

Edgar Filing: FRANKLIN RESOURCES INC - Form FWP

FRANKLIN RESOURCES INC  
Form FWP  
September 20, 2012

Issuer Free Writing Prospectus filed pursuant to Rule 433  
supplementing the Preliminary Prospectus Supplement dated  
September 19, 2012 and the Prospectus dated September 19, 2012

Registration Statement No. 333-183969

Dated: September 19, 2012

**FRANKLIN RESOURCES, INC.**

**US\$300,000,000 2.800% Ten-Year Notes**

**FINAL PRICING TERM SHEET**

**September 19, 2012**

Issuer:	Franklin Resources, Inc.
Type:	SEC Registered
Ratings:	A1 (Stable) by Moody's Investors Service, Inc.
AA- (Stable) by Standard & Poor's Ratings Services	
Trade Date:	September 19, 2012
Settlement Date:	September 24, 2012 (T+3 days)
Securities:	2.800% Notes due 2022
Size:	US \$300,000,000
Maturity Date:	September 15, 2022
Semi-Annual Coupon:	2.800%
Interest Payment Dates:	March 15 and September 15, commencing March 15, 2013
Price to Public:	99.750%

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Benchmark Treasury:	1.625% due August 15, 2022
Benchmark Treasury Price & Yield:	98-19+ / 1.779%
Spread to Benchmark Treasury:	+ 105 bps
Yield:	2.829%
Make-Whole Call:	T + 20 bps
Day Count:	30/360
Minimum Denomination / Multiples:	\$2,000 / \$1,000
CUSIP:	354613AJ0
ISIN:	US354613AJ09
Joint Book-Running Managers: Incorporated	Merrill Lynch, Pierce, Fenner & Smith
Morgan Stanley & Co. LLC	
Co-Managers: HSBC Securities (USA) Inc.	Citigroup Global Markets Inc.
J.P. Morgan Securities LLC	
UBS Securities LLC	
Wells Fargo Securities, LLC	

**This communication is intended for the sole use of the person to whom it is provided by the issuer.**

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revisions or withdrawal at any time.*

The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission ( SEC ) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.

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You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322 or Morgan Stanley & Co. LLC at 1-866-718-1649.

**ANY DISCLAIMERS OR OTHER NOTICES THAT MAY APPEAR BELOW ARE NOT APPLICABLE TO THIS COMMUNICATION AND SHOULD BE DISREGARDED. SUCH DISCLAIMERS OR OTHER NOTICES WERE AUTOMATICALLY GENERATED AS A RESULT OF THIS COMMUNICATION BEING SENT VIA BLOOMBERG OR ANOTHER E-MAIL SYSTEM.**