CORP	CL A	25470M109	1592	76625	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	81635	2531322	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	45626	1414775	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	135	4200	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	8522	264240	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	9430	292414	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	513	15920	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	37152	1151996	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	161	4981	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	238949	7409276	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	10504	325700	SH	DEFINE
DIVX INC	COM	255413106	2361	418700	SH	DEFINE
DIVX INC	COM	255413106	423	75000	SH	DEFINE
DIVX INC	COM	255413106	1464	259600	SH	DEFINE
DIVX INC	COM	255413106	3921	695622	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	1301	480000	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	14089	295180	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	1319	27625	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	52912	2358990	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	47	2100	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	200	8938	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	556508	14298770	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	5095	130918	SH	DEFINE

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

DOMTAR CORP	COM NEW	257559203	175987	3176090	SH	DEFINE
DONALDSON INC	COM	257651109	40237	945856	SH	DEFINE
DOVER CORP	COM	260003108	153824	3696796	SH	DEFINE
DOVER CORP	COM	260003108	2110	50718	SH	DEFINE
DOVER CORP	COM	260003108	17	400	SH	OTHER
DOVER CORP	COM	260003108	33	800	SH	DEFINE
DOW CHEM CO	COM	260543103	3611	130700	SH	DEFINE
DOW CHEM CO	COM	260543103	6570	237801	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	14	498	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	502461	17754819	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	3483	123081	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	35119	1240952	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	79	2808	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	76501	2703233	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	2193	77492	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	294	10380	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	925	32695	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	31076	1098097	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	64	2270	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	4915	155500	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	114	3595	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	5673	274700	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	2532	122600	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	419	20300	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	1167	56500	SH	DEFINE
DRIL-QUIP INC	COM	262037104	15867	280930	SH	DEFINE
DRIL-QUIP INC	COM	262037104	559	9900	SH	DEFINE
DRIL-QUIP INC	COM	262037104	1564	27700	SH	DEFINE
DRIL-QUIP INC	COM	262037104	535	9480	SH	DEFINE
DRYSHIPS INC	SHS	Y2109Q101	105	18000	SH	DEFINE
DST SYS INC DEL	COM	233326107	83	1900	SH	DEFINE
DST SYS INC DEL	COM	233326107	54886	1260291	SH	DEFINE
DTE ENERGY CO	COM	233331107	1382	31700	SH	DEFINE
DTE ENERGY CO	COM	233331107	226036	5185500	SH	DEFINE
DTE ENERGY CO	COM	233331107	277	6360	SH	DEFINE
DTS INC	COM	23335C101	476	13900	SH	DEFINE
DTS INC	COM	23335C101	1351	39500	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	504	14960	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	30842	915995	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	12802	380230	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	1343	39900	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	38968	1157359	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	1258	37360	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	2631	78150	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	55033	1634490	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	2032	60340	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	3660	238000	SH	DEFINE
DUCOMMUN INC DEL	COM	264147109	2189	117000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	765995	44508700	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	10876	631961	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	69	4000	SH	OTHER
DUKE ENERGY CORP NEW	COM	26441C105	284	16500	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	7	375	SH	DEFINE
DUKE REALTY CORP	COM NEW	264411505	16963	1393800	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	10293	122000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	356	4218	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	531	29500	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	4557	253300	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	70	3900	SH	DEFINE
E M C CORP MASS	COM	268648102	35561	2035560	SH	DEFINE
E M C CORP MASS	COM	268648102	27069	1549443	SH	DEFINE
E M C CORP MASS	COM	268648102	2301	131720	SH	DEFINE

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

E M C CORP MASS	COM	268648102	34	1940	SH	DEFINE
E M C CORP MASS	COM	268648102	450	25750	SH	DEFINE
E M C CORP MASS	COM	268648102	176	10100	SH	DEFINE
E M C CORP MASS	NOTE	1.750%12/0268648AM4	12563	10000000	PRN	DEFINE
EASTMAN KODAK CO	COM	277461109	1	150	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	71777	17008742	SH	DEFINE
EATON CORP	COM	278058102	4568	71800	SH	DEFINE
EATON CORP	COM	278058102	3443	54114	SH	DEFINE
EATON CORP	COM	278058102	3881	61000	SH	DEFINE
EBAY INC	COM	278642103	1	50	SH	DEFINE
EBAY INC	COM	278642103	11942	507313	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	2518	198400	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	401	31600	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	1261	99400	SH	DEFINE
ECOLAB INC	COM	278865100	129817	2911990	SH	DEFINE
ECOLAB INC	COM	278865100	828	18580	SH	DEFINE
ECOLAB INC	COM	278865100	1179	26454	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2997	199811	SH	DEFINE
EDISON INTL	COM	281020107	64795	1863000	SH	DEFINE
EDISON INTL	COM	281020107	97	2793	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	52284	602000	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	477	5490	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	746	8595	SH	DEFINE
EL PASO CORP	COM	28336L109	308	31376	SH	DEFINE
EL PASO CORP	COM	28336L109	2060	209590	SH	DEFINE
EL PASO CORP	COM	28336L109	511	52000	SH	DEFINE
EL PASO CORP	COM	28336L109	68627	6981379	SH	DEFINE
ELAN PLC	ADR	284131208	7755	1189341	SH	DEFINE
ELAN PLC	ADR	284131208	4561	699489	SH	DEFINE
ELAN PLC	ADR	284131208	338	51840	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	41801	2945000	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	2370	167000	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	9321	861523	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	71	3200	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	1596	72170	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	367	16620	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	3541	159828	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	91858	4154605	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	169032	7645038	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	21836	811750	SH	DEFINE
EMERSON ELEC CO	COM	291011104	43537	1022000	SH	DEFINE
EMERSON ELEC CO	COM	291011104	23747	557447	SH	DEFINE
EMERSON ELEC CO	COM	291011104	13	300	SH	OTHER
EMERSON ELEC CO	COM	291011104	256	6000	SH	DEFINE
EMPLOYERS HOLDINGS INC	COM	292218104	4561	297300	SH	DEFINE
ENBRIDGE INC	COM	29250N105	43466	940171	SH	DEFINE
ENCANA CORP	COM	292505104	36	1100	SH	DEFINE
ENCANA CORP	COM	292505104	3325	102605	SH	DEFINE
ENCANA CORP	COM	292505104	92145	2836923	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	853	41600	SH	DEFINE
ENERGEN CORP	COM	29265N108	36789	786100	SH	DEFINE
ENERGEN CORP	COM	29265N108	183	3900	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	1245	20316	SH	DEFINE
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	459	15000	SH	DEFINE
ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	215	4775	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	577	25127	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	11175	484951	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	483	9537	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	29468	582252	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	15835	312240	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	2996	59205	SH	DEFINE
ENSTAR GROUP LIMITED	SHS	G3075P101	8259	113109	SH	DEFINE

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

ENERGY CORP NEW	COM	29364G103	45192	552200	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	94116	1150000	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	1884	23021	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	113150	1382574	SH	DEFINE
ENTERPRISE GP HLDGS L P	UNIT LP INT	293716106	243	7900	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	5286	168279	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	1363	43400	SH	DEFINE
EOG RES INC	COM	26875P101	15082	155000	SH	DEFINE
EOG RES INC	COM	26875P101	799	8210	SH	DEFINE
EQUIFAX INC	COM	294429105	12356	400000	SH	DEFINE
EQUIFAX INC	COM	294429105	228	7380	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	1035	20500	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	9362	185500	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	146	2900	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1	33	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	7996	236718	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	3087	91400	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	26106	772819	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	422	12500	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	4487	488248	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	9208	1000331	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	35739	3888850	SH	DEFINE
ERIE INDTY CO	CL A	29530P102	153806	3941724	SH	DEFINE
ERIE INDTY CO	CL A	29530P102	31	800	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	41256	1150800	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	2931	153299	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	619	7400	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	5345	63900	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	84	1000	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	20418	1521450	SH	DEFINE
EURAND N V	SHS	N31010106	2653	200800	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	3028	99600	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	544	17900	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	1529	50300	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	619	7223	SH	DEFINE
EXELON CORP	COM	30161N101	124049	2538340	SH	DEFINE
EXELON CORP	COM	30161N101	9232	188910	SH	DEFINE
EXELON CORP	COM	30161N101	244	5000	SH	DEFINE
EXELON CORP	COM	30161N101	258146	5282301	SH	DEFINE
EXELON CORP	COM	30161N101	46	950	SH	DEFINE
EXELON CORP	COM	30161N101	3769	76987	SH	DEFINE
EXELON CORP	COM	30161N101	244	5000	SH	DEFINE
EXELON CORP	COM	30161N101	989	20236	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	7716	300100	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	800	31130	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	193462	7524759	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	99606	2868014	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	1619	46603	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	19	540	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	168	4840	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	132	3800	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	347	9990	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	181539	2099930	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	9694	112136	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	899	10400	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	28	320	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	403	4660	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	138	1600	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	1672	19340	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	26169	1220000	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	137504	6410426	SH	DEFINE
EXTERRAN HLDGS INC	NOTE	4.250% 6/130225XAA1	23500	20000000	PRN	DEFINE

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

EXXON MOBIL CORP	COM	30231G102	3137	46000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1127508	16534798	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	242278	3552986	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2182	32000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	88	1290	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	11510	168637	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	423	6200	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2190	32119	SH	DEFINE
F M C CORP	COM NEW	302491303	647	11600	SH	DEFINE
F M C CORP	COM NEW	302491303	5147	92272	SH	DEFINE
F5 NETWORKS INC	COM	315616102	15263	288086	SH	DEFINE
F5 NETWORKS INC	COM	315616102	8581	161964	SH	DEFINE
FACET BIOTECH CORP	SHS	30303Q103	3117	177320	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	91597	1390570	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	2299	34900	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1180	17908	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	187890	6751330	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	58	2100	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	75	2700	SH	DEFINE
FARMER BROS CO	COM	307675108	41326	2093533	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	5947	277400	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	954	44500	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	2701	125961	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	10882	507402	SH	DEFINE
FASTENAL CO	COM	311900104	500	12000	SH	DEFINE
FASTENAL CO	COM	311900104	1536	36883	SH	DEFINE
FASTENAL CO	COM	311900104	662	15900	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	11242	606994	SH	DEFINE
FEDERAL NATL MTG ASSN	CONV PFD SR 08-1	313586745	8910	5180500	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	542	8000	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1368	20200	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	11905	175800	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	196	2900	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	6	1000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	28548	4742243	SH	DEFINE
FEDERATED INVS INC PA	CL B	314211103	231	8416	SH	DEFINE
FEDEX CORP	COM	31428X106	33364	399809	SH	DEFINE
FEDEX CORP	COM	31428X106	4951	59333	SH	DEFINE
FEDEX CORP	COM	31428X106	1277	15300	SH	DEFINE
FEDEX CORP	COM	31428X106	15158	181640	SH	DEFINE
FEDEX CORP	COM	31428X106	212	2540	SH	DEFINE
FEDEX CORP	COM	31428X106	548	6570	SH	DEFINE
FEDEX CORP	COM	31428X106	15676	187853	SH	DEFINE
FEDEX CORP	COM	31428X106	127	1517	SH	DEFINE
FEDEX CORP	COM	31428X106	2635	31580	SH	DEFINE
FEDEX CORP	COM	31428X106	286432	3432383	SH	DEFINE
FEDEX CORP	COM	31428X106	7752	92890	SH	DEFINE
FEDEX CORP	COM	31428X106	124	1480	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	8410	2336170	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	281	78000	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	795	220700	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	41839	3849000	SH	DEFINE
FERRO CORP	COM	315405100	92	11137	SH	DEFINE
FIDELITY NATL INFORMATION SV	COM	31620M106	295	12576	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	1	186	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	291	106100	SH	DEFINE
FIRST CLOVER LEAF FIN CORP	COM	31969M105	3205	436070	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	2653	235000	SH	DEFINE
FIRST SOLAR INC	COM	336433107	1696	12525	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	259988	5597150	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	736	15836	SH	DEFINE
FISERV INC	COM	337738108	974	20086	SH	DEFINE

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

FLEXSTEEL INDS INC	COM	339382103	2302	225000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1197	163730	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	284	38907	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	12216	1671170	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	2237	306000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	51975	7110080	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	22900	3132686	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1	129	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1683	230180	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	342242	46818297	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	103829	14203681	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	63	8610	SH	DEFINE
FLIR SYS INC	COM	302445101	190984	5836909	SH	DEFINE
FLIR SYS INC	COM	302445101	530	16200	SH	DEFINE
FLIR SYS INC	COM	302445101	40	1220	SH	DEFINE
FLIR SYS INC	COM	302445101	309	9430	SH	DEFINE
FLIR SYS INC	COM	302445101	1525	46600	SH	DEFINE
FLIR SYS INC	COM	302445101	232	7100	SH	DEFINE
FLIR SYS INC	COM	302445101	7768	237324	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	130336	1378780	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	286	3025	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	26	270	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	1968	20820	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	132	1400	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	1294	13685	SH	DEFINE
FLUOR CORP NEW	COM	343412102	42884	952130	SH	DEFINE
FLUOR CORP NEW	COM	343412102	11495	255211	SH	DEFINE
FLUOR CORP NEW	COM	343412102	27	590	SH	DEFINE
FLUOR CORP NEW	COM	343412102	277	6150	SH	DEFINE
FLUOR CORP NEW	COM	343412102	131	2900	SH	DEFINE
FLUOR CORP NEW	COM	343412102	656	14559	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	172639	2984766	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	297	5130	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	1471	25427	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	71074	1484412	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	6001	1151195	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	17946	450000	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	164	4100	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	11000	1100000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	1751	175135	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	2819	281900	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	442	37490	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	3406	289170	SH	DEFINE
FOREST LABS INC	COM	345838106	1376	42849	SH	DEFINE
FOREST LABS INC	COM	345838106	1392	43350	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	7	334	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	51078	2323852	SH	DEFINE
FORMFACTOR INC	COM	346375108	11717	538460	SH	DEFINE
FORMFACTOR INC	COM	346375108	796	36600	SH	DEFINE
FORMFACTOR INC	COM	346375108	2259	103800	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	4791	110900	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	511	11832	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	67	1544	SH	DEFINE
FORWARD AIR CORP	COM	349853101	12408	495333	SH	DEFINE
FOSSIL INC	COM	349882100	32684	973886	SH	DEFINE
FOSTER WHEELER AG	COM	H27178104	1485	50450	SH	DEFINE
FPL GROUP INC	COM	302571104	451783	8553250	SH	DEFINE
FPL GROUP INC	COM	302571104	15899	301006	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	20	800	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	18459	729557	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	11382	450965	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	20873	717782	SH	DEFINE

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

FRANKLIN ELEC INC	COM	353514102	15	500	SH	DEFINE
FRANKLIN RES INC	COM	354613101	51896	492602	SH	DEFINE
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	139	11627	SH	SOLE
FREDS INC	CL A	356108100	37158	3642900	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	50826	441200	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	7891	68494	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	272	2350	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	1789	15527	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	COM	35671D857	7609	94773	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	COM	35671D857	11989	149322	SH	DEFINE
FREEDPORT-MCMORAN COPPER & GO	COM	35671D857	1457	18150	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1283	24200	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	545	69837	SH	DEFINE
FRONTIER OIL CORP	COM	35914P105	3318	275600	SH	DEFINE
FTI CONSULTING INC	COM	302941109	4933	104600	SH	DEFINE
FTI CONSULTING INC	COM	302941109	868	18400	SH	DEFINE
FTI CONSULTING INC	COM	302941109	2490	52800	SH	DEFINE
FURMANITE CORPORATION	COM	361086101	9084	2384200	SH	DEFINE
FURNITURE BRANDS INTL INC	COM	360921100	12944	2370709	SH	DEFINE
GAIAM INC	CL A	36268Q103	3656	475400	SH	DEFINE
GAIAM INC	CL A	36268Q103	778	101140	SH	DEFINE
GAIAM INC	CL A	36268Q103	2232	290200	SH	DEFINE
GAIAM INC	CL A	36268Q103	2878	374163	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	58141	2582900	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	7	300	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	47	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	3790	172733	SH	DEFINE
GAMMON GOLD INC	COM	36467T106	38857	3520300	SH	DEFINE
GAP INC DEL	COM	364760108	315	15030	SH	DEFINE
GAP INC DEL	COM	364760108	569	27139	SH	DEFINE
GAP INC DEL	COM	364760108	1666	79500	SH	DEFINE
GAP INC DEL	COM	364760108	661	31570	SH	DEFINE
GAP INC DEL	COM	364760108	84303	4024011	SH	DEFINE
GARDNER DENVER INC	COM	365558105	39529	929000	SH	DEFINE
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	2690	120200	SH	DEFINE
GENCORP INC	COM	368682100	21920	3131390	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	102259	1500060	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	10103	148196	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	68	1000	SH	OTHER
GENERAL DYNAMICS CORP	COM	369550108	607	8900	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	28	410	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	169	2479	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	75	1100	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	1556	22821	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	4665	308300	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	34258	2264260	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	88988	5881585	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	53	3500	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	1372	90700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	9943	657180	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	3360	222094	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	32015	2114234	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	699	46200	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	58033	3835616	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	2663	176028	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	823	54420	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	372793	24639326	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	33901	2240680	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	77	5080	SH	DEFINE
GENERAL MARITIME CORP NEW	SHS	Y2693R101	1439	205800	SH	DEFINE
GENERAL MARITIME CORP NEW	SHS	Y2693R101	3	500	SH	DEFINE
GENERAL MLS INC	COM	370334104	4410	62277	SH	DEFINE

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

GENERAL MLS INC	COM	370334104	174048	2457952	SH	DEFINE
GENERAL MLS INC	COM	370334104	12085	170674	SH	DEFINE
GENESEE & WYO INC	CL A	371559105	34641	1061300	SH	DEFINE
GENTEX CORP	COM	371901109	37884	2122350	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	2385	1059800	SH	DEFINE
GENUINE PARTS CO	COM	372460105	103	2708	SH	DEFINE
GENUINE PARTS CO	COM	372460105	7111	187337	SH	DEFINE
GENUINE PARTS CO	COM	372460105	821	21629	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	20430	1800000	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	67	5900	SH	DEFINE
GENZYME CORP	COM	372917104	44580	909620	SH	DEFINE
GENZYME CORP	COM	372917104	677	13808	SH	DEFINE
GENZYME CORP	COM	372917104	29	590	SH	DEFINE
GENZYME CORP	COM	372917104	308	6280	SH	DEFINE
GENZYME CORP	COM	372917104	147	3000	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	31503	3818550	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	6	700	SH	DEFINE
GIBRALTAR INDS INC	COM	374689107	50963	3239849	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	66	2700	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	128306	5245194	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	139735	3228620	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	42625	984866	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	35	800	SH	OTHER
GILEAD SCIENCES INC	COM	375558103	7252	167550	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	36	840	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1039	24000	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	245	5670	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	3540	81800	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	138	3200	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	335	7738	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1342	31000	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/03	375558AH6	12388	10000000	PRN	DEFINE
GLATFELTER	COM	377316104	23419	1927476	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1824	43181	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	3870	91360	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	19160	452850	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	28210	3956530	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	3849	539800	SH	DEFINE
GLOBE SPECIALTY METALS INC	COM	37954N206	29055	3090952	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	42675	3255128	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	107218	2725490	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	269	6850	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	3536	89900	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	9782	3150000	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	3487	1124400	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	9286	55000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	13325	78922	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	1947	11530	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	4706	27875	SH	DEFINE
GOOGLE INC	CL A	38259P508	245339	395720	SH	DEFINE
GOOGLE INC	CL A	38259P508	27210	43889	SH	DEFINE
GOOGLE INC	CL A	38259P508	139	225	SH	OTHER
GOOGLE INC	CL A	38259P508	2654	4280	SH	DEFINE
GOOGLE INC	CL A	38259P508	42	68	SH	DEFINE
GOOGLE INC	CL A	38259P508	508	820	SH	DEFINE
GOOGLE INC	CL A	38259P508	186	300	SH	DEFINE
GOOGLE INC	CL A	38259P508	839	1353	SH	DEFINE
GPO AEROPORTUARIO DEL PAC SA	SPON ADR B	400506101	25546	817221	SH	DEFINE
GRACO INC	COM	384109104	56924	1992433	SH	DEFINE
GRACO INC	COM	384109104	778	27225	SH	DEFINE
GRACO INC	COM	384109104	80	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	939	9700	SH	DEFINE

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

GRAINGER W W INC	COM	384802104	53257	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	595	6142	SH	DEFINE
GRAN TIERRA ENERGY INC	COM	38500T101	7836	1367500	SH	DEFINE
GREAT BASIN GOLD LTD	COM	390124105	24596	14284000	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	9276	478400	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	15512	800000	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	90	4666	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	474	23900	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	615	31715	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	17306	892533	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	6505	335471	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	39438	589500	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	6298	94135	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	87	1300	SH	OTHER
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	489	7312	SH	DEFINE
GREATBATCH INC	COM	39153L106	9571	497546	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A	398231100	4894	168000	SH	DEFINE
GRIFFON CORP	COM	398433102	1902	155631	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM	398905109	39931	1408509	SH	DEFINE
GROUPE CGI INC	CL A SUB VTG	39945C109	18939	1398050	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	6619	260700	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	876	34500	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	2491	98100	SH	DEFINE
GTSI CORP	COM	36238K103	3106	625000	SH	DEFINE
GUANGSHEN RY LTD	SPONSORED ADR	40065W107	261	12850	SH	DEFINE
GUARANTY BANCORP DEL	COM	40075T102	14177	10740191	SH	DEFINE
GUESS INC	COM	401617105	91542	2164100	SH	DEFINE
GUESS INC	COM	401617105	376	8900	SH	DEFINE
GUESS INC	COM	401617105	1079	25500	SH	DEFINE
GUESS INC	COM	401617105	989	23373	SH	DEFINE
GYMBOREE CORP	COM	403777105	16791	386100	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	3761	221100	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	693	40730	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	1854	109000	SH	DEFINE
HALLIBURTON CO	COM	406216101	61722	2051240	SH	DEFINE
HALLIBURTON CO	COM	406216101	391	12994	SH	DEFINE
HALLIBURTON CO	COM	406216101	18054	599990	SH	DEFINE
HALLIBURTON CO	COM	406216101	1582	52590	SH	DEFINE
HALLIBURTON CO	COM	406216101	26621	884712	SH	DEFINE
HALLIBURTON CO	COM	406216101	55089	1830792	SH	DEFINE
HALLIBURTON CO	COM	406216101	3599	119623	SH	DEFINE
HALLIBURTON CO	COM	406216101	4172	138650	SH	DEFINE
HALLIBURTON CO	COM	406216101	197147	6551900	SH	DEFINE
HALLIBURTON CO	COM	406216101	9153	304180	SH	DEFINE
HALLIBURTON CO	COM	406216101	134	4450	SH	DEFINE
HALOZYME THERAPEUTICS INC	COM	40637H109	694	118200	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	3100	70788	SH	DEFINE
HANSEN NAT CORP	COM	411310105	109029	2839295	SH	DEFINE
HANSEN NAT CORP	COM	411310105	20135	524358	SH	DEFINE
HANSEN NAT CORP	COM	411310105	645	16800	SH	DEFINE
HANSEN NAT CORP	COM	411310105	17	450	SH	DEFINE
HANSEN NAT CORP	COM	411310105	199	5170	SH	DEFINE
HANSEN NAT CORP	COM	411310105	2051	53400	SH	DEFINE
HANSEN NAT CORP	COM	411310105	92	2400	SH	DEFINE
HANSEN NAT CORP	COM	411310105	935	24361	SH	DEFINE
HARDINGE INC	COM	412324303	6600	1200000	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	829	32900	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	21120	838096	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	212	8400	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	80770	3205140	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	3499	99190	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	3	88	SH	DEFINE

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

HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	13730	1350000	SH	DEFINE
HARRIS CORP DEL	COM	413875105	896	18843	SH	DEFINE
HARTE-HANKS INC	COM	416196103	485	45000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	164	7041	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	1461	62800	SH	DEFINE
HASBRO INC	COM	418056107	39466	1231000	SH	DEFINE
HAVERTY FURNITURE INC	COM	419596101	18741	1365000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	12540	600000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	42	2000	SH	DEFINE
HCP INC	COM	40414L109	46	1500	SH	DEFINE
HCP INC	COM	40414L109	2217	72600	SH	DEFINE
HCP INC	COM	40414L109	19645	643271	SH	DEFINE
HCP INC	COM	40414L109	312	10200	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	1299	29300	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	10868	245210	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	191	4300	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	12573	585900	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	7635	500000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	18	1181	SH	DEFINE
HECLA MNG CO	COM	422704106	7416	1200000	SH	DEFINE
HEICO CORP NEW	COM	422806109	5273	118947	SH	DEFINE
HEICO CORP NEW	COM	422806109	754	17000	SH	DEFINE
HEICO CORP NEW	COM	422806109	2177	49100	SH	DEFINE
HEINZ H J CO	COM	423074103	13005	304144	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	26141	2224800	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	5985	509400	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	348	29600	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1001	85200	SH	DEFINE
HERSHEY CO	COM	427866108	944	26365	SH	DEFINE
HESS CORP	COM	42809H107	13876	229350	SH	DEFINE
HESS CORP	COM	42809H107	1188	19632	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	4662	90500	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	207754	4033275	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	36577	710100	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	69	1340	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	748	14530	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	304	5900	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	725	14076	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	40956	1862500	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	984	29500	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	8603	257950	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	140	4200	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	54230	2260505	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	34	1400	SH	DEFINE
HILLENBRAND INC	COM	431571108	51963	2758104	SH	DEFINE
HILLENBRAND INC	COM	431571108	63837	3388360	SH	DEFINE
HILLENBRAND INC	COM	431571108	26	1400	SH	DEFINE
HILLTOP HOLDINGS INC	COM	432748101	4441	381500	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	40012	981880	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	462	11346	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	2435	50000	SH	DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	6910	269600	SH	DEFINE
HOLOGIC INC	COM	436440101	518	35700	SH	DEFINE
HOME DEPOT INC	COM	437076102	4418	152700	SH	DEFINE
HOME DEPOT INC	COM	437076102	17300	598000	SH	DEFINE
HOME DEPOT INC	COM	437076102	25628	885878	SH	DEFINE
HOME DEPOT INC	COM	437076102	17	600	SH	OTHER
HOME DEPOT INC	COM	437076102	1617	55900	SH	DEFINE
HOME DEPOT INC	COM	437076102	15686	542220	SH	DEFINE
HOME DEPOT INC	COM	437076102	2590	89520	SH	DEFINE
HOME DEPOT INC	COM	437076102	5707	197005	SH	DEFINE
HOME DEPOT INC	COM	437076102	571	19750	SH	DEFINE

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

HOME DEPOT INC	COM	437076102	15015	519006	SH	DEFINE
HOME DEPOT INC	COM	437076102	1912	66092	SH	DEFINE
HOME DEPOT INC	COM	437076102	2103	72700	SH	DEFINE
HOME DEPOT INC	COM	437076102	234405	8102494	SH	DEFINE
HOME DEPOT INC	COM	437076102	11571	399960	SH	DEFINE
HOME DEPOT INC	COM	437076102	59	2040	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	5379	158668	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	21996	561120	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	1254	32000	SH	DEFINE
HOOKER FURNITURE CORP	COM	439038100	19607	1585034	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	3366	144600	SH	DEFINE
HOSPIRA INC	COM	441060100	1090	21373	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	48	4089	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	3263	279592	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	27891	2389949	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	445	38101	SH	DEFINE
HOUSTON WIRE & CABLE CO	COM	44244K109	2597	218096	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	7	117	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	26696	467619	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	1717	30080	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	4462	78086	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	77	1355	SH	DEFINE
HSN INC	COM	404303109	1212	60020	SH	DEFINE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	206	9200	SH	DEFINE
HUBBELL INC	CL B	443510201	568	11999	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	62219	4531599	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	230	16785	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	8436	275700	SH	DEFINE
HUMANA INC	COM	444859102	1770	40325	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	936	29000	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	36570	1133250	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	647	20047	SH	DEFINE
HURCO COMPANIES INC	COM	447324104	1601	108200	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	1712	74300	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	320	13870	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	846	36732	SH	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	3073	150050	SH	DEFINE
IAMGOLD CORP	COM	450913108	30288	1932000	SH	DEFINE
IAMGOLD CORP	COM	450913108	8237	524400	SH	DEFINE
ICF INTL INC	COM	44925C103	10232	381800	SH	DEFINE
ICF INTL INC	COM	44925C103	533	19900	SH	DEFINE
ICF INTL INC	COM	44925C103	1512	56400	SH	DEFINE
ICICI BK LTD	ADR	45104G104	6201	164448	SH	DEFINE
ICICI BK LTD	ADR	45104G104	147	3900	SH	DEFINE
ICICI BK LTD	ADR	45104G104	7085	187879	SH	DEFINE
ICICI BK LTD	ADR	45104G104	9882	262040	SH	DEFINE
ICICI BK LTD	ADR	45104G104	17730	469869	SH	DEFINE
ICICI BK LTD	ADR	45104G104	182930	4850955	SH	DEFINE
ICICI BK LTD	ADR	45104G104	74404	1973046	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	12742	1007310	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	722	57100	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	19	1520	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	188	14840	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	2059	162800	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	128	10100	SH	DEFINE
IDACORP INC	COM	451107106	19215	601400	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	3844	80100	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	47990	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2762	57549	SH	DEFINE
ILLUMINA INC	COM	452327109	11805	385150	SH	DEFINE
ILLUMINA INC	COM	452327109	245	8000	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	3142	231000	SH	DEFINE

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

IMPAX LABORATORIES INC	COM	45256B101	556	40900	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	1595	117300	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	6711	493188	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	795	20562	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	20440	528430	SH	DEFINE
IMS HEALTH INC	COM	449934108	10530	500000	SH	DEFINE
IMS HEALTH INC	COM	449934108	724	34393	SH	DEFINE
IMS HEALTH INC	COM	449934108	2344	111310	SH	DEFINE
INDIA FD INC	COM	454089103	1311	42691	SH	DEFINE
INDIA FD INC	COM	454089103	1968	64120	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	1293	50000	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	105	1900	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	48245	872900	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	34	3500	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	2296	234074	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	15043	1526379	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	656	66863	SH	DEFINE
INGERSOLL-RAND GLOBAL HLDG C	NOTE 4.500% 4/1	45687AAD4	18518	9000000	PRN	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	35811	1002000	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	637	17812	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	2366	66200	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	247	6900	SH	DEFINE
INHIBITEX INC	COM	45719T103	104	112787	SH	DEFINE
INSPIRE PHARMACEUTICALS INC	COM	457733103	1725	312500	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	1391	107023	SH	DEFINE
INTEL CORP	COM	458140100	191399	9382300	SH	DEFINE
INTEL CORP	COM	458140100	70794	3470315	SH	DEFINE
INTEL CORP	COM	458140100	55	2700	SH	OTHER
INTEL CORP	COM	458140100	39	1910	SH	DEFINE
INTEL CORP	COM	458140100	2057	99947	SH	DEFINE
INTEL CORP	COM	458140100	198	9700	SH	DEFINE
INTEL CORP	COM	458140100	3130	153434	SH	DEFINE
INTEL CORP	SDCV 2.950%12/1	458140AD2	1940	2000000	PRN	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	227	2025	SH	DEFINE
INTERMEC INC	COM	458786100	6	501	SH	DEFINE
INTERMEC INC	COM	458786100	3675	285473	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	96002	733400	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	129243	987340	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	163214	1246859	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1001	7650	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	73	560	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	8330	63486	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	406	3100	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1910	14593	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	193	10257	SH	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	11154	359000	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	285	38667	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	4231	573370	SH	DEFINE
INTERVAL LEISURE GROUP INC	COM	46113M108	748	60020	SH	DEFINE
INTL PAPER CO	COM	460146103	946	35329	SH	DEFINE
INTL PAPER CO	COM	460146103	188591	7042248	SH	DEFINE
INTUIT	COM	461202103	1474	48000	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	160366	528700	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	2772	9139	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	1352	4456	SH	DEFINE
INVESCO LTD	SHS	G491BT108	16698	710840	SH	DEFINE
INVESCO LTD	SHS	G491BT108	7753	330054	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1261	53700	SH	DEFINE
INVESCO LTD	SHS	G491BT108	956	40695	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1058	45020	SH	DEFINE
INVESCO LTD	SHS	G491BT108	5870	249900	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1402	59700	SH	DEFINE

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

INVESCO LTD	SHS	G491BT108	80808	3440117	SH	DEFINE
INVESCO LTD	SHS	G491BT108	21333	908154	SH	DEFINE
INVESCO LTD	SHS	G491BT108	78	3317	SH	DEFINE
INVITROGEN CORP	NOTE 3.250% 6/1	46185RAM2	901	760000	PRN	DEFINE
IRELAND BK	SPONSORED ADR	46267Q103	1245	162550	SH	DEFINE
IRON MTN INC	COM	462846106	1845	81065	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	745	6940	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	3575	156545	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	2419	105890	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	11	500	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	5713	76578	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	4062	54440	SH	DEFINE
ISHARES INC	MSCI CDA INDEX	464286509	66033	2507900	SH	DEFINE
ISHARES INC	MSCI EMU INDEX	464286608	255	6818	SH	DEFINE
ISHARES INC	MSCI SINGAPORE	464286673	367	32000	SH	DEFINE
ISHARES INC	MSCI TAIWAN	464286731	1095	84450	SH	DEFINE
ISHARES INC	MSCI STH AFRC	464286780	308	5500	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	349	35850	SH	DEFINE
ISHARES INC	MSCI HONG KONG	464286871	950	60650	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	383	23105	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	448	5100	SH	DEFINE
ISHARES TR	BARCLYS MBS BD	464288588	350	3301	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	32061	312155	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	211	2050	SH	DEFINE
ISHARES TR	BARCLYS 1-3YR CR	464288646	8028	77220	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	6722	183171	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	1657	45160	SH	DEFINE
ISHARES TR INDEX	DJ SEL DIV INX	464287168	1227	27938	SH	DEFINE
ISHARES TR INDEX	BARCLYS TIPS BD	464287176	16985	163478	SH	DEFINE
ISHARES TR INDEX	FTSE XNHUA IDX	464287184	14825	350722	SH	DEFINE
ISHARES TR INDEX	FTSE XNHUA IDX	464287184	3364	79580	SH	DEFINE
ISHARES TR INDEX	S&P 500 INDEX	464287200	2620	23472	SH	DEFINE
ISHARES TR INDEX	BARCLY USAGG B	464287226	283	2746	SH	DEFINE
ISHARES TR INDEX	MSCI EMERG MKT	464287234	78504	1891670	SH	DEFINE
ISHARES TR INDEX	MSCI EMERG MKT	464287234	166	4000	SH	OTHER
ISHARES TR INDEX	MSCI EMERG MKT	464287234	2866	69050	SH	DEFINE
ISHARES TR INDEX	IBOXX INV CPBD	464287242	10845	104125	SH	DEFINE
ISHARES TR INDEX	S&P NA NAT RES	464287374	504	14695	SH	DEFINE
ISHARES TR INDEX	BARCLYS 7-10 YR	464287440	447	5041	SH	DEFINE
ISHARES TR INDEX	BARCLYS 1-3 YR	464287457	1129	13615	SH	DEFINE
ISHARES TR INDEX	MSCI EAFE IDX	464287465	20113	363711	SH	DEFINE
ISHARES TR INDEX	RUSSELL MIDCAP	464287499	248	3001	SH	DEFINE
ISHARES TR INDEX	S&P MIDCAP 400	464287507	355	4907	SH	DEFINE
ISHARES TR INDEX	NASDQ BIO INDX	464287556	487	5950	SH	DEFINE
ISHARES TR INDEX	COHEN&ST RLTY	464287564	279	5307	SH	DEFINE
ISHARES TR INDEX	RUSSELL1000VAL	464287598	607	10575	SH	DEFINE
ISHARES TR INDEX	RUSSELL1000GRW	464287614	5974	119830	SH	DEFINE
ISHARES TR INDEX	RUSL 2000 GROW	464287648	22	330	SH	DEFINE
ISHARES TR INDEX	RUSL 2000 GROW	464287648	383	5623	SH	DEFINE
ISHARES TR INDEX	RUSSELL 2000	464287655	2231	35828	SH	DEFINE
ISHARES TR INDEX	RUSSELL 3000	464287689	289	4420	SH	DEFINE
ISHARES TR INDEX	DJ US UTILS	464287697	395	5280	SH	DEFINE
ISHARES TR INDEX	S&P SMLCAP 600	464287804	586	10700	SH	DEFINE
ISHARES TR INDEX	S&P SMLCP VALU	464287879	1789	30637	SH	DEFINE
ISHARES TR INDEX	S&P SMLCP GROW	464287887	1855	32469	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	33	3000	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	2131	191960	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1805	162653	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	4297	387120	SH	DEFINE
ISTAR FINL INC	COM	45031U101	30550	11933581	SH	DEFINE
ISTAR FINL INC	FRNT 10/045031UBF7		201335	365200000	PRN	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	63	2750	SH	DEFINE

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

ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	776340	33990370	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	1859	81402	SH	DEFINE
ITT CORP NEW	COM	450911102	1495	30066	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	1161	12100	SH	DEFINE
ITURAN LOCATION AND CONTROL	SHS	M6158M104	5469	425968	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	55353	3774700	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	556	37800	SH	DEFINE
IXIA	COM	45071R109	4816	647300	SH	DEFINE
IXIA	COM	45071R109	1009	135600	SH	DEFINE
IXIA	COM	45071R109	2925	393100	SH	DEFINE
IXIA	COM	45071R109	7979	1072136	SH	DEFINE
J CREW GROUP INC	COM	46612H402	23850	533080	SH	DEFINE
J CREW GROUP INC	COM	46612H402	537	12003	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	42619	1133190	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	3981	105859	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	11	300	SH	OTHER
JACOBS ENGR GROUP INC DEL	COM	469814107	8	200	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	38	1000	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	15	400	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	169	4499	SH	DEFINE
JAKKS PAC INC	COM	47012E106	28060	2315210	SH	DEFINE
JARDEN CORP	COM	471109108	28604	925390	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	537474	8344575	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	138059	2143443	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	155	2400	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	1353	21000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	50	770	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	21183	328626	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	206	3200	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	2530	39281	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	148730	5460000	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	640	23495	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	1286	47198	SH	DEFINE
JOHNSON OUTDOORS INC	CL A	479167108	1221	125000	SH	DEFINE
JOY GLOBAL INC	COM	481165108	26470	513080	SH	DEFINE
JOY GLOBAL INC	COM	481165108	4596	89080	SH	DEFINE
JOY GLOBAL INC	COM	481165108	26	500	SH	DEFINE
JOY GLOBAL INC	COM	481165108	468	9078	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	573575	13764710	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	43664	1047851	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	17	400	SH	OTHER
JPMORGAN CHASE & CO	COM	46625H100	1577	37850	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	9212	221070	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	22025	528555	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	555	13330	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	23995	575836	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	2770	66480	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	2531	60730	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	104537	2508676	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	13790	330930	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	76702	2875950	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	144	5385	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	698	26155	SH	DEFINE
K V PHARMACEUTICAL CO	CL A	482740206	2140	582798	SH	DEFINE
K12 INC	COM	48273U102	2453	121000	SH	DEFINE
K12 INC	COM	48273U102	424	20900	SH	DEFINE
K12 INC	COM	48273U102	1212	59800	SH	DEFINE
KAISER ALUMINUM CORP	COM PAR \$0.01	483007704	8865	213000	SH	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	9056	304389	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	28152	845650	SH	DEFINE
KAYDON CORP	COM	486587108	3093	86500	SH	DEFINE
KAYDON CORP	COM	486587108	840	23500	SH	DEFINE

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

KAYDON CORP	COM	486587108	2475	69221	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	713	14020	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	11527	226685	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1935	38060	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	14098	277163	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	332	6531	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	61941	1218103	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	171555	3373751	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	61	1200	SH	DEFINE
KBR INC	COM	48242W106	206	10868	SH	DEFINE
KELLOGG CO	COM	487836108	4644	87290	SH	DEFINE
KELLOGG CO	COM	487836108	1037	19500	SH	DEFINE
KELLY SVCS INC	CL A	488152208	29349	2460100	SH	DEFINE
KENNAMETAL INC	COM	489170100	39639	1529300	SH	DEFINE
KENNAMETAL INC	COM	489170100	609	23500	SH	DEFINE
KENNEDY-WILSON HLDGS INC	COM	489398107	3479	388740	SH	DEFINE
KID BRANDS INC	COM	49375T100	4337	990100	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	518	16900	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	4420	144100	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	71	2300	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	3485	54700	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	4794	75247	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	158	11700	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	87	6400	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	866	64000	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	7434	549454	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	119	8800	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	12815	210150	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	98	1600	SH	OTHER
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	223	3650	SH	DEFINE
KINDRED HEALTHCARE INC	COM	494580103	46720	2530902	SH	DEFINE
KINGSWAY FINL SVCS INC	COM	496904103	3990	2280617	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	64091	3478012	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	18	1000	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	14922	773550	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	561	29100	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	1595	82700	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	2981	653665	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	3056	669966	SH	DEFINE
KOHL'S CORP	COM	500255104	88859	1647670	SH	DEFINE
KOHL'S CORP	COM	500255104	1609	29830	SH	DEFINE
KOHL'S CORP	COM	500255104	16	300	SH	DEFINE
KOHL'S CORP	COM	500255104	180	3340	SH	DEFINE
KOHL'S CORP	COM	500255104	81	1500	SH	DEFINE
KOHL'S CORP	COM	500255104	1158	21468	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	394	13386	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	4503	152940	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	16148	546985	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	13001	441624	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	427	15700	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	5048	185736	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	310503	11423953	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	10696	393392	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	1006	37010	SH	DEFINE
KROGER CO	COM	501044101	375	18260	SH	DEFINE
KROGER CO	COM	501044101	336809	16405688	SH	DEFINE
KROGER CO	COM	501044101	2192	106780	SH	DEFINE
KROGER CO	COM	501044101	17565	855587	SH	DEFINE
KROGER CO	COM	501044101	2167	105564	SH	DEFINE
KROGER CO	COM	501044101	980	47740	SH	DEFINE
KROGER CO	COM	501044101	262	12760	SH	DEFINE
K-SWISS INC	CL A	482686102	31146	3133440	SH	DEFINE

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

KT CORP	SPONSORED ADR	48268K101	593	35231	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	7281	432873	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	2850	169470	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	178085	10587683	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	9198	546825	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2459	28277	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	109	1250	SH	OTHER
LA Z BOY INC	COM	505336107	25646	2691100	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1886	25200	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1279	17086	SH	DEFINE
LADISH INC	COM NEW	505754200	283	18738	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	85380	2177500	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	47	1200	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	1041	26543	SH	DEFINE
LAN AIRLINES S A	SPONSORED ADR	501723100	31238	1873893	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	246	11600	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	342	16100	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	2949	138900	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	47	2200	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	3010	62239	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	1773	61745	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	45	1550	SH	DEFINE
LAZARD LTD	SHS A	G54050102	41829	1101615	SH	DEFINE
LAZARD LTD	SHS A	G54050102	5609	147709	SH	DEFINE
LAZARD LTD	SHS A	G54050102	440	11586	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	20549	5255380	SH	DEFINE
LECG CORP	COM	523234102	5456	1825086	SH	DEFINE
LEGG MASON INC	COM	524901105	3072	101870	SH	DEFINE
LEGG MASON INC	COM	524901105	146	4830	SH	DEFINE
LEGG MASON INC	COM	524901105	3411	113100	SH	DEFINE
LEGG MASON INC	COM	524901105	52323	1734839	SH	DEFINE
LEGG MASON INC	COM	524901105	31709	1051348	SH	DEFINE
LEGG MASON INC	COM	524901105	1191	39473	SH	DEFINE
LEGG MASON INC	COM	524901105	759	25150	SH	DEFINE
LEGG MASON INC	COM	524901105	760	25200	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	41936	2055694	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	347	17000	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	45	2200	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	1220	30000	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	74	1830	SH	DEFINE
LENNAR CORP	CL A	526057104	6130	480000	SH	DEFINE
LENNAR CORP	CL B	526057302	472	48000	SH	DEFINE
LEUCADIA NATL CORP	COM	527288104	604	25400	SH	DEFINE
LEUCADIA NATL CORP	NOTE 3.750% 4/15	27288AX2	4347	3600000	PRN	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	987	45053	SH	DEFINE
LIBERTY MEDIA CORP	DEB 3.500% 1/15	30715AN1	4005	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	30715AR2	6040	10000000	PRN	DEFINE
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	162	14967	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	3466	108283	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	83	2600	SH	OTHER
LIBERTY PPTY TR	SH BEN INT	531172104	1658	51800	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	14956	467240	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	234	7300	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	119960	2296750	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	1236	23665	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	1102	21107	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	523	16100	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	985	30290	SH	DEFINE
LILLY ELI & CO	COM	532457108	14284	400000	SH	DEFINE
LILLY ELI & CO	COM	532457108	4976	139353	SH	DEFINE
LILLY ELI & CO	COM	532457108	1332	37300	SH	DEFINE
LILLY ELI & CO	COM	532457108	7	200	SH	DEFINE

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

LIMITED BRANDS INC	COM	532716107	66	3450	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	2180	113300	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	34452	644450	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	4	81	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	4352	174926	SH	DEFINE
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	7702	3348728	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	4704	809700	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	863	148500	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	2370	408000	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	6	1000	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	843	149750	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	17627	3130872	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	350	62230	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	5884	1045070	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	37675	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	4844	64286	SH	DEFINE
LOEWS CORP	COM	540424108	743	20450	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	2565	150000	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	20	1150	SH	DEFINE
LOGMEIN INC	COM	54142L109	325	16300	SH	DEFINE
LORILLARD INC	COM	544147101	676	8430	SH	DEFINE
LORILLARD INC	COM	544147101	589343	7345663	SH	DEFINE
LOWES COS INC	COM	548661107	9741	416448	SH	DEFINE
LOWES COS INC	COM	548661107	6666	285000	SH	DEFINE
LOWES COS INC	COM	548661107	1076	46000	SH	DEFINE
LOWES COS INC	COM	548661107	2847	121700	SH	DEFINE
LOWES COS INC	COM	548661107	3415	146000	SH	DEFINE
LOWES COS INC	COM	548661107	1333	57000	SH	DEFINE
LSI CORPORATION	COM	502161102	2	385	SH	DEFINE
LSI CORPORATION	COM	502161102	308195	51280440	SH	DEFINE
LUBRIZOL CORP	COM	549271104	146	2000	SH	DEFINE
LUBRIZOL CORP	COM	549271104	1618	22175	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	596	19810	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	795	30950	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	2075	80800	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1012	39400	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	924	36000	SH	DEFINE
M & T BK CORP	COM	55261F104	1338	20000	SH	DEFINE
M & T BK CORP	COM	55261F104	416	6215	SH	DEFINE
M D C HLDGS INC	COM	552676108	44634	1437950	SH	DEFINE
M/I HOMES INC	COM	55305B101	16798	1616750	SH	DEFINE
MACERICH CO	COM	554382101	779	21680	SH	DEFINE
MACERICH CO	COM	554382101	6762	188090	SH	DEFINE
MACERICH CO	COM	554382101	113	3130	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	14	400	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	792	22900	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	7014	202900	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	111	3200	SH	DEFINE
MACYS INC	COM	55616P104	208	12406	SH	DEFINE
MACYS INC	COM	55616P104	1668	99500	SH	DEFINE
MAG SILVER CORP	COM	55903Q104	9602	1602100	SH	DEFINE
MAGNA INTL INC	CL A	559222401	2635	52000	SH	DEFINE
MAIDEN HOLDINGS LTD	SHS	G5753U112	1690	230850	SH	DEFINE
MANPOWER INC	COM	56418H100	1104	20235	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	17790	970000	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	48	2600	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	462	25178	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	107143	5833939	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	3292	345400	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	162	17000	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	458	48100	SH	DEFINE
MARATHON OIL CORP	COM	565849106	47041	1506760	SH	DEFINE

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

MARATHON OIL CORP	COM	565849106	1200	38427	SH	DEFINE
MARATHON OIL CORP	COM	565849106	272954	8742936	SH	DEFINE
MARATHON OIL CORP	COM	565849106	42	1340	SH	DEFINE
MARATHON OIL CORP	COM	565849106	455	14590	SH	DEFINE
MARATHON OIL CORP	COM	565849106	187	6000	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	4122	355000	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	9	800	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	3866	332809	SH	DEFINE
MARKEL CORP	COM	570535104	6268	18435	SH	DEFINE
MARKEL CORP	COM	570535104	918	2700	SH	DEFINE
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	910	19700	SH	DEFINE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	236	5400	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	16672	755080	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	914	41375	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	5937	268880	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	7364	333498	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1980	89696	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1417	64160	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	2347	106280	SH	DEFINE
MARSHALL & ILSLEY CORP NEW	COM	571837103	162	29764	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	8047	90000	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	930	10406	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	701	33800	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	274	13200	SH	DEFINE
MASCO CORP	COM	574599106	1893	137100	SH	DEFINE
MASCO CORP	COM	574599106	52	3800	SH	DEFINE
MASIMO CORP	COM	574795100	35907	1180360	SH	DEFINE
MASIMO CORP	COM	574795100	837	27500	SH	DEFINE
MASIMO CORP	COM	574795100	2379	78200	SH	DEFINE
MASIMO CORP	COM	574795100	519	17068	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	285531	1115440	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	1277	4989	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	2325	9083	SH	DEFINE
MATTEL INC	COM	577081102	10	487	SH	DEFINE
MATTEL INC	COM	577081102	398547	19947304	SH	DEFINE
MATTEL INC	COM	577081102	13715	686414	SH	DEFINE
MATTEL INC	COM	577081102	1075	53820	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	70767	3486070	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	1502	74000	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	144389	7112752	SH	DEFINE
MCAFEE INC	COM	579064106	78247	1928690	SH	DEFINE
MCAFEE INC	COM	579064106	26	640	SH	DEFINE
MCAFEE INC	COM	579064106	807	19890	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	143818	3980572	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	537	14859	SH	DEFINE
MCDONALDS CORP	COM	580135101	2735	43800	SH	DEFINE
MCDONALDS CORP	COM	580135101	26991	432272	SH	DEFINE
MCDONALDS CORP	COM	580135101	31	500	SH	DEFINE
MCDONALDS CORP	COM	580135101	12980	207841	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	12648	377450	SH	DEFINE
MCKESSON CORP	COM	58155Q103	225	3601	SH	DEFINE
MDS INC	COM	55269P302	40648	5216969	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	45097	1031970	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	10890	249204	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	249	5700	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM CL A	582839106	825	18876	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	43137	1506700	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	239445	8363430	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	7210	383105	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	6166	96480	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	21683	339271	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	45	700	SH	OTHER

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

MEDIDATA SOLUTIONS INC	COM	58471A105	2733	175200	SH	DEFINE
MEDIDATA SOLUTIONS INC	COM	58471A105	498	31900	SH	DEFINE
MEDIDATA SOLUTIONS INC	COM	58471A105	1392	89200	SH	DEFINE
MEDTRONIC INC	COM	585055106	21218	482450	SH	DEFINE
MEDTRONIC INC	COM	585055106	8071	183512	SH	DEFINE
MEDTRONIC INC	COM	585055106	47	1060	SH	DEFINE
MEDTRONIC INC	COM	585055106	9422	214235	SH	DEFINE
MEDTRONIC INC	COM	585055106	2620	59570	SH	DEFINE
MEDTRONIC INC	COM	585055106	193088	4390359	SH	DEFINE
MEDTRONIC INC	COM	585055106	8464	192460	SH	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	2489	182740	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	40979	1945800	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	6484	125000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	2285	44056	SH	DEFINE
MERCER INS GROUP INC	COM	587902107	2835	156046	SH	DEFINE
MERCER INTL INC	COM	588056101	1325	430300	SH	DEFINE
MERCER INTL INC	NOTE	8.500%10/1588056AG6	6825	7000000	PRN	DEFINE
MERCK & CO INC NEW	COM	58933Y105	6519	178417	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	1195777	32725163	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	91263	2497622	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	161	4400	SH	OTHER
MERCK & CO INC NEW	COM	58933Y105	1762	48212	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	20380	557755	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5047	138117	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	42325	1157715	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	123290	3374121	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5101	139609	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	4764	130380	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	540277	14785908	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	38059	1041584	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	208	5705	SH	DEFINE
MERCK & CO INC NEW	PFD CONV 6%	58933Y204	287	1110	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	18492	471019	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	90	2300	SH	DEFINE
METHANEX CORP	COM	59151K108	185	9500	SH	DEFINE
METHANEX CORP	COM	59151K108	46398	2366961	SH	DEFINE
METHODE ELECTRS INC	COM	591520200	3102	356803	SH	DEFINE
METLIFE INC	COM	59156R108	22808	645200	SH	DEFINE
METLIFE INC	COM	59156R108	418	11812	SH	DEFINE
METLIFE INC	COM	59156R108	1866	52800	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	43403	413400	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	61714	587808	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	8574	81651	SH	DEFINE
MF GLOBAL LTD	SHS	G60642108	49367	7103210	SH	DEFINE
MI DEVS INC	CL A SUB VTG	55304X104	20219	1650100	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	74080	2549210	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	16173	556535	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	272	9350	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	167	5760	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	2269	78076	SH	DEFINE
MICRON TECHNOLOGY INC	NOTE	1.875% 6/0595112AH6	19350	20000000	PRN	DEFINE
MICROSEMI CORP	COM	595137100	4860	273800	SH	DEFINE
MICROSEMI CORP	COM	595137100	847	47700	SH	DEFINE
MICROSEMI CORP	COM	595137100	2410	135800	SH	DEFINE
MICROSEMI CORP	COM	595137100	5448	306814	SH	DEFINE
MICROSOFT CORP	COM	594918104	6260	205300	SH	DEFINE
MICROSOFT CORP	COM	594918104	85905	2817480	SH	DEFINE
MICROSOFT CORP	COM	594918104	81177	2662417	SH	DEFINE
MICROSOFT CORP	COM	594918104	76	2500	SH	OTHER
MICROSOFT CORP	COM	594918104	1097763	36004032	SH	DEFINE
MICROSOFT CORP	COM	594918104	41037	1345930	SH	DEFINE
MICROSOFT CORP	COM	594918104	9081	297846	SH	DEFINE

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

MICROSOFT CORP	COM	594918104	82481	2704130	SH	DEFINE
MICROSOFT CORP	COM	594918104	975	31970	SH	DEFINE
MICROSOFT CORP	COM	594918104	191803	6290674	SH	DEFINE
MICROSOFT CORP	COM	594918104	6985	229096	SH	DEFINE
MICROSOFT CORP	COM	594918104	8806	288820	SH	DEFINE
MICROSOFT CORP	COM	594918104	1331191	43659934	SH	DEFINE
MICROSOFT CORP	COM	594918104	67949	2228572	SH	DEFINE
MICROSOFT CORP	COM	594918104	328	10750	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	990	438000	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	14	6400	SH	DEFINE
MIDCAP SPDR TRUST	UNIT SER 1	595635103	2262	17165	SH	DEFINE
MIDCAP SPDR TRUST	UNIT SER 1	595635103	119	900	SH	DEFINE
MILLER INDS INC TENN	COM NEW	600551204	4103	361500	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	8104	109850	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	1575	21355	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	4529	61400	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	586	7950	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	2822	38260	SH	DEFINE
MILLIPORE CORP	COM	601073109	28940	400000	SH	DEFINE
MILLIPORE CORP	COM	601073109	475	6564	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	2	50	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	3525	103910	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	32295	1217300	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	6	240	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	4146	76062	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	2389	485369	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	2969	603460	SH	DEFINE
MOBILE MINI INC	COM	60740F105	4162	295400	SH	DEFINE
MOBILE MINI INC	COM	60740F105	750	53200	SH	DEFINE
MOBILE MINI INC	COM	60740F105	2137	151700	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	310	6350	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	102129	2088950	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	5595	114440	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	17428	356480	SH	DEFINE
MOLEX INC	COM	608554101	1540	71483	SH	DEFINE
MOLEX INC	CL A	608554200	2546	133100	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	18551	226920	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	29737	363758	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	1073	13125	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	38382	2216050	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	94	5400	SH	DEFINE
MOODYS CORP	COM	615369105	230	8594	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1495	50500	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	9414	318031	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	268301	9064237	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1621	54750	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1868	63100	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	3202	108180	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	662	22350	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	280	9475	SH	DEFINE
MORGAN STANLEY INDIA INVS FD	COM	61745C105	393	17400	SH	DEFINE
MOSAIC CO	COM	61945A107	7902	132300	SH	DEFINE
MOSAIC CO	COM	61945A107	1311	21954	SH	DEFINE
MOSAIC CO	COM	61945A107	609	10200	SH	DEFINE
MOTOROLA INC	COM	620076109	1051	135375	SH	DEFINE
MOTOROLA INC	COM	620076109	180445	23253259	SH	DEFINE
MOTOROLA INC	COM	620076109	1416	182500	SH	DEFINE
MSCI INC	CL A	55354G100	8409	264430	SH	DEFINE
MUELLER INDS INC	COM	624756102	58450	2353050	SH	DEFINE
MUELLER INDS INC	COM	624756102	248	10000	SH	DEFINE
MURPHY OIL CORP	COM	626717102	8401	155000	SH	DEFINE
MURPHY OIL CORP	COM	626717102	521	9615	SH	DEFINE

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

MURPHY OIL CORP	COM	626717102	1202	22175	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	2066	54800	SH	DEFINE
MYLAN INC	COM	628530107	3287	178325	SH	DEFINE
MYLAN INC	COM	628530107	1393	75600	SH	DEFINE
MYLAN INC	PF CONV	628530206	3	3	SH	DEFINE
MYLAN INC	PF CONV	628530206	9888	8681	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	54745	2097508	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	397	15200	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	21	810	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	237	9090	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	1122	43000	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	112	4300	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	7355	336000	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	1210	55290	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	157	7900	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	443	22341	SH	SOLE
NASH FINCH CO	COM	631158102	223	6000	SH	DEFINE
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	506	97150	SH	DEFINE
NATIONAL FUEL GAS CO N J	COM	636180101	330	6600	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	70	1290	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	4269	78496	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	37675	1279300	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	845	28700	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	2288	77700	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	2578	87499	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	29999	680400	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	9273	210331	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	1248	28300	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	2351	53320	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	21829	495112	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	951	44800	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	8363	394100	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	132	6200	SH	DEFINE
NATIONAL WESTN LIFE INS CO	CL A	638522102	30036	173000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	886	25196	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	1534	43600	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	13235	376194	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	215	6100	SH	DEFINE
NETAPP INC	COM	64110D104	175869	5113960	SH	DEFINE
NETAPP INC	COM	64110D104	10648	309638	SH	DEFINE
NETAPP INC	COM	64110D104	38	1100	SH	DEFINE
NETAPP INC	COM	64110D104	60	1750	SH	DEFINE
NETAPP INC	COM	64110D104	752	21870	SH	DEFINE
NETAPP INC	COM	64110D104	313	9100	SH	DEFINE
NETAPP INC	COM	64110D104	1303	37891	SH	DEFINE
NETAPP INC	NOTE 1.750% 6/0	64110DAB0	18675	1500000	PRN	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	1689	44900	SH	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	45	1200	SH	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	312	8300	SH	DEFINE
NETEZZA CORP	COM	64111N101	12216	1259350	SH	DEFINE
NETEZZA CORP	COM	64111N101	607	62600	SH	DEFINE
NETEZZA CORP	COM	64111N101	1907	196600	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	19396	419270	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	921	19900	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	2614	56500	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	11734	5000000	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	26282	10919300	SH	DEFINE
NEW GOLD INC CDA	COM	644535106	6146	1700000	SH	DEFINE
NEW JERSEY RES	COM	646025106	223	5975	SH	DEFINE
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	8759	115851	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	2167	175350	SH	DEFINE
NEWELL RUBBERMAID INC	COM	651229106	204	13560	SH	DEFINE

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

NEWMONT MINING CORP	COM	651639106	305931	6466514	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1271	26856	SH	DEFINE
NEWMONT MINING CORP	NOTE 3.000% 2/1	651639AK2	9488	7500000	PRN	DEFINE
NEWS CORP	CL A	65248E104	760	55510	SH	DEFINE
NEWS CORP	CL A	65248E104	1816	132645	SH	DEFINE
NEWS CORP	CL A	65248E104	654587	47814988	SH	DEFINE
NEWS CORP	CL A	65248E104	22721	1659706	SH	DEFINE
NEWS CORP	CL A	65248E104	35608	2600990	SH	DEFINE
NEWS CORP	CL A	65248E104	669	48840	SH	DEFINE
NEWS CORP	CL A	65248E104	90472	6608632	SH	DEFINE
NEWS CORP	CL A	65248E104	2239	163571	SH	DEFINE
NEWS CORP	CL A	65248E104	746	54500	SH	DEFINE
NEWS CORP	CL A	65248E104	821155	59982124	SH	DEFINE
NEWS CORP	CL A	65248E104	41366	3021633	SH	DEFINE
NEWS CORP	CL A	65248E104	188	13702	SH	DEFINE
NEWS CORP	CL B	65248E203	699	43930	SH	DEFINE
NEWS CORP	CL B	65248E203	4206	264211	SH	DEFINE
NEWS CORP	CL B	65248E203	2538	159400	SH	DEFINE
NEWS CORP	CL B	65248E203	1253	78676	SH	DEFINE
NEXEN INC	COM	65334H102	7362	306936	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	60882	1813033	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	17	500	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	17	520	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	217	6450	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	87	2600	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	207	6155	SH	DEFINE
NIKE INC	CL B	654106103	3132	47400	SH	DEFINE
NIKE INC	CL B	654106103	58686	888245	SH	DEFINE
NIKE INC	CL B	654106103	48947	740832	SH	DEFINE
NIKE INC	CL B	654106103	1316	19925	SH	DEFINE
NIKE INC	CL B	654106103	14	210	SH	DEFINE
NIKE INC	CL B	654106103	2774	41990	SH	DEFINE
NIKE INC	CL B	654106103	73	1100	SH	DEFINE
NIKE INC	CL B	654106103	293	4432	SH	DEFINE
NIKE INC	CL B	654106103	1361	20600	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	253	12803	SH	DEFINE
NISOURCE INC	COM	65473P105	75516	4910000	SH	DEFINE
NISOURCE INC	COM	65473P105	81	5260	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	28531	701000	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	5065	124451	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	1559	38300	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	14357	352760	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	27658	388350	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	46	640	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	89818	1261129	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	9877	768600	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	7504	583971	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	10	800	SH	OTHER
NOKIA CORP	SPONSORED ADR	654902204	755	58225	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	1242	96644	SH	DEFINE
NORDSON CORP	COM	655663102	79548	1300237	SH	DEFINE
NORDSTROM INC	COM	655664100	4269	113600	SH	DEFINE
NORDSTROM INC	COM	655664100	3185	84747	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	66217	1263200	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	6679	127418	SH	DEFINE
NORTHEAST UTILS	COM	664397106	40841	1583600	SH	DEFINE
NORTHEAST UTILS	COM	664397106	23211	900000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	59	2300	SH	DEFINE
NORTHERN OIL & GAS INC NEV	COM	665531109	4175	352600	SH	DEFINE
NORTHERN TR CORP	COM	665859104	838	16000	SH	DEFINE
NORTHERN TR CORP	COM	665859104	67457	1287350	SH	DEFINE
NORTHERN TR CORP	COM	665859104	3046	58124	SH	DEFINE

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

NORTHERN TR CORP	COM	665859104	16	300	SH	OTHER
NORTHERN TR CORP	COM	665859104	71	1350	SH	DEFINE
NORTHERN TR CORP	COM	665859104	780	14880	SH	DEFINE
NORTHERN TR CORP	COM	665859104	325	6200	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	55850	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	5714	102312	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	1664	29800	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	3488	129844	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	3776	69375	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	2379	43700	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	21850	401025	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	10239	188120	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	1277	20000	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	1417	22186	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	8191	346950	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	63	2673	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	90229	3821636	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	125571	8080523	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	25364	1632161	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	62	4000	SH	OTHER
NUANCE COMMUNICATIONS INC	COM	67020Y100	2304	148250	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	3046	196000	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	1492	96015	SH	DEFINE
NUCOR CORP	COM	670346105	115062	2466499	SH	DEFINE
NUCOR CORP	COM	670346105	504	10800	SH	DEFINE
NUCOR CORP	COM	670346105	17356	372048	SH	DEFINE
NUCOR CORP	COM	670346105	14	300	SH	OTHER
NUCOR CORP	COM	670346105	84	1800	SH	DEFINE
NUVEEN INS NY TX FR ADV MUN	COM	670656107	523	38600	SH	DEFINE
NV ENERGY INC	COM	67073Y106	121645	9825900	SH	DEFINE
NV ENERGY INC	COM	67073Y106	64376	5200000	SH	DEFINE
NYSE EURONEXT	COM	629491101	114	4510	SH	DEFINE
NYSE EURONEXT	COM	629491101	871	34009	SH	DEFINE
NYSE EURONEXT	COM	629491101	1020	40312	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	3612	44400	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	106031	1303390	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	5711	70202	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	347	4271	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	369	6310	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	12	200	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	1979	306800	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	70	10800	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	67	5300	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	5413	426560	SH	DEFINE
OIL STS INTL INC	COM	678026105	37121	944800	SH	DEFINE
OIL STS INTL INC	COM	678026105	6322	160900	SH	DEFINE
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	27	225	SH	DEFINE
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	500	4200	SH	DEFINE
OLD REP INTL CORP	COM	680223104	185313	18457432	SH	DEFINE
OLD REP INTL CORP	COM	680223104	127986	12747567	SH	DEFINE
OLD REP INTL CORP	COM	680223104	9246	920624	SH	DEFINE
OMEGA PROTEIN CORP	COM	68210P107	5777	1325000	SH	DEFINE
OMNICARE INC	COM	681904108	2612	108042	SH	DEFINE
OMNICARE INC	COM	681904108	7339	303535	SH	DEFINE
OMNICARE INC	COM	681904108	30975	1281014	SH	DEFINE
OMNICARE INC	COM	681904108	798	33000	SH	DEFINE
OMNICARE INC	BCV 3.250%12/1	681904AL2	2313	2825000	PRN	DEFINE
OMNICOM GROUP INC	COM	681919106	3858	98540	SH	DEFINE
OMNIVISION TECHNOLOGIES INC	COM	682128103	5099	350900	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	682	10950	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	60618	2066044	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	2086	71100	SH	DEFINE

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

ONYX PHARMACEUTICALS INC	COM	683399109	9	320	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	3239	110400	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	1030	35100	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	3161	107735	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	546	18625	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	6174	210430	SH	DEFINE
ONYX PHARMACEUTICALS INC	NOTE 4.000% 8/1	683399AB5	15956	15000000	PRN	DEFINE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	5744	308960	SH	DEFINE
OPEN TEXT CORP	COM	683715106	17642	434200	SH	DEFINE
ORACLE CORP	COM	68389X105	84394	3439050	SH	DEFINE
ORACLE CORP	COM	68389X105	19261	784867	SH	DEFINE
ORACLE CORP	COM	68389X105	2119	86360	SH	DEFINE
ORACLE CORP	COM	68389X105	23772	968700	SH	DEFINE
ORACLE CORP	COM	68389X105	6306	256988	SH	DEFINE
ORACLE CORP	COM	68389X105	9987	406969	SH	DEFINE
ORACLE CORP	COM	68389X105	874	35620	SH	DEFINE
ORACLE CORP	COM	68389X105	92474	3768278	SH	DEFINE
ORACLE CORP	COM	68389X105	2389	97369	SH	DEFINE
ORACLE CORP	COM	68389X105	5018	204500	SH	DEFINE
ORACLE CORP	COM	68389X105	1166905	47551153	SH	DEFINE
ORACLE CORP	COM	68389X105	45674	1861206	SH	DEFINE
ORACLE CORP	COM	68389X105	179	7285	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	303	32310	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	1256	134000	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	4413	593210	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	15355	494850	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	327	10550	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	717	23100	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	299	9631	SH	DEFINE
OSI PHARMACEUTICALS INC	NOTE 3.000% 1/1	671040AH6	1355	1465000	PRN	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	59425	1352100	SH	DEFINE
OWENS CORNING NEW	COM	690742101	149840	5844004	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	1557	47375	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	229	89700	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	4752	460000	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	4415	1396824	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	2805	121915	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	26	1150	SH	DEFINE
PALL CORP	COM	696429307	18100	500000	SH	DEFINE
PALL CORP	COM	696429307	696	19235	SH	DEFINE
PALM INC NEW	COM	696643105	7494	746410	SH	DEFINE
PALM INC NEW	COM	696643105	222	22100	SH	DEFINE
PALM INC NEW	COM	696643105	634	63100	SH	DEFINE
PANASONIC CORP	ADR	69832A205	39	2720	SH	DEFINE
PANASONIC CORP	ADR	69832A205	211	14550	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	2116	31600	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	504	7525	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1085	16200	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	3430	126740	SH	DEFINE
PARAGON SHIPPING INC	CL A	69913R309	535	117650	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	163	10000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	4752	337000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	783	55500	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	2222	157600	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	2155	40000	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	474	8795	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	256	3430	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	7825	104810	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	9297	124520	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	3426	45884	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	7631	102213	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	868	11632	SH	DEFINE

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

PARTNERRE LTD	COM	G6852T105	1377	18450	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	49129	658030	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	52512	703351	SH	DEFINE
PATTERSON COMPANIES INC	COM	703395103	350	12500	SH	DEFINE
PAYCHEX INC	COM	704326107	61908	2020500	SH	DEFINE
PAYCHEX INC	COM	704326107	15505	506051	SH	DEFINE
PAYCHEX INC	COM	704326107	991	32343	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	4750	692400	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	14644	323900	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	70288	1554700	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	17086	377930	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	778	17200	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	744	16452	SH	DEFINE
PEABODY ENERGY CORP	SDCV 4.750%12/1	704549AG9	2233	2200000	PRN	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	14	1000	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	12890	897777	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	736	33440	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	6344	288240	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	99	4500	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	1093	50700	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	86	4000	SH	OTHER
PENNEY J C INC	COM	708160106	56568	2125800	SH	DEFINE
PENNEY J C INC	COM	708160106	916	34425	SH	DEFINE
PENNEY J C INC	COM	708160106	1400	52600	SH	DEFINE
PENTAIR INC	COM	709631105	658	20380	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	2285	882100	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	189	73100	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	539	208000	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	1293	499186	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	8117	838571	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	12	1200	SH	DEFINE
PEPSI BOTTLING GROUP INC	COM	713409100	248	6600	SH	DEFINE
PEPSI BOTTLING GROUP INC	COM	713409100	255915	6824403	SH	DEFINE
PEPSIAMERICAS INC	COM	71343P200	588	20108	SH	DEFINE
PEPSIAMERICAS INC	COM	71343P200	74876	2558995	SH	DEFINE
PEPSICO INC	COM	713448108	131305	2159620	SH	DEFINE
PEPSICO INC	COM	713448108	82142	1351027	SH	DEFINE
PEPSICO INC	COM	713448108	176	2900	SH	OTHER
PEPSICO INC	COM	713448108	1046	17200	SH	DEFINE
PEPSICO INC	COM	713448108	13	220	SH	DEFINE
PEPSICO INC	COM	713448108	3163	52015	SH	DEFINE
PEPSICO INC	COM	713448108	134	2200	SH	DEFINE
PEPSICO INC	COM	713448108	270	4446	SH	DEFINE
PERRIGO CO	COM	714290103	59382	1490513	SH	DEFINE
PERRIGO CO	COM	714290103	814	20441	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	10003	84085	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	138972	5792900	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	10172	424002	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	978	40747	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	13204	311500	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	173	4080	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	12135	286281	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	4029	95040	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	71317	1682406	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	47275	1115235	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	20878	492265	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	1215415	28672222	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	147864	3488181	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	193597	4567034	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	12778	268000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	18733	392900	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	863	18100	SH	DEFINE

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

PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3	70	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	46410	973374	SH	DEFINE
PETSMART INC	COM	716768106	1893	70910	SH	DEFINE
PFIZER INC	COM	717081103	106342	5846200	SH	DEFINE
PFIZER INC	COM	717081103	69302	3809880	SH	DEFINE
PFIZER INC	COM	717081103	38647	2124608	SH	DEFINE
PFIZER INC	COM	717081103	18260	1003839	SH	DEFINE
PFIZER INC	COM	717081103	6355	349380	SH	DEFINE
PFIZER INC	COM	717081103	61903	3402180	SH	DEFINE
PFIZER INC	COM	717081103	855	47010	SH	DEFINE
PFIZER INC	COM	717081103	118206	6498402	SH	DEFINE
PFIZER INC	COM	717081103	3923	215668	SH	DEFINE
PFIZER INC	COM	717081103	5432	298600	SH	DEFINE
PFIZER INC	COM	717081103	830929	45680546	SH	DEFINE
PFIZER INC	COM	717081103	50897	2798052	SH	DEFINE
PFIZER INC	COM	717081103	193	10611	SH	DEFINE
PG&E CORP	COM	69331C108	694456	15553320	SH	DEFINE
PG&E CORP	COM	69331C108	225	5043	SH	DEFINE
PG&E CORP	COM	69331C108	6559	146900	SH	DEFINE
PG&E CORP	COM	69331C108	1134	25404	SH	DEFINE
PG&E CORP	COM	69331C108	1874	41970	SH	DEFINE
PG&E CORP	COM	69331C108	23028	515752	SH	DEFINE
PG&E CORP	COM	69331C108	92	2050	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	38411	1638700	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	52075	2221630	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	379	16150	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	6707	286081	SH	DEFINE
PHARMASSET INC	COM	71715N106	3854	186197	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	3907	254500	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	1182	77000	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	3730	243000	SH	DEFINE
PHI INC	COM VTG	69336T106	1964	95100	SH	DEFINE
PHI INC	COM NON VTG	69336T205	18495	893499	SH	DEFINE
PHI INC	COM NON VTG	69336T205	1642	79300	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	12896	267600	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	10307	213876	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	318382	6606816	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	24	490	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	9108	189008	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	154	3200	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	5695	100489	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	4303	75931	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	11109	2182600	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	226064	6180000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	77	2100	SH	DEFINE
PITNEY BOWES INC	COM	724479100	26774	1176370	SH	DEFINE
PITNEY BOWES INC	COM	724479100	736	32325	SH	DEFINE
PITNEY BOWES INC	COM	724479100	34	1500	SH	DEFINE
PITNEY BOWES INC	COM	724479100	296	13010	SH	DEFINE
PITNEY BOWES INC	COM	724479100	18736	823180	SH	DEFINE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	6193	3000000	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	4692	124268	SH	DEFINE
PMC-SIERRA INC	NOTE	2.250%10/169344FAD8	11400	9500000	PRN	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	894	16927	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	2674	50661	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	45	846	SH	DEFINE
PNM RES INC	COM	69349H107	25174	1990000	SH	DEFINE
PNM RES INC	COM	69349H107	27876	2203653	SH	DEFINE
PNM RES INC	COM	69349H107	104	8250	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	42987	530840	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	417	5150	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	1466	18100	SH	DEFINE

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

POLO RALPH LAUREN CORP	CL A	731572103	132	1626	SH	DEFINE
POLYCOM INC	COM	73172K104	45207	1810440	SH	DEFINE
POLYCOM INC	COM	73172K104	8304	332550	SH	DEFINE
POLYCOM INC	COM	73172K104	1783	71400	SH	DEFINE
POLYCOM INC	COM	73172K104	33	1310	SH	DEFINE
POLYCOM INC	COM	73172K104	291	11650	SH	DEFINE
POLYCOM INC	COM	73172K104	2956	118400	SH	DEFINE
POLYCOM INC	COM	73172K104	127	5100	SH	DEFINE
POLYCOM INC	COM	73172K104	3542	141812	SH	DEFINE
POLYONE CORP	COM	73179P106	5042	675000	SH	DEFINE
POLYONE CORP	COM	73179P106	19	2500	SH	DEFINE
POPE RES DEL LTD PARTNERSHIP	DEPOSITRY RCPT	732857107	526	21402	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	112765	5525000	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	10019	822801	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	87	7162	SH	DEFINE
POSCO	SPONSORED ADR	693483109	3	25	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2633	20081	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	1095	10095	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	11916	109500	SH	DEFINE
POWELL INDS INC	COM	739128106	6306	200000	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	12075	332100	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	953	26200	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	2694	74100	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	7048	193826	SH	DEFINE
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	733	29875	SH	DEFINE
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1372	29873	SH	DEFINE
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	599	22650	SH	DEFINE
POWERWAVE TECHNOLOGIES INC	NOTE 1.875%11/1	739363AD1	1579	1831000	PRN	DEFINE
PPG INDS INC	COM	693506107	3416	58349	SH	DEFINE
PPL CORP	COM	69351T106	118481	3667000	SH	DEFINE
PPL CORP	COM	69351T106	363	11222	SH	DEFINE
PRAXAIR INC	COM	74005P104	187016	2328681	SH	DEFINE
PRAXAIR INC	COM	74005P104	97632	1215690	SH	DEFINE
PRAXAIR INC	COM	74005P104	19055	237273	SH	DEFINE
PRAXAIR INC	COM	74005P104	24	300	SH	DEFINE
PRAXAIR INC	COM	74005P104	719	8950	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	188827	1711160	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	4642	42070	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	728	6600	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	17	150	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	161	1460	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	77	700	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	1502	13615	SH	DEFINE
PRECISION DRILLING TR	TR UNIT	740215108	2	300	SH	DEFINE
PRECISION DRILLING TR	TR UNIT	740215108	2819	387400	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	3477	380000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	92652	1739935	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	3233	60721	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	19	350	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	224	4210	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	96	1800	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	1370	25732	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	117761	538950	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	55	250	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	912	4174	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	219	6850	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	272139	8528320	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	198357	3271600	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	77873	1284390	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	97964	1615773	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	36	600	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	34	560	SH	DEFINE

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

PROCTER & GAMBLE CO	COM	742718109	22239	366733	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	44041	726393	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	1796	29622	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	2619	43190	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	70721	1166430	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	11523	190050	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	63	1040	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	532413	12982510	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2476	60382	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	705	39210	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	471	26180	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	24183	1344230	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1741	96800	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	23232	1291391	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	65684	3651143	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2054	114163	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2010	111750	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	357013	19845077	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	28549	1586963	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	142	7880	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	124	9089	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	4056	296275	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	1489	108800	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	12852	938790	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	211	15400	SH	DEFINE
PROSHARES TR	PSHS ULT S&P 50074347R107		2866	75000	SH	PUT
PROSHARES TR	PSHS ULTSH 20YRS74347R297		915	18302	SH	DEFINE
PROTECTION ONE INC	COM NEW	743663403	4900	759684	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	57058	3447600	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	8	500	SH	DEFINE
PROTEIN DESIGN LABS INC	NOTE 2.750% 8/174369LAD5		14980	12790000	PRN	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	2204	205000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	58916	1184000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	485	9739	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	2528	50800	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	2157	95535	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	3568	168800	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	575	27200	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	1503	71100	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	456	5600	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	267	3275	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	2729	33500	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	23471	288170	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	391	4800	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	697245	20969760	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	5905	177601	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	17	500	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	83	2500	SH	DEFINE
PULTE HOMES INC	COM	745867101	24900	2490000	SH	DEFINE
QIAGEN N V	ORD	N72482107	49313	2209330	SH	DEFINE
QIAGEN N V	ORD	N72482107	6440	288480	SH	DEFINE
QIAGEN N V	ORD	N72482107	5580	250000	SH	DEFINE
QIAGEN N V	ORD	N72482107	893	40000	SH	DEFINE
QIAGEN N V	ORD	N72482107	23917	1069915	SH	DEFINE
QIAGEN N V	ORD	N72482107	190	8500	SH	DEFINE
QIAGEN N V	ORD	N72482107	666	29848	SH	DEFINE
QIAGEN N V	ORD	N72482107	874	39100	SH	DEFINE
QIAGEN N V	ORD	N72482107	2502	112000	SH	DEFINE
QLOGIC CORP	COM	747277101	286	15144	SH	DEFINE
QUALCOMM INC	COM	747525103	209236	4523045	SH	DEFINE
QUALCOMM INC	COM	747525103	54887	1186498	SH	DEFINE
QUALCOMM INC	COM	747525103	10977	237300	SH	DEFINE

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

QUALCOMM INC	COM	747525103	55	1190	SH	DEFINE
QUALCOMM INC	COM	747525103	1156	25000	SH	DEFINE
QUALCOMM INC	COM	747525103	549	11860	SH	DEFINE
QUALCOMM INC	COM	747525103	3770	81500	SH	DEFINE
QUALCOMM INC	COM	747525103	296	6400	SH	DEFINE
QUALCOMM INC	COM	747525103	822	17775	SH	DEFINE
QUALCOMM INC	COM	747525103	1480	32000	SH	DEFINE
QUALITY SYS INC	COM	747582104	2154	34300	SH	DEFINE
QUALITY SYS INC	COM	747582104	521	8300	SH	DEFINE
QUALITY SYS INC	COM	747582104	1419	22600	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	0	16	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	6271	300908	SH	DEFINE
QUEST CAPITAL CORP	COM	74835U109	2245	2000000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	30190	500000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	6490	107493	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	776	12850	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	45513	753780	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	714	11820	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	64791	1073057	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2694	44618	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	477	7900	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	249279	4128495	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	35490	587785	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	106	1750	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	5218	283600	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	1016	55200	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	2972	161500	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	9482	515143	SH	DEFINE
QUESTAR CORP	COM	748356102	2170	52195	SH	DEFINE
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	822	173100	SH	DEFINE
RADIOSHACK CORP	COM	750438103	644	33000	SH	DEFINE
RAILAMERICA INC	COM	750753402	2783	228100	SH	DEFINE
RAILAMERICA INC	COM	750753402	487	39900	SH	DEFINE
RAILAMERICA INC	COM	750753402	1398	114600	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	191931	2425820	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	243	3070	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	111	1400	SH	DEFINE
RANGE RES CORP	COM	75281A109	9412	188800	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	30912	600000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	4055	78700	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	5642	109520	SH	DEFINE
RC2 CORP	COM	749388104	4313	292400	SH	DEFINE
REALTY INCOME CORP	COM	756109104	1454	56100	SH	DEFINE
REALTY INCOME CORP	COM	756109104	12775	493060	SH	DEFINE
REALTY INCOME CORP	COM	756109104	205	7900	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	7246	296614	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	7351	509040	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	224	6400	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	284	8100	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	498	14200	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	4359	124343	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	70	2000	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	0	20	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	3058	126480	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	4074	168488	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	6813	281760	SH	DEFINE
REGIS CORP MINN	COM	758932107	19973	1282800	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	97578	2257700	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	306	5760	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	458	8625	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1838	34587	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1212	22810	SH	DEFINE

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

RENAISSANCERE HOLDINGS LTD	COM	G7496G103	146517	2756670	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	131	4930	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	6839	255716	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	9552	358287	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	23336	824310	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	93	3300	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	1354	47823	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	25321	374900	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	3626	53690	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	1486	22000	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	32547	481662	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	112	2116	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	387536	7316150	SH	DEFINE
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	105	11000	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	10073	579510	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	10705	49700	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	1394	6474	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	3069	192900	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	546	34300	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	1558	97900	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	2040	88800	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	324	14100	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	928	40400	SH	DEFINE
RLI CORP	COM	749607107	93053	1747471	SH	DEFINE
RLI CORP	COM	749607107	81	1525	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	345	12900	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	36013	1347280	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	160	6000	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	488	18239	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	474	10090	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	80370	1451770	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1364	24645	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1093	19743	SH	DEFINE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	22989	973689	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	84	2700	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	31	1000	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	252940	8136574	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	216464	4133359	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	7	137	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	111	2120	SH	DEFINE
ROWAN COS INC	COM	779382100	69335	3062500	SH	DEFINE
ROWAN COS INC	COM	779382100	4039	178400	SH	DEFINE
ROWAN COS INC	COM	779382100	1495	66025	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	70	1300	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1131	21120	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	247454	4615648	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	241	4146	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	13892	238500	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5985	102966	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	135104	2324177	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	16831	280000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	27369	455313	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2	30	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3950	65720	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	12244	203690	SH	DEFINE
ROYAL GOLD INC	COM	780287108	8478	180000	SH	DEFINE
RPM INTL INC	COM	749685103	50700	2493850	SH	DEFINE
RPM INTL INC	COM	749685103	4860	239057	SH	DEFINE
RRI ENERGY INC	COM	74971X107	5	788	SH	DEFINE
RRI ENERGY INC	COM	74971X107	40728	7120226	SH	DEFINE
RRI ENERGY INC	COM	74971X107	551	96300	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	41739	1658300	SH	DEFINE

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

RTI INTL METALS INC	COM	74973W107	101	4000	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	56570	2109256	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	48	1800	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	670	24982	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	1848	51000	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	18240	856730	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	579	27217	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	35	1640	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	306	14370	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	168	7900	SH	DEFINE
SAIC INC	COM	78390X101	1502	79300	SH	DEFINE
SAIC INC	COM	78390X101	65469	3456640	SH	DEFINE
SAIC INC	COM	78390X101	918	48450	SH	DEFINE
SAKS INC	COM	79377W108	14935	2276748	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	57939	785390	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	749	10150	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	194	2634	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	6358	831096	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	2	250	SH	DEFINE
SANDISK CORP	COM	80004C101	1431	49356	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	3283	211000	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	746	18985	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	27821	705994	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	278	7073	SH	DEFINE
SAP AG	SPON ADR	803054204	4870	104037	SH	DEFINE
SAP AG	SPON ADR	803054204	27734	590757	SH	DEFINE
SAP AG	SPON ADR	803054204	73630	1572960	SH	DEFINE
SAPIENT CORP	COM	803062108	5671	685676	SH	DEFINE
SAPIENT CORP	COM	803062108	916	110800	SH	DEFINE
SAPIENT CORP	COM	803062108	2526	305400	SH	DEFINE
SARA LEE CORP	COM	803111103	1301	106837	SH	DEFINE
SARA LEE CORP	COM	803111103	21	1700	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	12	306	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	54161	1356070	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	14973	1100120	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	165	12100	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	467	34300	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	116197	3401545	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	1089	31874	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	2921	85500	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	1105	32343	SH	DEFINE
SCANA CORP NEW	COM	80589M102	29202	775000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	849	22525	SH	DEFINE
SCANSOURCE INC	COM	806037107	3842	143874	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	84186	1293378	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	83806	1287548	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	13	200	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	9355	143730	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	25	390	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1041	16000	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	313	4810	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	3502	53800	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	137	2100	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	67	1025	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1399	21500	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	260	8700	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	8492	284665	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	41201	2189200	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	857	45514	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	690	36642	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	1143	14990	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	38	500	SH	DEFINE

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

SEAGATE TECHNOLOGY	SHS	G7945J104	1567	86124	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	12731	699910	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	21543	1184320	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	290586	15975058	SH	DEFINE
SEALY CORP	COM	812139301	24915	7884645	SH	DEFINE
SEARS HLDGS CORP	COM	812350106	227	2718	SH	DEFINE
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	26	795	SH	DEFINE
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	894	27090	SH	DEFINE
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	200	8750	SH	DEFINE
SELECTIVE INS GROUP INC	COM	816300107	25404	1544300	SH	DEFINE
SEMPRA ENERGY	COM	816851109	2771	49500	SH	DEFINE
SEMPRA ENERGY	COM	816851109	515778	9213612	SH	DEFINE
SEMPRA ENERGY	COM	816851109	225	4025	SH	DEFINE
SEMTECH CORP	COM	816850101	5867	344784	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	2937	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	13809	578500	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	8698	2100920	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	181	43700	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	515	124500	SH	DEFINE
SERVICE CORP INTL	COM	817565104	424	51800	SH	DEFINE
SERVICE CORP INTL	COM	817565104	35815	4372990	SH	DEFINE
SERVICE CORP INTL	COM	817565104	157	19220	SH	DEFINE
SERVICE CORP INTL	COM	817565104	590	71990	SH	DEFINE
SHANDA GAMES LTD	SP ADR REPTG A	81941U105	4037	396150	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	652	12400	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	11494	218473	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	6854	111183	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	157	2550	SH	DEFINE
SHIRE PLC	SPONSORED ADR	82481R106	4854	82700	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	7267	355000	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	5492	666500	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	935	113500	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	2665	323400	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	20790	2522596	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	1043	11375	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	21167	230400	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	50586	551650	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1268	25100	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	31581	625000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	3615	71541	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	2919	91500	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	657	20600	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	1891	59281	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	119817	2478630	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	2046	42325	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	3659	75700	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	1260	26058	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	6759	450000	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	2	100	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	12101	801000	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	401	5021	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	8324	104315	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	4777	59863	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	42383	531111	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	667	8357	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	13600	200000	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	182	2670	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	33061	1229484	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	81	3000	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	965	59340	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	61	3730	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	1	32	SH	DEFINE

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

SK TELECOM LTD	SPONSORED ADR	78440P108	3350	206038	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	11948	734840	SH	DEFINE
SKYWEST INC	COM	830879102	35982	2126595	SH	DEFINE
SKYWEST INC	COM	830879102	14	800	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	75	1500	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	723	14400	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	6345	126290	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	95	1900	SH	DEFINE
SLM CORP	COM	78442P106	1477	131100	SH	DEFINE
SMITH A O	COM	831865209	44919	1035250	SH	DEFINE
SMITH INTL INC	COM	832110100	74733	2750570	SH	DEFINE
SMITH INTL INC	COM	832110100	2017	74230	SH	DEFINE
SMITH INTL INC	COM	832110100	192	7050	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	30966	2038600	SH	DEFINE
SMITHTOWN BANCORP INC	COM	832449102	471	79147	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	4109	66548	SH	DEFINE
SOHU COM INC	COM	83408W103	30764	537075	SH	DEFINE
SONOCO PRODS CO	COM	835495102	10	349	SH	DEFINE
SONY CORP	ADR NEW	835699307	104	3585	SH	DEFINE
SONY CORP	ADR NEW	835699307	60	2070	SH	DEFINE
SONY CORP	ADR NEW	835699307	5096	175254	SH	DEFINE
SONY CORP	ADR NEW	835699307	2385	82245	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	420	11011	SH	DEFINE
SOUTHERN CO	COM	842587107	802003	24069720	SH	DEFINE
SOUTHERN CO	COM	842587107	1301	39035	SH	DEFINE
SOUTHERN CO	COM	842587107	994	29494	SH	DEFINE
SOUTHERN CO	COM	842587107	2007	60225	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	3331	465840	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	745	65200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	771	67497	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	14899	309100	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	641	13300	SH	DEFINE
SOVRAN SELF STORAGE INC	COM	84610H108	239	6700	SH	DEFINE
SPARTON CORP	COM	847235108	2951	488571	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	14829	138184	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	2105	19620	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	119177	1110588	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	322	3000	SH	DEFINE
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	431	17200	SH	DEFINE
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	461	13200	SH	DEFINE
SPDR SERIES TRUST	BRCLYS MUNI ETF	78464A458	10925	481705	SH	DEFINE
SPDR TR	UNIT SER 1	78462F103	9538	85593	SH	DEFINE
SPDR TR	UNIT SER 1	78462F103	28194	253000	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	386666	18852550	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1733	84513	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	818	39575	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1788	87181	SH	DEFINE
SPHERION CORP	COM	848420105	9020	1605000	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	310	84760	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	179	49033	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	742	202670	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	8860	2420633	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	32203	8798738	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	950	259465	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	659	179960	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	205527	56154993	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	6639	1813890	SH	DEFINE
SPX CORP	COM	784635104	1508	27565	SH	DEFINE
ST JOE CO	COM	790148100	282	9750	SH	DEFINE
ST JOE CO	COM	790148100	74608	2582481	SH	DEFINE
ST JUDE MED INC	COM	790849103	743	20190	SH	DEFINE
STAMPS COM INC	COM NEW	852857200	892	99100	SH	DEFINE

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

STANCORP FINL GROUP INC	COM	852891100	75728	1892250	SH	DEFINE
STANDARD PAC CORP NEW	COM	85375C101	1533	410000	SH	DEFINE
STANLEY INC	COM	854532108	2222	81055	SH	DEFINE
STANLEY INC	COM	854532108	914	33357	SH	DEFINE
STANLEY INC	COM	854532108	4776	174166	SH	DEFINE
STANLEY WKS	COM	854616109	322	6258	SH	DEFINE
STANTEC INC	COM	85472N109	11240	388653	SH	DEFINE
STAPLES INC	COM	855030102	7385	300315	SH	DEFINE
STAPLES INC	COM	855030102	123	5000	SH	OTHER
STARBUCKS CORP	COM	855244109	703	30507	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	30111	823370	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	18	500	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	583	15948	SH	DEFINE
STARWOOD PPTY TR INC	COM	85571B105	457	24200	SH	DEFINE
STARWOOD PPTY TR INC	COM	85571B105	3009	159300	SH	DEFINE
STARWOOD PPTY TR INC	COM	85571B105	60	3200	SH	DEFINE
STATE STR CORP	COM	857477103	39358	903951	SH	DEFINE
STATE STR CORP	COM	857477103	3924	90119	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	594	23831	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	13313	533954	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	57171	3226350	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	50173	1261892	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	5253	132130	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	5826	1482500	SH	DEFINE
STERICYCLE INC	COM	858912108	56362	1021600	SH	DEFINE
STERICYCLE INC	COM	858912108	579	10500	SH	DEFINE
STERICYCLE INC	COM	858912108	350	6339	SH	DEFINE
STERIS CORP	COM	859152100	26703	954700	SH	DEFINE
STERIS CORP	COM	859152100	126	4500	SH	DEFINE
STIFEL FINL CORP	COM	860630102	4070	68700	SH	DEFINE
STIFEL FINL CORP	COM	860630102	729	12300	SH	DEFINE
STIFEL FINL CORP	COM	860630102	2085	35200	SH	DEFINE
STRAYER ED INC	COM	863236105	11230	52850	SH	DEFINE
STRAYER ED INC	COM	863236105	53	250	SH	DEFINE
STRYKER CORP	COM	863667101	50869	1009900	SH	DEFINE
STRYKER CORP	COM	863667101	36472	724090	SH	DEFINE
STRYKER CORP	COM	863667101	12965	257394	SH	DEFINE
STRYKER CORP	COM	863667101	255	5067	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	46	1600	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	72	2517	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	152933	5323103	SH	DEFINE
SUN MICROSYSTEMS INC	COM NEW	866810203	129	13800	SH	DEFINE
SUN MICROSYSTEMS INC	COM NEW	866810203	461830	49288167	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	63	1792	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	1134	32110	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	174025	4906563	SH	DEFINE
SUNOPTA INC	COM	8676EP108	18015	5361524	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	47	2000	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	1754	74065	SH	DEFINE
SUNPOWER CORP	COM CL B	867652307	1006	48000	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	335	16514	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	1556	76700	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	27	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	12244	504060	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	867	35700	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	2390	98400	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	3128	128715	SH	DEFINE
SUPERIOR UNIFORM GP INC	COM	868358102	4449	456300	SH	DEFINE
SUPERVALU INC	COM	868536103	96	7529	SH	DEFINE
SUPERVALU INC	COM	868536103	67053	5275574	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	3350	61450	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	9180	170153	SH	DEFINE

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

SYBASE INC	COM	871130100	105236	2424790	SH	DEFINE
SYBASE INC	COM	871130100	988	22773	SH	DEFINE
SYMANTEC CORP	COM	871503108	898	50185	SH	DEFINE
SYMANTEC CORP	COM	871503108	2440	136400	SH	DEFINE
SYMS CORP	COM	871551107	10339	1430000	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	9715	172642	SH	DEFINE
SYSCO CORP	COM	871829107	7444	266426	SH	DEFINE
SYSCO CORP	COM	871829107	14	500	SH	OTHER
T-3 ENERGY SRVCS INC	COM	87306E107	5279	207000	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	947	82750	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	22389	1957123	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	674	58900	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	28062	2453003	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	457	39947	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	5690	497358	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	24557	2153583	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	101	8860	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	48464	4236369	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	108872	9516800	SH	DEFINE
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	94959	4263980	SH	DEFINE
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	810	36383	SH	DEFINE
TALEO CORP	CL A	87424N104	4664	198300	SH	DEFINE
TALEO CORP	CL A	87424N104	452	19200	SH	DEFINE
TALEO CORP	CL A	87424N104	1294	55000	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	39	2100	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	10642	566900	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	116183	6200553	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	384	20500	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	26292	1403389	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	4128	221362	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	64821	3460450	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	46626	2489145	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	1571	540000	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	862	22100	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	7499	192320	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	121	3100	SH	DEFINE
TARGACEPT INC	COM	87611R306	1711	81800	SH	DEFINE
TARGET CORP	COM	87612E106	135383	2798905	SH	DEFINE
TARGET CORP	COM	87612E106	12679	262128	SH	DEFINE
TARGET CORP	COM	87612E106	106	2200	SH	OTHER
TARGET CORP	COM	87612E106	208	4300	SH	DEFINE
TARGET CORP	COM	87612E106	13188	272640	SH	DEFINE
TARGET CORP	COM	87612E106	1394	28820	SH	DEFINE
TARGET CORP	COM	87612E106	509	10530	SH	DEFINE
TARGET CORP	COM	87612E106	28190	582795	SH	DEFINE
TARGET CORP	COM	87612E106	2649	54765	SH	DEFINE
TARGET CORP	COM	87612E106	193712	4004802	SH	DEFINE
TARGET CORP	COM	87612E106	34569	714671	SH	DEFINE
TATA MTRS LTD	SPONSORED ADR	876568502	185	11000	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	302	8400	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	2639	73492	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	50	1400	SH	DEFINE
TD AMERITRADE HLDG CORP	COM	87236Y108	1368	70575	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	83	2377	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	12958	369920	SH	DEFINE
TECO ENERGY INC	COM	872375100	230870	14233650	SH	DEFINE
TECO ENERGY INC	COM	872375100	2132	131430	SH	DEFINE
TECO ENERGY INC	COM	872375100	37324	2301100	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	3586	322799	SH	DEFINE
TECUMSEH PRODS CO	CL A	878895200	14028	1200000	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	47239	2035293	SH	DEFINE
TELECOM ARGENTINA S A	SPON ADR REP B	879273209	981	58310	SH	DEFINE

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

TELEDYNE TECHNOLOGIES INC	COM	879360105	403	10500	SH	DEFINE
TELEFLEX INC	COM	879369106	99731	1850636	SH	DEFINE
TELEFLEX INC	COM	879369106	26945	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	140	2600	SH	DEFINE
TELEFLEX INC	COM	879369106	70	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	3046	36467	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	139980	1676005	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	4143	49601	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	34256	409616	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	17998	215492	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	289199	3462634	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	996	60100	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	6871	414388	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	277	16700	SH	DEFINE
TELEPHONE & DATA SYS INC	COM	879433100	526	15500	SH	DEFINE
TELEPHONE & DATA SYS INC	SPL COM	879433860	468	15500	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	598	33700	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	296	16700	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	31	1000	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	133691	4296285	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	368	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	162	11266	SH	DEFINE
TEMPLETON EMERG MKTS INCOME	COM	880192109	267	18532	SH	SOLE
TEMPLETON EMERGING MKTS FD I	COM	880191101	296	15080	SH	DEFINE
TEMPLETON GLOBAL INCOME FD	COM	880198106	317	33401	SH	DEFINE
TEMPLETON RUS AND EAST EUR F	COM	88022F105	203	11143	SH	SOLE
TEMPUR PEDIC INTL INC	COM	88023U101	6	271	SH	DEFINE
TEMPUR PEDIC INTL INC	COM	88023U101	76671	3244640	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	15	360	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	97384	2283336	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	539	100000	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	291	53900	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	278447	51659858	SH	DEFINE
TENNECO INC	COM	880349105	3225	181900	SH	DEFINE
TENNECO INC	COM	880349105	557	31400	SH	DEFINE
TENNECO INC	COM	880349105	1606	90600	SH	DEFINE
TERADYNE INC	COM	880770102	127	11800	SH	DEFINE
TEREX CORP NEW	COM	880779103	281	14200	SH	DEFINE
TEREX CORP NEW	COM	880779103	527	26625	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	51910	1465546	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	1764	50000	SH	DEFINE
TERRA INDS INC	COM	880915103	1201	37300	SH	DEFINE
TERRA NITROGEN CO L P	COM UNIT	881005201	323	3100	SH	DEFINE
TESCO CORP	COM	88157K101	3799	294265	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	26664	981380	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	554	20400	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	1549	57000	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	709	26108	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	63243	1125720	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	43214	769202	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	17	300	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	2451	43630	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	43	770	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	174	3100	SH	DEFINE
TEXAS INDS INC	COM	882491103	23758	679000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	8081	310100	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	14873	570730	SH	DEFINE
TEXTRON INC	COM	883203101	19751	1050000	SH	DEFINE
TEXTRON INC	COM	883203101	103	5465	SH	DEFINE
TFS FINL CORP	COM	87240R107	1843	151800	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	5961	125000	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	3897	81712	SH	DEFINE

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

THERMO FISHER SCIENTIFIC INC	COM	883556102	19	400	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	17895	500000	SH	DEFINE
THOMPSON CREEK METALS CO INC	COM	884768102	9994	852000	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	71	2200	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	307	9516	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	201998	6260742	SH	DEFINE
THOR INDS INC	COM	885160101	67763	2158045	SH	DEFINE
TICKETMASTER ENTMT INC	COM	88633P302	733	60020	SH	DEFINE
TIDEWATER INC	COM	886423102	22620	471750	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	1588	36921	SH	DEFINE
TIM HORTONS INC	COM	88706M103	31	1015	SH	DEFINE
TIM HORTONS INC	COM	88706M103	12641	413548	SH	DEFINE
TIMBERLAND CO	CL A	887100105	10384	579150	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1283	31000	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	703	16973	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	696	16807	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	164453	3973251	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	14478	349786	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	4278	103363	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	27172	656487	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	44643	1078588	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	2287	55244	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	497	12017	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	181118	4375897	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	24344	588165	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	108	2615	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1581	54242	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	9236	316952	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1333	45746	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	23832	817696	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	490	16820	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	52019	1785145	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	3319	113915	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	428	14679	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	327829	11250144	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	22785	781921	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	101	3450	SH	DEFINE
TIMKEN CO	COM	887389104	40000	1687050	SH	DEFINE
TJX COS INC NEW	COM	872540109	3737	102256	SH	DEFINE
TJX COS INC NEW	COM	872540109	1272	34800	SH	DEFINE
TORCHMARK CORP	COM	891027104	396	9000	SH	DEFINE
TORCHMARK CORP	COM	891027104	2241	50980	SH	DEFINE
TORCHMARK CORP	COM	891027104	122178	2779924	SH	DEFINE
TORCHMARK CORP	COM	891027104	279	6350	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	69	1100	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	3975	63378	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	225880	3605496	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	9183	143400	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	4783	74680	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	27962	436636	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2854	44565	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	27479	427953	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3194	49870	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2525	30000	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	257	3051	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	846	10050	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	18575	220556	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	52274	621130	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	2616	49400	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	486	9180	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	1319	24900	SH	DEFINE
TRANSALTA CORP	COM	89346D107	1225	55000	SH	DEFINE

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

TRANSALTA CORP	COM	89346D107	13	569	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	13028	250000	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	678	13010	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	4093	119060	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	90230	2622819	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	1938	283700	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	171	25000	SH	DEFINE
TRANSCCEPT PHARMACEUTICALS IN	COM	89354M106	491	71900	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	20847	251781	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	23765	287013	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	2223	26850	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	666849	8053735	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	1503	18150	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	28670	575000	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2606	52267	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	110011	2206395	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2328	46700	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	3633	93500	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	653	16800	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	1858	47800	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	99149	3934490	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	8172	324296	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	13	500	SH	OTHER
TRIMBLE NAVIGATION LTD	COM	896239100	1159	46000	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	2709	107500	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	903	35824	SH	DEFINE
TRINITY INDS INC	COM	896522109	84172	4826400	SH	DEFINE
TRINITY INDS INC	COM	896522109	96	5525	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	43522	6908279	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	38	6085	SH	DEFINE
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	1675	114228	SH	DEFINE
TUESDAY MORNING CORP	COM NEW	899035505	6256	2424999	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	947	54130	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	22	1250	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	19012	1087020	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1888	107971	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	17641	1008646	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	39654	2267228	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	10173	583750	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1696	96980	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	198275	11336477	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	88332	5050403	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	665	27080	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	409	16640	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	132374	5392026	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	13712	558553	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	2468	100549	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	14152	576452	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	32902	1340194	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	701	28536	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	1472	59970	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	291080	11856615	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	10608	432087	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	53	2166	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	625	17530	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	591	16571	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	159129	4459894	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	10600	297073	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	2672	74892	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	1408	39467	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	550	15412	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	32165	901473	SH	DEFINE

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

TYCO INTERNATIONAL LTD	SHS	H89128104	3063	85840	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	366265	10265264	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	18119	507832	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	135	3776	SH	DEFINE
TYSON FOODS INC	CL A	902494103	1460	119000	SH	DEFINE
UBS AG	SHS NEW	H89231338	6	400	SH	DEFINE
UBS AG	SHS NEW	H89231338	405266	26137640	SH	DEFINE
UBS AG	SHS NEW	H89231338	622	40086	SH	DEFINE
UBS AG	SHS NEW	H89231338	1989	128085	SH	DEFINE
UBS AG	SHS NEW	H89231338	17387	1121371	SH	DEFINE
UBS AG	SHS NEW	H89231338	204	13137	SH	DEFINE
UBS AG	SHS NEW	H89231338	32750	2111462	SH	DEFINE
UBS AG	SHS NEW	H89231338	298	19250	SH	DEFINE
UBS AG	SHS NEW	H89231338	159506	10287353	SH	DEFINE
UBS AG	SHS NEW	H89231338	123366	7955578	SH	DEFINE
UBS AG	SHS NEW	H89231338	66	4247	SH	DEFINE
UDR INC	COM	902653104	162	9835	SH	DEFINE
UDR INC	COM	902653104	71	4323	SH	DEFINE
UDR INC	COM	902653104	1522	92602	SH	DEFINE
UDR INC	COM	902653104	14392	875421	SH	DEFINE
UDR INC	COM	902653104	219	13326	SH	DEFINE
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	499	17000	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	9216	1936200	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	35147	1288842	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	652	23900	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	1882	69000	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	475	17408	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	22951	709900	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	1081	33445	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	1103	33730	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	25103	774959	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	626	19370	SH	DEFINE
UNION PAC CORP	COM	907818108	38340	600000	SH	DEFINE
UNION PAC CORP	COM	907818108	16906	264577	SH	DEFINE
UNIT CORP	COM	909218109	37245	876350	SH	DEFINE
UNITED AMER INDEMNITY LTD	CL A	90933T109	1720	217168	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	1087	40650	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	17079	297700	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	8101	141203	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	19984	348340	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	15089	263020	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	746	13000	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	39861	694812	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2642	46055	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	832	14510	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	698737	12179479	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	24549	427901	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	111	1930	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	7700	139700	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	667	12100	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	431	7825	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	217414	3132310	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	96519	1390560	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	64474	928886	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	1298	18700	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	28	410	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	2427	34965	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	160	2300	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	252	3637	SH	DEFINE
UNITED THERAPEUTICS CORP DEL	COM	91307C102	4059	77100	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	1835	60191	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	316315	10377773	SH	DEFINE

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

UNIVERSAL CORP VA	COM	913456109	32639	715600	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	51493	1398897	SH	DEFINE
UNIVERSAL STAINLESS & ALLOY	COM	913837100	4273	226582	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	11620	574944	SH	DEFINE
UNUM GROUP	COM	91529Y106	5634	288649	SH	DEFINE
UNUM GROUP	COM	91529Y106	1169	59900	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	87679	2505830	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	56	1600	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	879	25112	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	11319	502854	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	25798	1146087	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	5927	263285	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	43	1930	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1649	73196	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	284	12600	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1220	54200	SH	DEFINE
USA TRUCK INC	COM	902925106	2880	230000	SH	DEFINE
V F CORP	COM	918204108	36620	500000	SH	DEFINE
V F CORP	COM	918204108	14891	203317	SH	DEFINE
V F CORP	COM	918204108	37	500	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	39614	1048000	SH	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	753	9100	PRN	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	6543	79100	PRN	DEFINE
VALE S A	ADR	91912E105	1894	65230	SH	DEFINE
VALE S A	ADR	91912E105	1183	40760	SH	DEFINE
VALE S A	ADR	91912E105	1763	60740	SH	DEFINE
VALE S A	ADR	91912E105	1101	37925	SH	DEFINE
VALE S A	ADR	91912E105	217	7488	SH	DEFINE
VALE S A	ADR	91912E105	68944	2374920	SH	DEFINE
VALE S A	ADR	91912E105	17720	610414	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	9189	370240	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	15889	640186	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	2671	107600	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	115638	4659074	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	233	9380	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	38475	1550162	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	15648	631950	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	1064443	42886514	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	290721	11713174	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	192374	7750768	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	119	4802	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	5873	350600	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	753	44979	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	982	58600	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	86125	3196936	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	5702	211650	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	2859	106141	SH	DEFINE
VALSPAR CORP	COM	920355104	3103	114340	SH	DEFINE
VALSPAR CORP	COM	920355104	3	124	SH	DEFINE
VANGUARD INDEX FDS	STK MRK ETF	922908769	784	13900	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	22018	537033	SH	DEFINE
VANGUARD TAX-MANAGED FD	EUROPE PAC ETF	921943858	3733	109139	SH	DEFINE
VARIAN INC	COM	922206107	253	4900	SH	DEFINE
VARIAN INC	COM	922206107	8121	157569	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	116228	2480843	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	9333	199219	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	751	16037	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	58758	1637638	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	1116	31100	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	3204	89300	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	536	14929	SH	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	16181	2580780	SH	DEFINE

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

VCA ANTECH INC	COM	918194101	52454	2104900	SH	DEFINE
VCA ANTECH INC	COM	918194101	695	27900	SH	DEFINE
VCA ANTECH INC	COM	918194101	1994	80000	SH	DEFINE
VCA ANTECH INC	COM	918194101	352	14113	SH	DEFINE
VECTREN CORP	COM	92240G101	17276	700000	SH	DEFINE
VECTREN CORP	COM	92240G101	207	8381	SH	DEFINE
VENTAS INC	COM	92276F100	3009	68800	SH	DEFINE
VENTAS INC	COM	92276F100	25777	589317	SH	DEFINE
VENTAS INC	COM	92276F100	437	10000	SH	DEFINE
VERISK ANALYTICS INC	CL A	92345Y106	14719	486100	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	407067	12286973	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	49107	1482239	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	113	3400	SH	OTHER
VERTEX PHARMACEUTICALS INC	COM	92532F100	11420	266500	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	220	5130	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	663	22304	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	10900	366620	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1708	57462	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	26376	887200	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	70238	2362523	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	869	29213	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	531	17860	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	427263	14371452	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	14862	499914	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	121	4070	SH	DEFINE
VIASAT INC	COM	92552V100	39850	1253940	SH	DEFINE
VIASAT INC	COM	92552V100	1366	42975	SH	DEFINE
VIASAT INC	COM	92552V100	4166	131100	SH	DEFINE
VIASAT INC	COM	92552V100	6710	211045	SH	DEFINE
VIEWPOINT FINL GROUP	COM	926727108	5700	395549	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	9369	342948	SH	DEFINE
VIRGIN MEDIA INC	COM	92769L101	300501	17855080	SH	DEFINE
VISA INC	COM CL A	92826C839	142104	1624790	SH	DEFINE
VISA INC	COM CL A	92826C839	27765	317465	SH	DEFINE
VISA INC	COM CL A	92826C839	6747	77140	SH	DEFINE
VISA INC	COM CL A	92826C839	10	120	SH	DEFINE
VISA INC	COM CL A	92826C839	875	10000	SH	DEFINE
VISA INC	COM CL A	92826C839	127	1450	SH	DEFINE
VISA INC	COM CL A	92826C839	2947	33700	SH	DEFINE
VISA INC	COM CL A	92826C839	52	600	SH	DEFINE
VISA INC	COM CL A	92826C839	616	7041	SH	DEFINE
VISA INC	COM CL A	92826C839	1137	13000	SH	DEFINE
VISIONCHINA MEDIA INC	SPONS ADR	92833U103	140	12820	SH	DEFINE
VISTAPRINT N V	SHS	N93540107	874	15425	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	3125	140500	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	549	24700	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	1572	70700	SH	DEFINE
VIVUS INC	COM	928551100	92	10000	SH	DEFINE
VMWARE INC	CL A COM	928563402	2445	57690	SH	DEFINE
VMWARE INC	CL A COM	928563402	911	21500	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	11225	486140	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	29577	1280940	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	323	14000	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	251	10890	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	115	5000	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	24521	1061855	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	102740	4449539	SH	DEFINE
VOLCOM INC	COM	92864N101	19146	1143720	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	333	4764	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	257	3670	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	2978	42584	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	25941	370903	SH	DEFINE

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

VORNADO RLTY TR	SH BEN INT	929042109	401	5738	SH	DEFINE
VULCAN MATLS CO	COM	929160109	829	15740	SH	DEFINE
W P CAREY & CO LLC	COM	92930Y107	376	13600	SH	DEFINE
WABASH NATL CORP	COM	929566107	6527	3453700	SH	DEFINE
WABTEC CORP	COM	929740108	2671	65400	SH	DEFINE
WABTEC CORP	COM	929740108	711	17420	SH	DEFINE
WABTEC CORP	COM	929740108	1348	33000	SH	DEFINE
WADDELL & REED FINL INC	CL A	930059100	2801	91700	SH	DEFINE
WADDELL & REED FINL INC	CL A	930059100	3	93	SH	DEFINE
WAL MART STORES INC	COM	931142103	195376	3655300	SH	DEFINE
WAL MART STORES INC	COM	931142103	15063	281820	SH	DEFINE
WAL MART STORES INC	COM	931142103	27492	514355	SH	DEFINE
WAL MART STORES INC	COM	931142103	140008	2619427	SH	DEFINE
WAL MART STORES INC	COM	931142103	35	650	SH	DEFINE
WAL MART STORES INC	COM	931142103	2394	44795	SH	DEFINE
WAL MART STORES INC	COM	931142103	182	3400	SH	DEFINE
WAL MART STORES INC	COM	931142103	59	1100	SH	DEFINE
WALGREEN CO	COM	931422109	18476	503154	SH	DEFINE
WALGREEN CO	COM	931422109	11470	312373	SH	DEFINE
WALGREEN CO	COM	931422109	51	1390	SH	DEFINE
WALGREEN CO	COM	931422109	592	16110	SH	DEFINE
WALGREEN CO	COM	931422109	224	6100	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	40294	955050	SH	DEFINE
WASHINGTON FED INC	COM	938824109	18286	945500	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	304	691	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	505	14950	SH	DEFINE
WATERS CORP	COM	941848103	157147	2536265	SH	DEFINE
WATERS CORP	COM	941848103	1376	22200	SH	DEFINE
WATERS CORP	COM	941848103	18	290	SH	DEFINE
WATERS CORP	COM	941848103	219	3535	SH	DEFINE
WATERS CORP	COM	941848103	93	1500	SH	DEFINE
WATERS CORP	COM	941848103	1522	24560	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	66323	1674400	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	4	100	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	32613	823360	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	1344	33930	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	50373	1271736	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	642	16220	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	115701	2921001	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	3699	93375	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	2654	67000	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	6595	166509	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	56236	1419743	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	125	3160	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	28620	925600	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	13	410	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	49	1600	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	80843	4513810	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	1230	68685	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	852	47578	SH	DEFINE
WEIGHT WATCHERS INTL INC NEW	COM	948626106	2451	84050	SH	DEFINE
WELLPOINT INC	COM	94973V107	458	7865	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	727833	26966770	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	21575	799352	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	67	2500	SH	OTHER
WELLS FARGO & CO NEW	COM	949746101	980	36300	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	191605	7099100	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	57	2120	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	1938	71876	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	336	12450	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	2048	75870	SH	DEFINE
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	511891	557616	SH	DEFINE

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

WERNER ENTERPRISES INC	COM	950755108	9895	500000	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	9143	462000	SH	DEFINE
WESCO INTL INC	DBCV	6.000% 9/195082PAH8	23520	19200000	PRN	DEFINE
WEST MARINE INC	COM	954235107	18180	2255550	SH	DEFINE
WEST MARINE INC	COM	954235107	11916	1478396	SH	DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	134480	3430603	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	9774	450000	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	24064	1107900	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	2843	64400	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	4411	99900	SH	DEFINE
WESTERN LIBERTY BANCORP	COM	961443108	4235	556530	SH	DEFINE
WESTERN UN CO	COM	959802109	798	42318	SH	DEFINE
WESTFIELD FINANCIAL INC NEW	COM	96008P104	4244	514380	SH	DEFINE
WESTLAKE CHEM CORP	COM	960413102	105931	4249121	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	817	18940	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	620874	14392067	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	233	700	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	680496	2045621	SH	DEFINE
WHITE RIVER CAPITAL INC	COM	96445P105	8121	722550	SH	DEFINE
WHITNEY HLDG CORP	COM	966612103	94	10289	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	8280	301651	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	23300	1105290	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	8239	390828	SH	DEFINE
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	816	26600	SH	DEFINE
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	346	13100	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	238	19261	SH	DEFINE
WILMINGTON TRUST CORP	COM	971807102	22	1800	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	7441	677115	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	308	28000	SH	DEFINE
WINNEBAGO INDS INC	COM	974637100	19754	1619150	SH	DEFINE
WIPRO LTD	SPON ADR 1 SH	97651M109	1389	62365	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	45844	920000	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	797	15990	SH	DEFINE
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	3502	158685	SH	DEFINE
WMS INDS INC	COM	929297109	45377	1134420	SH	DEFINE
WMS INDS INC	COM	929297109	320	8000	SH	DEFINE
WMS INDS INC	COM	929297109	581	14532	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	45646	1676930	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	688	25268	SH	DEFINE
WPP PLC	ADR	92933H101	826	16975	SH	DEFINE
WSB HOLDINGS INC	COM	92934C101	403	166160	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	17517	825500	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	549689	25904281	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	590	27803	SH	DEFINE
XEROX CORP	COM	984121103	43270	5114600	SH	DEFINE
XEROX CORP	COM	984121103	32	3838	SH	DEFINE
XEROX CORP	COM	984121103	248278	29347251	SH	DEFINE
XEROX CORP	COM	984121103	663	76998	SH	DEFINE
XEROX CORP	COM	984121103	1277	150902	SH	DEFINE
XILINX INC	COM	983919101	36229	1445700	SH	DEFINE
XILINX INC	COM	983919101	704	28078	SH	DEFINE
XINYUAN REAL ESTATE CO LTD	SPONS ADR	98417P105	340	76100	SH	DEFINE
XL CAP LTD	CL A	G98255105	661	36046	SH	DEFINE
XL CAP LTD	CL A	G98255105	1545	84300	SH	DEFINE
XTO ENERGY INC	COM	98385X106	69758	1499208	SH	DEFINE
XTO ENERGY INC	COM	98385X106	1309	28122	SH	DEFINE
XTO ENERGY INC	COM	98385X106	453735	9751453	SH	DEFINE
XTO ENERGY INC	COM	98385X106	293	6297	SH	DEFINE
XYRATEX LTD	COM	G98268108	1524	114500	SH	DEFINE
YAHOO INC	COM	984332106	26848	1600000	SH	DEFINE
YAHOO INC	COM	984332106	1743	103874	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	69700	6108720	SH	DEFINE

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

YAMANA GOLD INC	COM	98462Y100	4232	370700 SH	DEFINE
YUM BRANDS INC	COM	988498101	5230	149547 SH	DEFINE
ZALE CORP NEW	COM	988858106	14296	5255700 SH	DEFINE
ZENITH NATL INS CORP	COM	989390109	26314	884200 SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	8739	147850 SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	8057	136307 SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	17	280 SH	DEFINE

	GRAND TOTAL			113116940	