

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

FRANKLIN RESOURCES INC
Form 13F-HR
May 12, 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: March 31, 2010

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 028-00734

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ROBERT C. ROSSELOT Fort Lauderdale, FL May 5, 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: 3821
 Form 13F Information Table Value Total: 122,336,254
 (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 03/31/2010
 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	145	18800	SH		DEFIN
3M CO	COM	88579Y101	3660	43800	SH		DEFIN

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

3M CO	COM	88579Y101	102187	1222770	SH	DEFINE
3M CO	COM	88579Y101	27466	328661	SH	DEFINE
3M CO	COM	88579Y101	16661	199197	SH	DEFINE
3M CO	COM	88579Y101	1448	17325	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	508	69462	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	37583	1720830	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	20679	946821	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	336	15400	SH	DEFINE
ABBOTT LABS	COM	002824100	145563	2763150	SH	DEFINE
ABBOTT LABS	COM	002824100	168895	3206056	SH	DEFINE
ABBOTT LABS	COM	002824100	50866	965569	SH	DEFINE
ABBOTT LABS	COM	002824100	806	15300	SH	DEFINE
ABBOTT LABS	COM	002824100	67	1270	SH	DEFINE
ABBOTT LABS	COM	002824100	19238	365194	SH	DEFINE
ABBOTT LABS	COM	002824100	2423	46003	SH	DEFINE
ABBOTT LABS	COM	002824100	1793	34028	SH	DEFINE
ABBOTT LABS	COM	002824100	4088	77610	SH	DEFINE
ABBOTT LABS	COM	002824100	81972	1556040	SH	DEFINE
ABBOTT LABS	COM	002824100	7897	149900	SH	DEFINE
ABINGTON BANCORP INC	COM	00350L109	3452	436989	SH	DEFINE
ABM INDS INC	COM	000957100	92371	4357134	SH	DEFINE
ABOVENET INC	COM	00374N107	237162	4674990	SH	DEFINE
ABOVENET INC	COM	00374N107	304	6000	SH	CALL DEFINE
ABOVENET INC	COM	00374N107	65	1288	SH	CALL DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	762	18170	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	16283	388144	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	30336	723140	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	4817	114825	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	17465	416321	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	626	14930	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	129176	3079282	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2537	60465	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	5972	142350	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	1155121	27535655	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	46842	1116610	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	173	4120	SH	DEFINE
ACE LTD	SHS	H0023R105	531	10160	SH	DEFINE
ACE LTD	SHS	H0023R105	8155	155936	SH	DEFINE
ACE LTD	SHS	H0023R105	894	17100	SH	DEFINE
ACE LTD	SHS	H0023R105	557256	10654996	SH	DEFINE
ACE LTD	SHS	H0023R105	15208	290780	SH	DEFINE
ACE LTD	SHS	H0023R105	4333	82841	SH	DEFINE
ACE LTD	SHS	H0023R105	11575	221310	SH	DEFINE
ACE LTD	SHS	H0023R105	505	9650	SH	DEFINE
ACE LTD	SHS	H0023R105	58968	1127488	SH	DEFINE
ACE LTD	SHS	H0023R105	15425	294526	SH	DEFINE
ACE LTD	SHS	H0023R105	2977	56920	SH	DEFINE
ACE LTD	SHS	H0023R105	315509	6032672	SH	DEFINE
ACE LTD	SHS	H0023R105	218156	4171236	SH	DEFINE
ACE LTD	SHS	H0023R105	135	2590	SH	DEFINE
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	1491	538300	SH	DEFINE
ACME PACKET INC	COM	004764106	817	42400	SH	DEFINE
ACORDA THERAPEUTICS INC	COM	00484M106	3163	92500	SH	DEFINE
ACORDA THERAPEUTICS INC	COM	00484M106	17	500	SH	DEFINE
ACTEL CORP	COM	004934105	10804	779410	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	51171	4243070	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	2330	193220	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	2378	197200	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	621	51488	SH	DEFINE
ADMINISTAFF INC	COM	007094105	6844	320700	SH	DEFINE
ADOBE SYS INC	COM	00724F101	91238	2579543	SH	DEFINE
ADOBE SYS INC	COM	00724F101	13794	389982	SH	DEFINE

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

ADOBE SYS INC	COM	00724F101	369	10429	SH	DEFINE
ADVANCE AUTO PARTS INC	COM	00751Y106	21774	519420	SH	DEFINE
ADVANCED MICRO DEVICES INC	NOTE	6.000% 5/0007903AL1	42539	44139000	PRN	DEFINE
ADVANCED MICRO DEVICES INC	NOTE	5.750% 8/1007903AN7	1302	1300000	PRN	DEFINE
ADVANTAGE OIL & GAS LTD	COM	00765F101	214	31600	SH	DEFINE
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	533	18800	SH	DEFINE
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	5114	180200	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	3572	136800	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	350	13400	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	1039	39800	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	2114	80924	SH	DEFINE
AES CORP	COM	00130H105	1416	128760	SH	DEFINE
AETERNA ZENTARIS INC	COM	007975204	586	742036	SH	DEFINE
AETNA INC NEW	COM	00817Y108	153318	4366810	SH	DEFINE
AETNA INC NEW	COM	00817Y108	1810	51560	SH	DEFINE
AETNA INC NEW	COM	00817Y108	46	1320	SH	DEFINE
AETNA INC NEW	COM	00817Y108	526	14990	SH	DEFINE
AETNA INC NEW	COM	00817Y108	314	8950	SH	DEFINE
AETNA INC NEW	COM	00817Y108	870	24793	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	40140	508100	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	1050	13295	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2394	30300	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	802	10153	SH	DEFINE
AFLAC INC	COM	001055102	81134	1494450	SH	DEFINE
AFLAC INC	COM	001055102	120865	2226290	SH	DEFINE
AFLAC INC	COM	001055102	26246	483434	SH	DEFINE
AFLAC INC	COM	001055102	5813	107160	SH	DEFINE
AFLAC INC	COM	001055102	3212	59162	SH	DEFINE
AGA MED HLDGS INC	COM	008368102	868	53403	SH	DEFINE
AGCO CORP	COM	001084102	706	19685	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	57011	1657789	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	4688	136333	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	17	500	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	1444	42000	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	35	1010	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	329	9560	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	186	5400	SH	DEFINE
AGL RES INC	COM	001204106	152121	3935870	SH	DEFINE
AGL RES INC	COM	001204106	39	1000	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	40082	720000	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	32	575	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	4113	73600	SH	DEFINE
AGRIUM INC	COM	008916108	31	445	SH	DEFINE
AGRIUM INC	COM	008916108	26363	372675	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	104965	1419400	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	36975	500000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	14400	194731	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	141	1900	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	1057	14300	SH	DEFINE
AIRGAS INC	COM	009363102	19437	305522	SH	DEFINE
AIRGAS INC	COM	009363102	24418	383807	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	265	8451	SH	DEFINE
ALAMO GROUP INC	COM	011311107	6397	320000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	42756	1037000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	24738	600000	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	55553	2124399	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	7	250	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	59	2250	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	161	51711	SH	DEFINE
ALCOA INC	COM	013817101	3768	264600	SH	DEFINE
ALCOA INC	COM	013817101	833	58500	SH	DEFINE
ALCOA INC	COM	013817101	1837	129023	SH	DEFINE

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

ALCOA INC	COM	013817101	9703	681410	SH	DEFINE
ALCOA INC	COM	013817101	20574	1444810	SH	DEFINE
ALCOA INC	COM	013817101	36002	2528240	SH	DEFINE
ALCOA INC	COM	013817101	6266	440020	SH	DEFINE
ALCOA INC	COM	013817101	153448	10775850	SH	DEFINE
ALCOA INC	COM	013817101	1210	84940	SH	DEFINE
ALCOA INC	COM	013817101	132	9250	SH	DEFINE
ALCON INC	COM SHS	H01301102	14214	87980	SH	DEFINE
ALCON INC	COM SHS	H01301102	528	3270	SH	DEFINE
ALCON INC	COM SHS	H01301102	153514	950199	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	3195	96665	SH	DEFINE
ALEXANDERS INC	COM	014752109	163316	545969	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1676	24800	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	12328	182360	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	230	3400	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	17480	321500	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	38	131	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	247918	852535	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	32200	1400000	SH	DEFINE
ALLEGHENY ENERGY INC	COM	017361106	36	1559	SH	DEFINE
ALLEGIANTRAVEL CO	COM	01748X102	53397	922860	SH	DEFINE
ALLEGIANTRAVEL CO	COM	01748X102	1066	18422	SH	DEFINE
ALLEGIANTRAVEL CO	COM	01748X102	3043	52600	SH	DEFINE
ALLEGIANTRAVEL CO	COM	01748X102	7339	126811	SH	DEFINE
ALLERGAN INC	COM	018490102	90266	1381913	SH	DEFINE
ALLERGAN INC	COM	018490102	25512	390571	SH	DEFINE
ALLERGAN INC	COM	018490102	1491	22820	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	117921	1842810	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	138	2149	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	87967	1374696	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1127	17616	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	NOTE	1.750% 8/0018581AD0	17361	17000000	PRN	DEFINE
ALLIANCE ONE INTL INC	COM	018772103	12624	2480100	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	1713	55865	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	85977	2585000	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	53	1600	SH	DEFINE
ALLIED CAP CORP NEW	COM	01903Q108	76	15300	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	27030	1381890	SH	DEFINE
ALLSCRIPT MISYS HEALTCAR SOL	COM	01988P108	331	16930	SH	DEFINE
ALLSTATE CORP	COM	020002101	4039	125000	SH	DEFINE
ALLSTATE CORP	COM	020002101	16401	507609	SH	DEFINE
ALLSTATE CORP	COM	020002101	10785	333806	SH	DEFINE
ALLSTATE CORP	COM	020002101	37	1160	SH	DEFINE
ALLSTATE CORP	COM	020002101	495	15320	SH	DEFINE
ALLSTATE CORP	COM	020002101	207	6400	SH	DEFINE
ALLSTATE CORP	COM	020002101	65	2000	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	8456	169500	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	5766	280986	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	784675	38239515	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	3825	186425	SH	DEFINE
ALZA CORP	SDCV	7/202261WAB5	14194	15000000	PRN	DEFINE
AMAG PHARMACEUTICALS INC	COM	00163U106	2105	60300	SH	DEFINE
AMAZON COM INC	COM	023135106	93816	691200	SH	DEFINE
AMAZON COM INC	COM	023135106	8497	62599	SH	DEFINE
AMAZON COM INC	COM	023135106	9042	66620	SH	DEFINE
AMAZON COM INC	COM	023135106	1059	7800	SH	DEFINE
AMAZON COM INC	COM	023135106	5769	42500	SH	DEFINE
AMAZON COM INC	COM	023135106	349	2570	SH	DEFINE
AMAZON COM INC	COM	023135106	1344	9900	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	1354	49700	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	11373	417520	SH	DEFINE
AMB PROPERTY CORP	COM	00163T109	185	6800	SH	DEFINE

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

AMEREN CORP	COM	023608102	302724	11607510	SH	DEFINE
AMEREN CORP	COM	023608102	78	3000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	15449	306900	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	30953	614888	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	5537	110000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	982	19500	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	25643	509400	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	458060	9099316	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	982	19500	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	5026	100000	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	11993	1201700	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	508099	14865380	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	5994	175355	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	68	2000	SH	OTHER
AMERICAN ELEC PWR INC	COM	025537101	325	9500	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	12	350	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	10622	257450	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	25074	607714	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	10680	258850	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	2585	62650	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	7880	190976	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	447	10840	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	35738	866168	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	1997	48390	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	309786	7508133	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	11132	269810	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	70	1690	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	5381	289600	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	987	53100	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	3066	165000	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	8681	467100	SH	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	3.250% 7/02744MAA6	2245	2048000	PRN	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	4.000% 9/102744MAB4	15251	12952000	PRN	DEFINE
AMERICAN NATL INS CO	COM	028591105	99035	872250	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	5115	750000	SH	DEFINE
AMERICAN SUPERCONDUCTOR CORP	COM	030111108	231	8000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	168160	3946480	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	23086	541805	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	8117	190500	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1065	25000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	5369	126000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1125	26411	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1364	32000	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	22281	1149110	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	91682	4213320	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	1132	52035	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	1425	31415	SH	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	841	29085	SH	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	1945	67270	SH	DEFINE
AMETEK INC NEW	COM	031100100	36556	881722	SH	DEFINE
AMETEK INC NEW	COM	031100100	787	18986	SH	DEFINE
AMGEN INC	COM	031162100	103168	1726370	SH	DEFINE
AMGEN INC	COM	031162100	8529	142718	SH	DEFINE
AMGEN INC	COM	031162100	26948	450930	SH	DEFINE
AMGEN INC	COM	031162100	6401	107119	SH	DEFINE
AMGEN INC	COM	031162100	63574	1063827	SH	DEFINE
AMGEN INC	COM	031162100	812	13590	SH	DEFINE
AMGEN INC	COM	031162100	127303	2130232	SH	DEFINE
AMGEN INC	COM	031162100	4255	71204	SH	DEFINE
AMGEN INC	COM	031162100	4611	77160	SH	DEFINE
AMGEN INC	COM	031162100	938680	15707497	SH	DEFINE
AMGEN INC	COM	031162100	74387	1244755	SH	DEFINE

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

AMGEN INC	COM	031162100	203	3400	SH	DEFINE
AMR CORP	NOTE	6.250%10/1001765BC9	11400	10000000	PRN	DEFINE
AMTRUST FINANCIAL SERVICES I	COM	032359309	5462	391576	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	61796	848500	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	8520	116988	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	16	225	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	284	3897	SH	DEFINE
ANADYS PHARMACEUTICALS INC	COM	03252Q408	1200	472300	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	65357	2267750	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	366	12716	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	902	31308	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	3879	3526114	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	117445	3094723	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	188	4950	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	409	23800	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	1586	92325	SH	DEFINE
ANSYS INC	COM	03662Q105	73393	1701270	SH	DEFINE
ANSYS INC	COM	03662Q105	882	20441	SH	DEFINE
ANSYS INC	COM	03662Q105	2615	60628	SH	DEFINE
ANSYS INC	COM	03662Q105	579	13419	SH	DEFINE
AOL INC	COM	00184X105	74	2912	SH	DEFINE
AOL INC	COM	00184X105	656	25946	SH	DEFINE
AOL INC	COM	00184X105	1069	42274	SH	DEFINE
AOL INC	COM	00184X105	1645	65077	SH	DEFINE
AOL INC	COM	00184X105	0	3	SH	DEFINE
AOL INC	COM	00184X105	34	1334	SH	DEFINE
AOL INC	COM	00184X105	1609	63650	SH	DEFINE
AOL INC	COM	00184X105	981	38791	SH	DEFINE
AOL INC	COM	00184X105	8	313	SH	DEFINE
AON CORP	COM	037389103	3	75	SH	DEFINE
AON CORP	COM	037389103	32164	753090	SH	DEFINE
AON CORP	COM	037389103	56592	1325020	SH	DEFINE
AON CORP	COM	037389103	1403	32843	SH	DEFINE
AON CORP	COM	037389103	2731	63950	SH	DEFINE
AON CORP	COM	037389103	12267	287210	SH	DEFINE
AON CORP	COM	037389103	54	1260	SH	DEFINE
APACHE CORP	COM	037411105	3705	36500	SH	DEFINE
APACHE CORP	COM	037411105	25666	252870	SH	DEFINE
APACHE CORP	COM	037411105	1382	13620	SH	DEFINE
APACHE CORP	COM	037411105	2114	20825	SH	DEFINE
APACHE CORP	COM	037411105	690	6800	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	683	37100	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	5667	307800	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	92	5000	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	39039	2469250	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	86201	1406450	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	43	700	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	754	12305	SH	DEFINE
APPLE INC	COM	037833100	453421	1930030	SH	DEFINE
APPLE INC	COM	037833100	114339	486695	SH	DEFINE
APPLE INC	COM	037833100	10501	44700	SH	DEFINE
APPLE INC	COM	037833100	31	130	SH	DEFINE
APPLE INC	COM	037833100	1081	4600	SH	DEFINE
APPLE INC	COM	037833100	437	1860	SH	DEFINE
APPLE INC	COM	037833100	5873	25000	SH	DEFINE
APPLE INC	COM	037833100	188	800	SH	DEFINE
APPLE INC	COM	037833100	1010	4301	SH	DEFINE
APPLE INC	COM	037833100	1363	5800	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	47158	1897700	SH	DEFINE
APPLIED MATLS INC	COM	038222105	2173	161196	SH	DEFINE
APPLIED MATLS INC	COM	038222105	5	390	SH	DEFINE
APTARGROUP INC	COM	038336103	26559	674950	SH	DEFINE

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

ARBOR RLTY TR INC	COM	038923108	1102	340000	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	3708	84449	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NOTE 5.000% 5/1	103938LAK0	27869	17500000	PRN	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	4482	58779	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	1731	22700	SH	DEFINE
ARCH COAL INC	COM	039380100	8119	355300	SH	DEFINE
ARCH COAL INC	COM	039380100	5	200	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	3119	107914	SH	DEFINE
ARCHER DANIELS MIDLAND CO	UNIT 99/99/9999	039483201	16348	400000	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	5507	301600	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	195	10700	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	539	29500	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	8036	246592	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	14940	500000	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	18	600	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	8552	800000	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	29048	800000	SH	DEFINE
ARQULE INC	COM	04269E107	5094	884300	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	3199	106180	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	1935	64220	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	4801	1088628	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	1080	244880	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	3119	707300	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	3901	884548	SH	DEFINE
ASHLAND INC NEW	COM	044209104	18517	350900	SH	DEFINE
ASHLAND INC NEW	COM	044209104	3	66	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	4567	129000	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	691	19510	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	50160	1739250	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	4905	170070	SH	DEFINE
ASSOCIATED BANC CORP	COM	045487105	71261	5163852	SH	DEFINE
ASSURANT INC	COM	04621X108	27528	800700	SH	DEFINE
ASSURED GUARANTY LTD	COM	G0585R106	4337	197420	SH	DEFINE
ASTEC INDS INC	COM	046224101	21610	746200	SH	DEFINE
ASTORIA FINL CORP	COM	046265104	239	16453	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	1065	23823	SH	DEFINE
AT&T INC	COM	00206R102	646261	25010099	SH	DEFINE
AT&T INC	COM	00206R102	44896	1737476	SH	DEFINE
AT&T INC	COM	00206R102	36	1396	SH	DEFINE
AT&T INC	COM	00206R102	23406	905497	SH	DEFINE
AT&T INC	COM	00206R102	544	21070	SH	DEFINE
AT&T INC	COM	00206R102	32655	1263725	SH	DEFINE
AT&T INC	COM	00206R102	2905	112418	SH	DEFINE
AT&T INC	COM	00206R102	3157	122180	SH	DEFINE
AT&T INC	COM	00206R102	86370	3342500	SH	DEFINE
AT&T INC	COM	00206R102	12788	494880	SH	DEFINE
AT&T INC	COM	00206R102	46	1780	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	55302	1512640	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	2020	55255	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	1861	50900	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	186	5075	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	9797	253080	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	904	23350	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	2582	66700	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	5108	113685	SH	DEFINE
ATMEL CORP	COM	049513104	2470	491100	SH	DEFINE
ATMEL CORP	COM	049513104	62	12300	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	34937	1222850	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	1286	45000	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	30078	868550	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	83	2400	SH	DEFINE
AUGUSTA RES CORP	COM NEW	050912203	84	31700	SH	DEFINE

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

AURIZON MINES LTD	COM	05155P106	4708	1000000	SH	DEFINE
AUTODESK INC	COM	052769106	25928	881320	SH	DEFINE
AUTODESK INC	COM	052769106	5447	185140	SH	DEFINE
AUTODESK INC	COM	052769106	6472	220000	SH	DEFINE
AUTODESK INC	COM	052769106	1000	34000	SH	DEFINE
AUTODESK INC	COM	052769106	5693	193500	SH	DEFINE
AUTODESK INC	COM	052769106	1324	45000	SH	DEFINE
AUTOLIV INC	COM	052800109	59785	1160200	SH	DEFINE
AUTOLIV INC	COM	052800109	151	2940	SH	DEFINE
AUTOLIV INC	COM	052800109	1446	28060	SH	DEFINE
AUTOLIV INC	UNIT 99/99/9999	052800208	13085	188000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	31129	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	19204	431834	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	187	4210	SH	OTHER
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	25124	1222000	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	2480	120630	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	221	2558	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	1740	20149	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	14274	165301	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	2	20	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	235	2726	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	16821	462000	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	11	300	SH	DEFINE
AVISTA CORP	COM	05379B107	15748	760400	SH	DEFINE
AVIVA PLC	ADR	05382A104	9259	776889	SH	DEFINE
AVON PRODS INC	COM	054303102	14950	441396	SH	DEFINE
AVON PRODS INC	COM	054303102	10748	317340	SH	DEFINE
AVON PRODS INC	COM	054303102	32278	953011	SH	DEFINE
AXA	SPONSORED ADR	054536107	175	7952	SH	DEFINE
AXA	SPONSORED ADR	054536107	14647	664571	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1805	57740	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	3410	109070	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	11940	20000	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	3685	6172	SH	DEFINE
BAKER HUGHES INC	COM	057224107	4412	94200	SH	DEFINE
BAKER HUGHES INC	COM	057224107	400	8546	SH	DEFINE
BAKER HUGHES INC	COM	057224107	77528	1655161	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1113	23760	SH	DEFINE
BAKER HUGHES INC	COM	057224107	16367	349420	SH	DEFINE
BAKER HUGHES INC	COM	057224107	16360	349275	SH	DEFINE
BAKER HUGHES INC	COM	057224107	572	12204	SH	DEFINE
BAKER HUGHES INC	COM	057224107	177634	3792360	SH	DEFINE
BAKER HUGHES INC	COM	057224107	2293	48960	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	6959	288875	SH	DEFINE
BALL CORP	COM	058498106	731	13700	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	3	187	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	406332	22047297	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	21792	1182445	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	2434	132063	SH	DEFINE
BANCO LATINOAMERICANO DE COM	SHS E	P16994132	11085	771950	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	3006	241820	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	22	1800	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	4664	375200	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	109	8240	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	1713	129075	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	3	221	SH	DEFINE
BANK HAWAII CORP	COM	062540109	335	7450	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	43	700	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	679	11184	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	137253	2258222	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	85	1700	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1164	23256	SH	DEFINE

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

BANK NOVA SCOTIA HALIFAX	COM	064149107	263836	5256413	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1756	98400	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	932197	52223908	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	4452	249399	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1026285	57494962	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	4344	243376	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2078	116436	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	24710	1384298	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	543	30410	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	49160	2754081	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	6	340	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	3208	179740	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	102204	5725689	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	19803	1109405	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	95	5340	SH	DEFINE
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	741308	760316	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	2767	89600	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	606	19630	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	15562	503946	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	16594	537360	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4221	136700	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	42025	1360909	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	496	16070	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	71455	2313948	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1816	58822	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4041	130870	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	15291	495189	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	39494	1278939	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	102	3310	SH	DEFINE
BANRO CORP	COM	066800103	10340	4857000	SH	DEFINE
BANRO CORP	-W EXP 09/17/201	066800111	384	600000	SH	DEFINE
BAR HBR BANKSHARES	COM	066849100	3059	105000	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	27	1250	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	2137	98275	SH	DEFINE
BARD C R INC	COM	067383109	99303	1146420	SH	DEFINE
BARD C R INC	COM	067383109	1529	17648	SH	DEFINE
BARD C R INC	COM	067383109	1159	13380	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	12861	418800	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	729	23736	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	2082	67800	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	3743	121939	SH	DEFINE
BARRETT BILL CORP	NOTE 5.000% 3/1	06846NAA2	321	325000	PRN	DEFINE
BARRICK GOLD CORP	COM	067901108	125682	3278083	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	569	14849	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	13467	350850	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	25471	663561	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	3586	635900	SH	DEFINE
BAXTER INTL INC	COM	071813109	60995	1048020	SH	DEFINE
BAXTER INTL INC	COM	071813109	5566	95642	SH	DEFINE
BAXTER INTL INC	COM	071813109	244	4190	SH	DEFINE
BAXTER INTL INC	COM	071813109	663	11400	SH	DEFINE
BAXTER INTL INC	COM	071813109	276	4747	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	28	825	SH	DEFINE
BAYTEX ENERGY TR	TRUST UNIT	073176109	31146	920206	SH	DEFINE
BCE INC	COM NEW	05534B760	1010	34416	SH	DEFINE
BCE INC	COM NEW	05534B760	86561	2940271	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	6990	111300	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	333	5300	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	208047	2642538	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	18750	238161	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1023	13000	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	17826	226423	SH	DEFINE

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

BECTON DICKINSON & CO	COM	075887109	2019	25640	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	102	1300	SH	DEFINE
BED BATH & BEYOND INC	COM	075896100	350	8000	SH	DEFINE
BEMIS INC	COM	081437105	84350	2936989	SH	DEFINE
BEMIS INC	COM	081437105	5191	180743	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	101910	4913700	SH	DEFINE
BERKLEY W R CORP	COM	084423102	35971	1378720	SH	DEFINE
BERKLEY W R CORP	COM	084423102	1408	53968	SH	DEFINE
BERKLEY W R CORP	COM	084423102	557	21352	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1340	11	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	22411	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	9135	75	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	275999	2266	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	15675	192880	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	36764	452363	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	41	500	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	182719	2248300	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	15	180	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	149	1830	SH	DEFINE
BEST BUY INC	COM	086516101	17875	420200	SH	DEFINE
BEST BUY INC	COM	086516101	17686	415741	SH	DEFINE
BEST BUY INC	COM	086516101	798	18770	SH	DEFINE
BEST BUY INC	COM	086516101	1204	28300	SH	DEFINE
BEST BUY INC	SDCV 2.250% 1/1	086516AF8	17920	16000000	PRN	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	10867	135292	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	24	300	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	1	10	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	17703	258700	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	7	100	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	2049	29950	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	10172	668365	SH	DEFINE
BIODEL INC	COM	09064M105	933	218500	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	37475	653322	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	477	8315	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	11091	193350	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	1640	28590	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	8176	142537	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	9797	170792	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	986	17191	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	2032	35430	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	94904	1654530	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	11116	193790	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	59875	2562050	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	893	38210	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	2512	107480	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	580	24805	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	13184	10300000	PRN	DEFINE
BIOSPECIFICS TECHNOLOGIES CO	COM	090931106	4064	146450	SH	DEFINE
BIOVAIL CORP	COM	09067J109	155	9270	SH	DEFINE
BIOVAIL CORP	COM	09067J109	74	4400	SH	DEFINE
BIOVAIL CORP	COM	09067J109	70640	4221095	SH	DEFINE
BIOVAIL CORP	COM	09067J109	1367	81705	SH	DEFINE
BIOVAIL CORP	COM	09067J109	490	29300	SH	DEFINE
BIOVAIL CORP	COM	09067J109	67501	4033590	SH	DEFINE
BIOVAIL CORP	COM	09067J109	25932	1549600	SH	DEFINE
BJ SVCS CO	COM	055482103	751	35090	SH	DEFINE
BLACKROCK INC	COM	09247X101	81832	375790	SH	DEFINE
BLACKROCK INC	COM	09247X101	12163	55853	SH	DEFINE
BLACKROCK INC	COM	09247X101	3533	16225	SH	DEFINE
BLACKROCK INC	COM	09247X101	276	1269	SH	DEFINE
BLACKROCK MUNIHLDGS FD INC	COM	09254A101	173	13000	SH	DEFINE
BLACKROCK MUNIYIELD N Y INSD	COM	09255E102	148	11922	SH	DEFINE

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

BLACKROCK NY INS MUN INC TR	COM	09249U105	531	36750	SH	DEFINE
BLOCK H & R INC	COM	093671105	595	33400	SH	DEFINE
BMB MUNAI INC	COM	09656A105	244	254600	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	377	9930	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	7745	260234	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	208	7000	SH	DEFINE
BOEING CO	COM	097023105	83138	1145000	SH	DEFINE
BOEING CO	COM	097023105	7948	109463	SH	DEFINE
BOEING CO	COM	097023105	992	13506	SH	DEFINE
BOEING CO	COM	097023105	1312	18063	SH	DEFINE
BOOTS & COOTS INC	COM NEW	099469504	680	280000	SH	DEFINE
BORGWARNER INC	COM	099724106	52097	1364500	SH	DEFINE
BORGWARNER INC	COM	099724106	5102	133630	SH	DEFINE
BORGWARNER INC	COM	099724106	1248	32700	SH	DEFINE
BORGWARNER INC	COM	099724106	682	17853	SH	DEFINE
BORGWARNER INC	NOTE 3.500% 4/10	099724AF3	8859	6750000	PRN	DEFINE
BOSTON PROPERTIES INC	COM	101121101	166	2200	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	4036	53500	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	33440	443263	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	2	25	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	566	7500	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	167	23150	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	252370	34954329	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	1466	203000	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	436	60420	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	65742	9105490	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	8050	478304	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	1308	77700	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	3553	211100	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	18188	1080615	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	19986	350200	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	52102	912950	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	11	200	SH	OTHER
BP PLC	SPONSORED ADR	055622104	3640	63785	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	20164	353686	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	10	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	25107	439940	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	1	15	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	11329	114737	SH	DEFINE
BRADY CORP	CL A	104674106	185203	5951252	SH	DEFINE
BRADY CORP	CL A	104674106	62	2000	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	24100	1235900	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	7	365	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	31958	2003620	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	823	51600	SH	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	2345	147000	SH	DEFINE
BRINKER INTL INC	COM	109641100	23	1200	SH	DEFINE
BRINKER INTL INC	COM	109641100	23394	1213380	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	16847	630970	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	1451	54329	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	23608	884211	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	144	5380	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	69753	2612458	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	1518	56867	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	5438	203660	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	203118	7607407	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	20165	755251	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	80	2980	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	79877	2117066	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	525	13915	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	23	330	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	5157	74850	SH	DEFINE

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

BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	12637	351135	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	285	13319	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	1407	65800	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	84	3300	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	154450	6059734	SH	DEFINE
BROWN FORMAN CORP	CL A	115637100	41682	663720	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	37	625	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	144570	2431785	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	46087	2977193	SH	DEFINE
BRUNSWICK CORP	COM	117043109	28695	1796800	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	488	8122	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	43474	903630	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	755	15700	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	2179	45300	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	451	9376	SH	DEFINE
BUNGE LIMITED	COM	G16962105	5448	88394	SH	DEFINE
BUNGE LIMITED	COM	G16962105	21435	347800	SH	DEFINE
BUNGE LIMITED	COM	G16962105	13335	216367	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	1595	75000	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	16065	755640	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	21	1000	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	41	1910	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	31896	1500259	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	55291	2600720	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	654	30784	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	209	9840	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	13720	645350	SH	DEFINE
BURGER KING HLDGS INC	COM	121208201	46	2180	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	73801	1321415	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1234	22100	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	531	9516	SH	DEFINE
CA INC	COM	12673P105	266	11336	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	2215	91750	SH	DEFINE
CABOT CORP	COM	127055101	35662	1173100	SH	DEFINE
CABOT CORP	COM	127055101	388	12765	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	4260	639700	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	60	9010	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	604	90740	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	52	7800	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	4045	443056	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	472	51702	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	1344	147210	SH	DEFINE
CAE INC	COM	124765108	5658	579096	SH	DEFINE
CAL DIVE INTL INC	NOTE 3.250%12/1	1127914AB5	9038	10000000	PRN	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	11808	703084	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	13279	1505500	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	176	19900	SH	DEFINE
CALLON PETE CO DEL	COM	13123X102	29309	5468076	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	57	1365	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	1120	26900	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	9198	220950	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	150	3600	SH	DEFINE
CAMECO CORP	COM	13321L108	464	16925	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	113198	2641100	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	58	1355	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	1046	24400	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	408	11551	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	67	900	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	373	5040	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	178088	2413737	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	30380	501400	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	7013	115746	SH	DEFINE

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

CANADIAN NATL RY CO	COM	136375102	183973	3024349	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	28120	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	259	4611	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	16958	300792	SH	DEFINE
CANON INC	ADR	138006309	4702	101757	SH	DEFINE
CANON INC	ADR	138006309	3542	76654	SH	DEFINE
CAPE BANCORP INC	COM	139209100	32	4000	SH	DEFINE
CAPE BANCORP INC	COM	139209100	2136	264663	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	15504	167000	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	700	7540	SH	DEFINE
CAPELLA EDUCATION COMPANY	COM	139594105	1820	19600	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	83843	2024702	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	380	9180	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	2231	53875	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	1015	181520	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	195	34800	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	1	110	SH	DEFINE
CAPITALSOURCE INC	SDCV	4.000% 7/114055XAE2	154079	160082000	PRN	DEFINE
CAPITALSOURCE INC	NOTE	7.250% 7/114055XAG7	12121	12676000	PRN	DEFINE
CAPSTONE TURBINE CORP	COM	14067D102	14	10975	SH	DEFINE
CARBO CERAMICS INC	COM	140781105	3680	59037	SH	DEFINE
CARBO CERAMICS INC	COM	140781105	5	81	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	10809	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	557	15459	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	3643	101100	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	1349	37430	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	2115	58690	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	3880	586928	SH	DEFINE
CAREER EDUCATION CORP	COM	141665109	344	10875	SH	DEFINE
CAREFUSION CORP	COM	14170T101	3965	150000	SH	DEFINE
CAREFUSION CORP	COM	14170T101	317	12001	SH	DEFINE
CAREFUSION CORP	COM	14170T101	747	28245	SH	DEFINE
CARLISLE COS INC	COM	142339100	78402	2057794	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	41407	1065000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	60	1550	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	3451	88770	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	6838	175887	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	526	13520	SH	DEFINE
CARNIVAL CORP	DBCV	2.000% 4/1143658AN2	29597	27500000	PRN	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	14821	2946353	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	38691	1232200	SH	DEFINE
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	564	13630	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	49311	784580	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	16176	257376	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	22	350	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	1833	28950	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	132	2100	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	1745	27761	SH	DEFINE
CATO CORP NEW	CL A	149205106	6239	291000	SH	DEFINE
CBS CORP NEW	CL B	124857202	9442	677340	SH	DEFINE
CBS CORP NEW	CL B	124857202	112	8053	SH	DEFINE
CBS CORP NEW	CL B	124857202	21	1500	SH	DEFINE
CBS CORP NEW	CL B	124857202	252	18070	SH	DEFINE
CBS CORP NEW	CL B	124857202	110	7900	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	80	1100	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	584	8000	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	230120	3145131	SH	DEFINE
CEDAR SHOPPING CTRS INC	COM NEW	150602209	479	60600	SH	DEFINE
CEDAR SHOPPING CTRS INC	COM NEW	150602209	3616	457100	SH	DEFINE
CEDAR SHOPPING CTRS INC	COM NEW	150602209	62	7900	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1688	53000	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	145923	4581572	SH	DEFINE

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

CELANESE CORP DEL	COM SER A	150870103	2064	64814	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	965	30287	SH	DEFINE
CELESTICA INC	SUB VTG SHS	15101Q108	1840	168300	SH	DEFINE
CELGENE CORP	COM	151020104	176317	2845670	SH	DEFINE
CELGENE CORP	COM	151020104	79784	1287677	SH	DEFINE
CELGENE CORP	COM	151020104	50	800	SH	OTHER
CELGENE CORP	COM	151020104	7664	123700	SH	DEFINE
CELGENE CORP	COM	151020104	32	520	SH	DEFINE
CELGENE CORP	COM	151020104	1053	17000	SH	DEFINE
CELGENE CORP	COM	151020104	367	5920	SH	DEFINE
CELGENE CORP	COM	151020104	5775	93200	SH	DEFINE
CELGENE CORP	COM	151020104	167	2700	SH	DEFINE
CELGENE CORP	COM	151020104	489	7886	SH	DEFINE
CELGENE CORP	COM	151020104	1345	21700	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	133	12992	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	1083	106045	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	31	1200	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	59	2250	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	711	27114	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	64843	2488472	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	153316	10676600	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	14	1000	SH	DEFINE
CENTRAL EUROPEAN DIST CORP	COM	153435102	752	21473	SH	DEFINE
CENTRAL GOLDTRUST	TR UNIT	153546106	356	8041	SH	DEFINE
CENTURYTEL INC	COM	156700106	10715	302173	SH	DEFINE
CEPHALON INC	COM	156708109	12119	178800	SH	DEFINE
CEPHALON INC	NOTE 2.500% 5/0	156708AR0	11600	10000000	PRN	DEFINE
CERADYNE INC	COM	156710105	24035	1059284	SH	DEFINE
CERNER CORP	COM	156782104	54549	641300	SH	DEFINE
CERNER CORP	COM	156782104	1063	12495	SH	DEFINE
CERNER CORP	COM	156782104	512	6021	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	1789	19625	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	26536	4860000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	7012	200000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	12956	369530	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	46409	1323716	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	616	17560	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	19609	560300	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	153	4370	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	19902	567643	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	129656	3698128	SH	DEFINE
CHECKPOINT SYS INC	COM	162825103	212	9600	SH	DEFINE
CHELSEA THERAPEUTICS INTL LT	COM	163428105	1861	524100	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	31350	1327259	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1990	84200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5	200	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2868	121319	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1970	83330	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	43121	1824066	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	53257	2252846	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5127	216860	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	900	38080	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5411	228900	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	86	3630	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	52178	688090	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	40193	530045	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	23756	313280	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	4712	62141	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	39308	518407	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	470	6200	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	85083	1122020	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	3299	43503	SH	DEFINE

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

CHEVRON CORP NEW	COM	166764100	9869	130150	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	281840	3716730	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	22894	301910	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	171	2260	SH	DEFINE
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	994	42720	SH	DEFINE
CHICOPEE BANCORP INC	COM	168565109	1947	153334	SH	DEFINE
CHICOS FAS INC	COM	168615102	3	200	SH	DEFINE
CHICOS FAS INC	COM	168615102	60793	4215900	SH	DEFINE
CHICOS FAS INC	COM	168615102	39348	2728676	SH	DEFINE
CHINA DIGITAL TV HLDG CO LTD	SPONSORED ADR	16938G107	153	20800	SH	DEFINE
CHINA GREEN AGRICULTURE INC	COM	16943W105	158	11275	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	2153	29885	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	14	200	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1	20	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	14311	297409	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	10	200	SH	OTHER
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	4585	94946	SH	DEFINE
CHINA REAL ESTATE INFO CORP	ADR	16948Q103	294	29350	SH	DEFINE
CHINA SEC & SURVE TECH INC	COM	16942J105	14750	1918100	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	983	43975	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	22479	456540	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	8716	177920	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	41784	370850	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	1280	11360	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	1746	15500	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	485	4307	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	31602	3950250	SH	DEFINE
CHUBB CORP	COM	171232101	25510	492000	SH	DEFINE
CHUBB CORP	COM	171232101	17069	329193	SH	DEFINE
CHUBB CORP	COM	171232101	57	1095	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	507	26091	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	27	1364	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	4485	230853	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	86969	4476016	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	16709	859979	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	2315	34585	SH	DEFINE
CIENA CORP	COM NEW	171779309	305	20000	SH	DEFINE
CIGNA CORP	COM	125509109	1712	46799	SH	DEFINE
CIGNA CORP	COM	125509109	2294	62725	SH	DEFINE
CIGNA CORP	COM	125509109	3457	94500	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	254	4279	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	2013	33900	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	13577	469800	SH	DEFINE
CINTAS CORP	COM	172908105	37759	1344198	SH	DEFINE
CINTAS CORP	COM	172908105	197	7000	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	17899	538959	SH	DEFINE
CISCO SYS INC	COM	17275R102	230293	8847210	SH	DEFINE
CISCO SYS INC	COM	17275R102	77258	2968025	SH	DEFINE
CISCO SYS INC	COM	17275R102	57	2200	SH	OTHER
CISCO SYS INC	COM	17275R102	1463	56200	SH	DEFINE
CISCO SYS INC	COM	17275R102	31969	1228170	SH	DEFINE
CISCO SYS INC	COM	17275R102	4957	190430	SH	DEFINE
CISCO SYS INC	COM	17275R102	70759	2718354	SH	DEFINE
CISCO SYS INC	COM	17275R102	1336	51310	SH	DEFINE
CISCO SYS INC	COM	17275R102	125715	4829612	SH	DEFINE
CISCO SYS INC	COM	17275R102	3857	148182	SH	DEFINE
CISCO SYS INC	COM	17275R102	1213	46600	SH	DEFINE
CISCO SYS INC	COM	17275R102	597651	22960088	SH	DEFINE
CISCO SYS INC	COM	17275R102	64961	2495618	SH	DEFINE
CISCO SYS INC	COM	17275R102	211	8120	SH	DEFINE
CITIGROUP INC	COM	172967101	383	94500	SH	DEFINE
CITIGROUP INC	COM	172967101	176840	43664101	SH	DEFINE

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

CITIGROUP INC	COM	172967101	2414	596051	SH	DEFINE
CITIGROUP INC	COM	172967101	61	15000	SH	OTHER
CITIGROUP INC	COM	172967101	17	4140	SH	DEFINE
CITIGROUP INC	COM	172967101	183	45150	SH	DEFINE
CITIGROUP INC	COM	172967101	289	71300	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	68143	559100	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	420	3450	SH	DEFINE
CITIZENS CMNTY BANCORP INC M	COM	174903104	102	25685	SH	DEFINE
CITRIX SYS INC	COM	177376100	62905	1325150	SH	DEFINE
CITRIX SYS INC	COM	177376100	1349	28420	SH	DEFINE
CITRIX SYS INC	COM	177376100	1310	27600	SH	DEFINE
CITRIX SYS INC	COM	177376100	924	19466	SH	DEFINE
CLARCOR INC	COM	179895107	4115	119279	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	4150	74700	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	950	17100	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	2595	46700	SH	DEFINE
CLECO CORP NEW	COM	12561W105	26550	1000000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	11125	156800	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	92	1300	SH	DEFINE
CLINICAL DATA INC NEW	COM	18725U109	1971	101600	SH	DEFINE
CLOROX CO DEL	COM	189054109	5135	80067	SH	DEFINE
CME GROUP INC	COM	12572Q105	6322	20000	SH	DEFINE
CME GROUP INC	COM	12572Q105	981	3102	SH	DEFINE
CME GROUP INC	COM	12572Q105	580	1834	SH	DEFINE
CMS ENERGY CORP	COM	125896100	13187	853000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	20098	1300000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	23	1500	SH	DEFINE
CMS ENERGY CORP	NOTE 5.500% 6/1	125896BD1	17981	15000000	PRN	DEFINE
CNA FINL CORP	COM	126117100	2389	89425	SH	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	40845	1328300	SH	DEFINE
CNINSURE INC	SPONSORED ADR	18976M103	6761	254060	SH	DEFINE
COACH INC	COM	189754104	5934	150163	SH	DEFINE
COAST DISTR SYS	COM	190345108	268	66800	SH	DEFINE
COBALT INTL ENERGY INC	COM	19075F106	7121	523600	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	1355	540000	SH	DEFINE
COCA COLA CO	COM	191216100	25597	465400	SH	DEFINE
COCA COLA CO	COM	191216100	29367	533951	SH	DEFINE
COCA COLA CO	COM	191216100	1123	20392	SH	DEFINE
COCA COLA CO	COM	191216100	2012	36576	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	42	1530	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	187589	6781956	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	11971	1149005	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	12161	238540	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	308	6036	SH	DEFINE
COHERENT INC	COM	192479103	2554	79900	SH	DEFINE
COHERENT INC	COM	192479103	461	14425	SH	DEFINE
COHERENT INC	COM	192479103	1298	40600	SH	DEFINE
COHERENT INC	COM	192479103	21541	673748	SH	DEFINE
COHU INC	COM	192576106	35437	2573464	SH	DEFINE
COINSTAR INC	COM	19259P300	4774	146900	SH	DEFINE
COINSTAR INC	COM	19259P300	878	27000	SH	DEFINE
COINSTAR INC	COM	19259P300	2431	74800	SH	DEFINE
COINSTAR INC	NOTE 4.000% 9/0	19259PAF9	15624	14500000	PRN	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	1066	12500	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	11779	138153	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	34	400	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	389	4564	SH	DEFINE
COLONY FINL INC	COM	19624R106	25000	1250000	SH	DEFINE
COLUMBIA BKG SYS INC	COM	197236102	5796	285400	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	47502	2524038	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1598	84929	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1308	69510	SH	DEFINE

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

COMCAST CORP NEW	CL A	20030N101	717	38075	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1454	77269	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	9746	517830	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	8350	443700	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1979	110116	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	25265	1405930	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1200	66770	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	9010	501400	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	652	36290	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	43155	2401490	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	779	43360	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	772838	43007134	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	35199	1958746	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	177	9840	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	15888	1055000	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	3	200	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	81750	2213649	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	811	21950	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	326827	8849908	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	2201	59600	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	925	25039	SH	DEFINE
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	68	747	SH	DEFINE
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	3666	40000	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	587	35250	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	644	38690	SH	DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	529	13240	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	19796	527745	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	34778	1122972	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	75117	2425480	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	10658	272623	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	54490	1000000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	1169	21461	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	287	11450	SH	DEFINE
CONCHO RES INC	COM	20605P101	192498	3822440	SH	DEFINE
CONCHO RES INC	COM	20605P101	1707	33896	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	35291	860540	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	623	15200	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	140	3409	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	1689	33000	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	749484	14646940	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	20699	404510	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	44	860	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	8576	167513	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	246	4800	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	1774	34678	SH	DEFINE
CONSECO INC	COM NEW	208464883	38861	6247765	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	7730	181200	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	2175	50975	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	347168	7794520	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1127	25313	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	15809	354950	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1495	33566	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	11398	255900	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	682	41487	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	56176	1600000	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	116	3300	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	21970	1000000	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	1430	65100	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	1892	130000	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	9718	228400	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	43	1000	SH	DEFINE
CON-WAY INC	COM	205944101	1100	31320	SH	DEFINE

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

COPA HOLDINGS SA	CL A	P31076105	360	5925	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	78912	1297892	SH	DEFINE
COPART INC	COM	217204106	25480	715740	SH	DEFINE
COPART INC	COM	217204106	7	200	SH	DEFINE
COPART INC	COM	217204106	399	11207	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	48212	1391000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	2783	80290	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	1057	30500	SH	DEFINE
CORNING INC	COM	219350105	16930	837680	SH	DEFINE
CORNING INC	COM	219350105	21628	1070165	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	923	23000	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	7697	191800	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	132	3300	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	3702	1786453	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	2928	49033	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	31387	525651	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	24	400	SH	OTHER
COSTCO WHSL CORP NEW	COM	22160K105	146	2450	SH	DEFINE
COTT CORP QUE	COM	22163N106	94	12100	SH	DEFINE
COVANCE INC	COM	222816100	12278	200000	SH	DEFINE
COVANCE INC	COM	222816100	2540	41373	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	952	38530	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	35	1400	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	40471	804910	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	3858	76729	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	669	13304	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	3496	69525	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	3481	69234	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	15064	299601	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1557	30972	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	1701	33840	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	604765	12027948	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	13431	267127	SH	DEFINE
COVIDIEN PLC	SHS	G2554F105	109	2166	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	121450	1377300	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	414	8050	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	750	14600	SH	DEFINE
CREE INC	COM	225447101	16800	239250	SH	DEFINE
CREE INC	COM	225447101	4163	59280	SH	DEFINE
CRH PLC	ADR	12626K203	7974	320147	SH	DEFINE
CSX CORP	COM	126408103	1450	28486	SH	DEFINE
CTC MEDIA INC	COM	12642X106	79509	4617237	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	981	25020	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	2250	57390	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	335	6000	SH	DEFINE
CUMMINS INC	COM	231021106	80068	1292470	SH	DEFINE
CUMMINS INC	COM	231021106	4564	73670	SH	DEFINE
CUMMINS INC	COM	231021106	2078	33550	SH	DEFINE
CUMMINS INC	COM	231021106	147	2375	SH	DEFINE
CURIS INC	COM	231269101	2433	792400	SH	DEFINE
CVR ENERGY INC	COM	12662P108	3213	367200	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	136754	3740524	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	25182	688780	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1342	36700	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1300605	35574544	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	17097	467650	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	3732	102070	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	14309	391377	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	204	5590	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	22653	619605	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	2012	55023	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	4168	114010	SH	DEFINE

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

CVS CAREMARK CORPORATION	COM	126650100	319216	8731285	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	47456	1298024	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	78	2130	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	1764	100000	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	974	55200	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	908	51500	SH	DEFINE
CYMER INC	COM	232572107	3346	89700	SH	DEFINE
CYMER INC	COM	232572107	586	15700	SH	DEFINE
CYMER INC	COM	232572107	1682	45100	SH	DEFINE
CYTEC INDS INC	COM	232820100	1517	32460	SH	DEFINE
CYTEC INDS INC	COM	232820100	14088	301422	SH	DEFINE
D R HORTON INC	COM	23331A109	49730	3946800	SH	DEFINE
D R HORTON INC	COM	23331A109	90	7173	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	1250	26590	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	270355	5729635	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	4173	88777	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	533	11300	SH	DEFINE
DANAHER CORP DEL	COM	235851102	104614	1309150	SH	DEFINE
DANAHER CORP DEL	COM	235851102	23551	294722	SH	DEFINE
DANAHER CORP DEL	COM	235851102	7408	92700	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1199	15000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	6161	77100	SH	DEFINE
DANAHER CORP DEL	COM	235851102	896	11209	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1558	19500	SH	DEFINE
DAVITA INC	COM	23918K108	81682	1288360	SH	DEFINE
DAVITA INC	COM	23918K108	860	13571	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1395	88900	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1737	110700	SH	DEFINE
DEERE & CO	COM	244199105	5946	100000	SH	DEFINE
DEERE & CO	COM	244199105	3610	60720	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	692	47394	SH	DEFINE
DELL INC	COM	24702R101	4561	303860	SH	DEFINE
DELL INC	COM	24702R101	1180	78619	SH	DEFINE
DELL INC	COM	24702R101	394952	26312602	SH	DEFINE
DELL INC	COM	24702R101	20454	1362670	SH	DEFINE
DELL INC	COM	24702R101	3590	239170	SH	DEFINE
DELL INC	COM	24702R101	12093	805643	SH	DEFINE
DELL INC	COM	24702R101	307	20430	SH	DEFINE
DELL INC	COM	24702R101	52385	3489995	SH	DEFINE
DELL INC	COM	24702R101	1037	69060	SH	DEFINE
DELL INC	COM	24702R101	1320	87920	SH	DEFINE
DELL INC	COM	24702R101	188778	12576830	SH	DEFINE
DELL INC	COM	24702R101	28933	1927600	SH	DEFINE
DELL INC	COM	24702R101	126	8400	SH	DEFINE
DELTA AIR LINES INC DEL	COM NEW	247361702	533	36500	SH	DEFINE
DELTA APPAREL INC	COM	247368103	12480	800000	SH	DEFINE
DENBURY RES INC	COM NEW	247916208	8067	478200	SH	DEFINE
DENDREON CORP	COM	24823Q107	21798	597710	SH	DEFINE
DENDREON CORP	COM	24823Q107	351	9622	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	418	12000	SH	DEFINE
DEPOMED INC	COM	249908104	1301	366600	SH	DEFINE
DESCARTES SYSTEMS GROUP INC	COM	249906108	9937	1537900	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	50	650	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	525	6800	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	8	661	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	1080	88703	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	8316	683288	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	136	11190	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	2423	37600	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	56803	881620	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	22642	351422	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	13	200	SH	OTHER

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

DEVON ENERGY CORP NEW	COM	25179M103	863	13400	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	28	430	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	289	4480	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	251	3900	SH	DEFINE
DEX ONE CORP	COM	25212W100	425300	15232810	SH	DEFINE
DEX ONE CORP	COM	25212W100	91	3254	SH	DEFINE
DEX ONE CORP	COM	25212W100	172	6143	SH	DEFINE
DEX ONE CORP	COM	25212W100	566	20281	SH	DEFINE
DEXCOM INC	COM	252131107	5538	569200	SH	DEFINE
DEXCOM INC	COM	252131107	953	97900	SH	DEFINE
DEXCOM INC	COM	252131107	2740	281600	SH	DEFINE
DHT HOLDINGS INC	COM	Y2065G105	1668	425400	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	22906	339600	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	33309	493839	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	88	1300	SH	OTHER
DIAGEO P L C	SPON ADR NEW	25243Q205	1180	17500	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	7852	116405	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1790	26535	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	888	10000	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	422	4750	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1761	19825	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	41791	1600580	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	569	21800	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	623	23866	SH	DEFINE
DIEBOLD INC	COM	253651103	6128	192950	SH	DEFINE
DIEBOLD INC	COM	253651103	152	4800	SH	DEFINE
DIEBOLD INC	COM	253651103	48	1500	SH	DEFINE
DIGI INTL INC	COM	253798102	2122	199208	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	8987	165810	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	1366	25200	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	11181	206300	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	184	3400	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	2236	80000	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	383	13700	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	1093	39100	SH	DEFINE
DILLARDS INC	CL A	254067101	12036	510000	SH	DEFINE
DIONEX CORP	COM	254546104	18695	250000	SH	DEFINE
DIRECTV	COM CL A	25490A101	3073	90900	SH	DEFINE
DIRECTV	COM CL A	25490A101	2490	73660	SH	DEFINE
DIRECTV	COM CL A	25490A101	44	1300	SH	DEFINE
DIRECTV	COM CL A	25490A101	4280	126600	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	349	23413	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	0	25	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	25731	761500	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	220	6516	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	479	14179	SH	DEFINE
DISH NETWORK CORP	CL A	25470M109	2113	101500	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	88366	2531242	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	50258	1439638	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	147	4200	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	11224	321510	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	10208	292414	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	556	15920	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	37069	1061859	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	170	4860	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	260441	7460356	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	13511	387020	SH	DEFINE
DIVX INC	COM	255413106	3404	475400	SH	DEFINE
DIVX INC	COM	255413106	611	85300	SH	DEFINE
DIVX INC	COM	255413106	2111	294800	SH	DEFINE
DIVX INC	COM	255413106	4914	685851	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	2376	480000	SH	DEFINE

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

DOLBY LABORATORIES INC	COM	25659T107	19605	334160	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	1603	27325	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	67784	2684515	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	15	600	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	937	37119	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	591933	14398770	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	5298	128876	SH	DEFINE
DOMTAR CORP	COM NEW	257559203	184591	2865878	SH	DEFINE
DONALDSON INC	COM	257651109	40286	892856	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	486	31600	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	3878	252300	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	63	4100	SH	DEFINE
DOVER CORP	COM	260003108	166995	3572096	SH	DEFINE
DOVER CORP	COM	260003108	2261	48356	SH	DEFINE
DOVER CORP	COM	260003108	19	400	SH	OTHER
DOVER CORP	COM	260003108	40	860	SH	DEFINE
DOW CHEM CO	COM	260543103	3865	130700	SH	DEFINE
DOW CHEM CO	COM	260543103	7076	239307	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	102	2898	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	625843	17794792	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	3745	106491	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	41404	1177242	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	81171	2307973	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	2125	60414	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	365	10380	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	1150	32695	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	26806	762192	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	80	2270	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	4946	157400	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	113	3595	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	6049	274700	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	2527	114748	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	392	17815	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	1165	52900	SH	DEFINE
DRIL-QUIP INC	COM	262037104	16143	265330	SH	DEFINE
DRIL-QUIP INC	COM	262037104	535	8800	SH	DEFINE
DRIL-QUIP INC	COM	262037104	1551	25500	SH	DEFINE
DRIL-QUIP INC	COM	262037104	577	9480	SH	DEFINE
DRYSHIPS INC	SHS	Y2109Q101	105	18000	SH	DEFINE
DST SYS INC DEL	COM	233326107	58061	1400751	SH	DEFINE
DTE ENERGY CO	COM	233331107	1146	25700	SH	DEFINE
DTE ENERGY CO	COM	233331107	229043	5135500	SH	DEFINE
DTE ENERGY CO	COM	233331107	284	6360	SH	DEFINE
DTS INC	COM	233335C101	473	13900	SH	DEFINE
DTS INC	COM	233335C101	1345	39500	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	34397	923659	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	13995	375800	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	12415	333379	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	4511	121120	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	60692	1629750	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	2059	55280	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	3449	238000	SH	DEFINE
DUCOMMUN INC DEL	COM	264147109	2626	125000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	738622	45258700	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	9402	576114	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	65	4000	SH	OTHER
DUKE ENERGY CORP NEW	COM	26441C105	0	7	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	9079	122000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	187	2518	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	637	29500	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	5214	241500	SH	DEFINE
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	84	3900	SH	DEFINE

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

E M C CORP MASS	COM	268648102	93209	5166790	SH	DEFINE
E M C CORP MASS	COM	268648102	28669	1589203	SH	DEFINE
E M C CORP MASS	COM	268648102	1293	71700	SH	DEFINE
E M C CORP MASS	COM	268648102	35	1940	SH	DEFINE
E M C CORP MASS	COM	268648102	465	25750	SH	DEFINE
E M C CORP MASS	COM	268648102	182	10100	SH	DEFINE
E M C CORP MASS	COM	268648102	287	15906	SH	DEFINE
E M C CORP MASS	NOTE	1.750%12/0268648AM4	12550	10000000	PRN	DEFINE
EASTMAN KODAK CO	COM	277461109	1	150	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	4034	696784	SH	DEFINE
EATON CORP	COM	278058102	5380	71000	SH	DEFINE
EATON CORP	COM	278058102	4043	53364	SH	DEFINE
EATON CORP	COM	278058102	3637	48000	SH	DEFINE
EBAY INC	COM	278642103	1349	50050	SH	DEFINE
EBAY INC	COM	278642103	13961	518019	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	2861	221600	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	449	34800	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	1433	111000	SH	DEFINE
ECOLAB INC	COM	278865100	116901	2659870	SH	DEFINE
ECOLAB INC	COM	278865100	812	18480	SH	DEFINE
ECOLAB INC	COM	278865100	1049	23876	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2801	199811	SH	DEFINE
EDISON INTL	COM	281020107	70903	2075000	SH	DEFINE
EDISON INTL	COM	281020107	95	2793	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	59526	602000	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	543	5490	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	711	7190	SH	DEFINE
EL PASO CORP	COM	28336L109	560	51626	SH	DEFINE
EL PASO ENERGY CAP TR I	PFD CV TR SECS	283678209	260	7000	SH	DEFINE
ELAN PLC	ADR	284131208	33	4300	SH	DEFINE
ELAN PLC	ADR	284131208	10560	1393198	SH	DEFINE
ELAN PLC	ADR	284131208	11982	1580704	SH	DEFINE
ELAN PLC	ADR	284131208	7360	971009	SH	DEFINE
ELAN PLC	ADR	284131208	7414	978080	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	31516	2595000	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	10964	855142	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	77	3200	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	1729	72170	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	398	16620	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	3723	155280	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	100225	4183015	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	186756	7794488	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	21025	853650	SH	DEFINE
EMERSON ELEC CO	COM	291011104	51444	1021930	SH	DEFINE
EMERSON ELEC CO	COM	291011104	31998	635637	SH	DEFINE
EMERSON ELEC CO	COM	291011104	15	300	SH	OTHER
EMERSON ELEC CO	COM	291011104	826	16400	SH	DEFINE
EMERSON ELEC CO	COM	291011104	4	85	SH	DEFINE
ENBRIDGE INC	COM	29250N105	80126	1675621	SH	DEFINE
ENCANA CORP	COM	292505104	37	1200	SH	DEFINE
ENCANA CORP	COM	292505104	3075	99000	SH	DEFINE
ENCANA CORP	COM	292505104	76917	2476755	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	986	41600	SH	DEFINE
ENERGEN CORP	COM	29265N108	35493	762800	SH	DEFINE
ENERGEN CORP	COM	29265N108	181	3900	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	1275	20316	SH	DEFINE
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	506	15000	SH	DEFINE
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	224	4775	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	586	24727	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	14973	632266	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	448	9537	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	26605	566902	SH	DEFINE

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

ENI S P A	SPONSORED ADR	26874R108	14172	302416	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	2778	59205	SH	DEFINE
ENSCO INTL PLC	SPONSORED ADR	29358Q109	1451	32396	SH	DEFINE
ENSCO INTL PLC	SPONSORED ADR	29358Q109	915	20426	SH	DEFINE
ENSCO INTL PLC	SPONSORED ADR	29358Q109	1761	39325	SH	DEFINE
ENSTAR GROUP LIMITED	SHS	G3075P101	7823	113109	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	7435	91400	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	109823	1350000	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	1872	23012	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	112685	1385189	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	5920	171204	SH	DEFINE
EOG RES INC	COM	26875P101	15670	168600	SH	DEFINE
EOG RES INC	COM	26875P101	754	8110	SH	DEFINE
EQUIFAX INC	COM	294429105	14320	400000	SH	DEFINE
EQUIFAX INC	COM	294429105	158	4416	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	1105	20500	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	9526	176800	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	156	2900	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1	33	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	9890	252618	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	3582	91500	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	28799	735619	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	482	12300	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	4954	474948	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	10150	977167	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	40583	3890970	SH	DEFINE
ERIE INDTY CO	CL A	29530P102	164466	3813263	SH	DEFINE
ERIE INDTY CO	CL A	29530P102	35	800	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	36607	1150800	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	3074	153299	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	675	7500	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	5487	61000	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	90	1000	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	12069	585000	SH	DEFINE
EURAND N V	SHS	N31010106	2087	185000	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	3249	108300	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	576	19200	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	1650	55000	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	565	6983	SH	DEFINE
EXELON CORP	COM	30161N101	117491	2681830	SH	DEFINE
EXELON CORP	COM	30161N101	8005	182725	SH	DEFINE
EXELON CORP	COM	30161N101	578528	13205377	SH	DEFINE
EXELON CORP	COM	30161N101	56	1270	SH	DEFINE
EXELON CORP	COM	30161N101	3550	80956	SH	DEFINE
EXELON CORP	COM	30161N101	464	10600	SH	DEFINE
EXELON CORP	COM	30161N101	867	19786	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	55018	2204240	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	157	6304	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	1077	43130	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	151866	6084379	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	74785	2025614	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	2270	61478	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	20	540	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	179	4840	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	140	3800	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	300	8124	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	185542	1823330	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	9579	94137	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	1058	10400	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	33	320	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	474	4660	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	163	1600	SH	DEFINE

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

EXPRESS SCRIPTS INC	COM	302182100	1559	15319	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	29487	1220000	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	154940	6410426	SH	DEFINE
EXTERRAN HLDGS INC	NOTE 4.250% 6/13	30225XAA1	13660	11000000	PRN	DEFINE
EXXON MOBIL CORP	COM	30231G102	3081	46000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1166394	17414058	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	245245	3661461	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2143	32000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	98	1470	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	11498	171591	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	710	10600	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2400	35825	SH	DEFINE
F M C CORP	COM NEW	302491303	702	11600	SH	DEFINE
F M C CORP	COM NEW	302491303	5613	92689	SH	DEFINE
F5 NETWORKS INC	COM	315616102	19094	310426	SH	DEFINE
F5 NETWORKS INC	COM	315616102	9587	155864	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	78380	1068280	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	979	13350	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1018	13874	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	221235	6043030	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	77	2100	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	99	2700	SH	DEFINE
FARMER BROS CO	COM	307675108	38906	2076083	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	7143	277400	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	1146	44500	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	3243	125961	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	12880	499745	SH	DEFINE
FASTENAL CO	COM	311900104	575	11980	SH	DEFINE
FASTENAL CO	COM	311900104	1321	27533	SH	DEFINE
FASTENAL CO	COM	311900104	763	15900	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	14859	606994	SH	DEFINE
FEDERAL NATL MTG ASSN	CONV PFD SR 08-13	313586745	8418	5180500	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	582	8000	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1136	15600	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	8985	123400	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	146	2000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	9	1000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	42728	4742243	SH	DEFINE
FEDERATED INVS INC PA	CL B	314211103	222	8416	SH	DEFINE
FEDEX CORP	COM	31428X106	72437	775559	SH	DEFINE
FEDEX CORP	COM	31428X106	7304	78205	SH	DEFINE
FEDEX CORP	COM	31428X106	1849	19800	SH	DEFINE
FEDEX CORP	COM	31428X106	18808	201370	SH	DEFINE
FEDEX CORP	COM	31428X106	237	2540	SH	DEFINE
FEDEX CORP	COM	31428X106	614	6570	SH	DEFINE
FEDEX CORP	COM	31428X106	17115	183241	SH	DEFINE
FEDEX CORP	COM	31428X106	232	2488	SH	DEFINE
FEDEX CORP	COM	31428X106	4325	46310	SH	DEFINE
FEDEX CORP	COM	31428X106	318116	3405953	SH	DEFINE
FEDEX CORP	COM	31428X106	13013	139330	SH	DEFINE
FEDEX CORP	COM	31428X106	138	1480	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	2387	418800	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	393	68900	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	1111	194900	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	69667	3849000	SH	DEFINE
FERRO CORP	COM	315405100	98	11137	SH	DEFINE
FIBRIA CELULOSE S A	SP ADR REP COM	31573A109	601	27451	SH	DEFINE
FIDELITY NATL INFORMATION SV	COM	31620M106	243	10378	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	0	186	SH	DEFINE
FIRST CALIFORNIA FINANCIAL G	COM NEW	319395109	2392	906100	SH	DEFINE
FIRST CLOVER LEAF FIN CORP	COM	31969M105	3044	436070	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	2378	235000	SH	DEFINE

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

FIRST MIDWEST BANCORP DEL	COM	320867104	2126	156900	SH	DEFINE
FIRST MIDWEST BANCORP DEL	COM	320867104	382	28200	SH	DEFINE
FIRST MIDWEST BANCORP DEL	COM	320867104	1075	79300	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	24202	1702000	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	612	43032	SH	DEFINE
FIRST SOLAR INC	COM	336433107	121292	988930	SH	DEFINE
FIRST SOLAR INC	COM	336433107	347	2830	SH	DEFINE
FIRST SOLAR INC	COM	336433107	40	330	SH	DEFINE
FIRST SOLAR INC	COM	336433107	437	3560	SH	DEFINE
FIRST SOLAR INC	COM	336433107	331	2700	SH	DEFINE
FIRST SOLAR INC	COM	336433107	738	6014	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	215908	5523350	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	525	13436	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	1862	47624	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	13	320	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	120	3060	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	172	4400	SH	DEFINE
FISERV INC	COM	337738108	1060	20886	SH	DEFINE
FLEXSTEEL INDS INC	COM	339382103	3144	231325	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	977	124680	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	305	38846	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	13899	1772810	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	2399	306000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	60390	7702780	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	24609	3138906	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	2	199	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	2734	348780	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	353688	45113284	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	114375	14588651	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	68	8610	SH	DEFINE
FLIR SYS INC	COM	302445101	103942	3685894	SH	DEFINE
FLIR SYS INC	COM	302445101	34	1220	SH	DEFINE
FLIR SYS INC	COM	302445101	266	9430	SH	DEFINE
FLIR SYS INC	COM	302445101	319	11300	SH	DEFINE
FLIR SYS INC	COM	302445101	6214	220389	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	160639	1456780	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	218	1975	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	30	270	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	2902	26320	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	154	1400	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	1325	12014	SH	DEFINE
FLUOR CORP NEW	COM	343412102	34865	749620	SH	DEFINE
FLUOR CORP NEW	COM	343412102	11266	242221	SH	DEFINE
FLUOR CORP NEW	COM	343412102	30	640	SH	DEFINE
FLUOR CORP NEW	COM	343412102	312	6710	SH	DEFINE
FLUOR CORP NEW	COM	343412102	233	5000	SH	DEFINE
FLUOR CORP NEW	COM	343412102	434	9327	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	145579	2252510	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	332	5130	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	1082	16738	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	66376	1396512	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	6962	1156037	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	20880	450000	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	190	4100	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	13827	1100000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	2351	187010	SH	DEFINE
FOREST CITY ENTERPRISES INC	CL A	345550107	1519	105400	SH	DEFINE
FOREST LABS INC	COM	345838106	1300	41469	SH	DEFINE
FOREST LABS INC	COM	345838106	1787	56975	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	6	334	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	43874	2323852	SH	DEFINE
FORMFACTOR INC	COM	346375108	8649	487020	SH	DEFINE

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

FORMFACTOR INC	COM	346375108	519	29200	SH	DEFINE
FORMFACTOR INC	COM	346375108	1467	82600	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	5380	110900	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	501	10332	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	75	1544	SH	DEFINE
FORWARD AIR CORP	COM	349853101	13027	495333	SH	DEFINE
FOSSIL INC	COM	349882100	36754	973886	SH	DEFINE
FOSTER WHEELER AG	COM	H27178104	1832	67500	SH	DEFINE
FPL GROUP INC	COM	302571104	518255	10723250	SH	DEFINE
FPL GROUP INC	COM	302571104	16665	344809	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	19	800	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	16966	706584	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	16835	700595	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	21517	717482	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	27	900	SH	DEFINE
FRANKLIN RES INC	COM	354613101	54220	488905	SH	DEFINE
FRANKLIN RES INC	COM	354613101	6	50	SH	DEFINE
FREDS INC	CL A	356108100	44621	3724600	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	50006	431200	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	7195	62045	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	356	3050	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	1764	15207	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	8043	96273	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	11683	139845	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	2001	23950	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1359	24200	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	511	68631	SH	DEFINE
FRONTIER OIL CORP	COM	35914P105	4562	337900	SH	DEFINE
FTI CONSULTING INC	COM	302941109	4113	104600	SH	DEFINE
FTI CONSULTING INC	COM	302941109	723	18400	SH	DEFINE
FTI CONSULTING INC	COM	302941109	2076	52800	SH	DEFINE
FURMANITE CORPORATION	COM	361086101	11865	2286100	SH	DEFINE
FURNITURE BRANDS INTL INC	COM	360921100	15244	2370709	SH	DEFINE
GAIAM INC	CL A	36268Q103	3946	475400	SH	DEFINE
GAIAM INC	CL A	36268Q103	839	101140	SH	DEFINE
GAIAM INC	CL A	36268Q103	2409	290200	SH	DEFINE
GAIAM INC	CL A	36268Q103	3078	370460	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	63643	2592400	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	7	300	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	52	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	4170	190333	SH	DEFINE
GAMMON GOLD INC	COM	36467T106	23072	3220300	SH	DEFINE
GAP INC DEL	COM	364760108	627	27139	SH	DEFINE
GAP INC DEL	COM	364760108	1837	79500	SH	DEFINE
GAP INC DEL	COM	364760108	2	100	SH	DEFINE
GAP INC DEL	COM	364760108	1146	49570	SH	DEFINE
GAP INC DEL	COM	364760108	45366	1963051	SH	DEFINE
GARDNER DENVER INC	COM	365558105	40389	917100	SH	DEFINE
GENCO SHIPPING & TRADING LTD	SHS	Y2685T107	2531	119900	SH	DEFINE
GENCORP INC	COM	368682100	20162	3500270	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	116001	1502610	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	12936	167561	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	77	1000	SH	OTHER
GENERAL DYNAMICS CORP	COM	369550108	720	9325	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	32	410	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	260	3369	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	116	1500	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	1707	22106	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	5611	308300	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	49928	2743270	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	107062	5882509	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	91	5000	SH	OTHER

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

GENERAL ELECTRIC CO	COM	369604103	1651	90700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	13785	757440	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	4042	222094	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	46261	2540871	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	841	46200	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	69875	3839262	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	3139	172487	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	1185	65100	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	477463	26234226	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	43019	2363680	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	119	6550	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	45	2786	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	438	27220	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	3432	213293	SH	DEFINE
GENERAL MARITIME CORP NEW	SHS	Y2693R101	1496	208000	SH	DEFINE
GENERAL MLS INC	COM	370334104	4441	62738	SH	DEFINE
GENERAL MLS INC	COM	370334104	174681	2467588	SH	DEFINE
GENERAL MLS INC	COM	370334104	12249	173030	SH	DEFINE
GENESE & WYO INC	CL A	371559105	36457	1068500	SH	DEFINE
GENTEX CORP	COM	371901109	41669	2145650	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	2341	1022320	SH	DEFINE
GENUINE PARTS CO	COM	372460105	114	2708	SH	DEFINE
GENUINE PARTS CO	COM	372460105	8005	189518	SH	DEFINE
GENUINE PARTS CO	COM	372460105	883	20904	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	33012	1800000	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	106	5800	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	2540	138475	SH	DEFINE
GENZYME CORP	COM	372917104	37769	728710	SH	DEFINE
GENZYME CORP	COM	372917104	547	10555	SH	DEFINE
GENZYME CORP	COM	372917104	11	210	SH	DEFINE
GENZYME CORP	COM	372917104	120	2320	SH	DEFINE
GENZYME CORP	COM	372917104	73	1400	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	30222	3859750	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	5	700	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	35	4400	SH	DEFINE
GIBALTAR INDS INC	COM	374689107	41828	3317049	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	50	1900	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	102472	3884700	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	143973	3165630	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	48894	1075055	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	36	800	SH	OTHER
GILEAD SCIENCES INC	COM	375558103	7256	159550	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	38	840	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	955	21000	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	258	5670	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	5608	123300	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	146	3200	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	400	8785	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1410	31000	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/03	375558AH6	12638	10000000	PRN	DEFINE
GLACIER BANCORP INC NEW	COM	37637Q105	1809	118800	SH	DEFINE
GLACIER BANCORP INC NEW	COM	37637Q105	329	21600	SH	DEFINE
GLACIER BANCORP INC NEW	COM	37637Q105	908	59600	SH	DEFINE
GLATFELTER	COM	377316104	24846	1714700	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1688	43811	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	3580	93000	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	17060	443656	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	26123	4068930	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	3519	548100	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	228	5000	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	409	8982	SH	DEFINE
GLOBE SPECIALTY METALS INC	COM	37954N206	2	200	SH	DEFINE

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

GLOBE SPECIALTY METALS INC	COM	37954N206	28669	2562010	SH	DEFINE
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	1815	146500	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	37303	2955828	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	101644	2725490	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	724	19465	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	3267	87400	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	6131	1600000	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	4401	1148600	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	10238	60000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	24039	140886	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	3725	21830	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	1821	10675	SH	DEFINE
GOOGLE INC	CL A	38259P508	217726	383990	SH	DEFINE
GOOGLE INC	CL A	38259P508	28381	50054	SH	DEFINE
GOOGLE INC	CL A	38259P508	128	225	SH	OTHER
GOOGLE INC	CL A	38259P508	3504	6180	SH	DEFINE
GOOGLE INC	CL A	38259P508	50	88	SH	DEFINE
GOOGLE INC	CL A	38259P508	675	1190	SH	DEFINE
GOOGLE INC	CL A	38259P508	284	500	SH	DEFINE
GOOGLE INC	CL A	38259P508	532	939	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	512	19700	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	4175	160500	SH	DEFINE
GOVERNMENT PPTYS INCOME TR	COM SHS BEN INT	38376A103	68	2600	SH	DEFINE
GRACO INC	COM	384109104	42251	1320350	SH	DEFINE
GRACO INC	COM	384109104	732	22875	SH	DEFINE
GRACO INC	COM	384109104	90	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	1049	9700	SH	DEFINE
GRAINGER W W INC	COM	384802104	59466	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	991	9169	SH	DEFINE
GRAN TIERRA ENERGY INC	COM	38500T101	7546	1279000	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	3453	132100	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	609	23300	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	1751	67000	SH	DEFINE
GREAT BASIN GOLD LTD	COM	390124105	24398	14317900	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	8884	478400	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	19175	1032600	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	87	4666	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	458	24700	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	583	31400	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	6230	335471	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	34792	543200	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	6207	96910	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	83	1300	SH	OTHER
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	446	6957	SH	DEFINE
GREATBATCH INC	COM	39153L106	12892	608571	SH	DEFINE
GREENLIGHT CAPITAL RE LTD	CLASS A	G4095J109	934	35000	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A	398231100	4880	168000	SH	DEFINE
GRIFFON CORP	COM	398433102	1914	153631	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM	398905109	46640	1463909	SH	DEFINE
GROUPE CGI INC	CL A SUB VTG	39945C109	19887	1328294	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	38826	1403180	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	946	34200	SH	DEFINE
GSI COMMERCE INC	COM	36238G102	2714	98100	SH	DEFINE
GTSI CORP	COM	36238K103	3469	625000	SH	DEFINE
GUARANTY BANCORP DEL	COM	40075T102	17077	10740191	SH	DEFINE
GUESS INC	COM	401617105	100004	2128660	SH	DEFINE
GUESS INC	COM	401617105	418	8900	SH	DEFINE
GUESS INC	COM	401617105	1198	25500	SH	DEFINE
GUESS INC	COM	401617105	926	19709	SH	DEFINE
GYMBOREE CORP	COM	403777105	19397	375700	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	4501	259400	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	823	47430	SH	DEFINE

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

HAIN CELESTIAL GROUP INC	COM	405217100	2219	127900	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	1373	79105	SH	DEFINE
HALLIBURTON CO	COM	406216101	61947	2055990	SH	DEFINE
HALLIBURTON CO	COM	406216101	395	13094	SH	DEFINE
HALLIBURTON CO	COM	406216101	20269	672730	SH	DEFINE
HALLIBURTON CO	COM	406216101	1585	52590	SH	DEFINE
HALLIBURTON CO	COM	406216101	29221	969832	SH	DEFINE
HALLIBURTON CO	COM	406216101	54478	1808091	SH	DEFINE
HALLIBURTON CO	COM	406216101	3540	117494	SH	DEFINE
HALLIBURTON CO	COM	406216101	4339	144020	SH	DEFINE
HALLIBURTON CO	COM	406216101	217603	7222150	SH	DEFINE
HALLIBURTON CO	COM	406216101	9473	314410	SH	DEFINE
HALLIBURTON CO	COM	406216101	134	4450	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	2960	70788	SH	DEFINE
HANSEN NAT CORP	COM	411310105	113379	2613635	SH	DEFINE
HANSEN NAT CORP	COM	411310105	22728	523923	SH	DEFINE
HANSEN NAT CORP	COM	411310105	729	16800	SH	DEFINE
HANSEN NAT CORP	COM	411310105	2169	50000	SH	DEFINE
HANSEN NAT CORP	COM	411310105	919	21189	SH	DEFINE
HARDINGE INC	COM	412324303	9900	1100000	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	994	35400	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	23525	838096	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	222	7900	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	3599	76930	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	4	88	SH	DEFINE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	7821	825000	SH	DEFINE
HARRIS CORP DEL	COM	413875105	814	17143	SH	DEFINE
HARTE-HANKS INC	COM	416196103	579	45000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	189	6641	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	2344	82475	SH	DEFINE
HASBRO INC	COM	418056107	23236	607000	SH	DEFINE
HAVERTY FURNITURE INC	COM	419596101	21053	1290000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	13470	600000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	45	2000	SH	DEFINE
HCP INC	COM	40414L109	50	1500	SH	DEFINE
HCP INC	COM	40414L109	2402	72800	SH	DEFINE
HCP INC	COM	40414L109	20198	612071	SH	DEFINE
HCP INC	COM	40414L109	333	10100	SH	DEFINE
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	70	500	SH	DEFINE
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	279	2000	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	1325	29300	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	10575	233810	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	190	4200	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	13009	581000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	8250	500000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	19	1181	SH	DEFINE
HECLA MNG CO	COM	422704106	6564	1200000	SH	DEFINE
HEICO CORP NEW	COM	422806109	13078	253643	SH	DEFINE
HEICO CORP NEW	COM	422806109	877	17000	SH	DEFINE
HEICO CORP NEW	COM	422806109	2532	49100	SH	DEFINE
HEINZ H J CO	COM	423074103	14070	308481	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	28743	2205900	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	6710	515000	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	386	29600	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1110	85200	SH	DEFINE
HERSHEY CO	COM	427866108	1338	31245	SH	DEFINE
HESS CORP	COM	42809H107	14546	232550	SH	DEFINE
HESS CORP	COM	42809H107	1228	19632	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	4810	90500	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	208235	3917865	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	38954	732906	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	68	1280	SH	DEFINE

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

HEWLETT PACKARD CO	COM	428236103	645	12130	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	314	5900	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	685	12888	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	47643	1862500	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	568	17900	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	4536	142950	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	73	2300	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	46633	1713805	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	38	1400	SH	DEFINE
HILLENBRAND INC	COM	431571108	60541	2753104	SH	DEFINE
HILLENBRAND INC	COM	431571108	33	1500	SH	DEFINE
HILLENBRAND INC	COM	431571108	74510	3388360	SH	DEFINE
HILLENBRAND INC	COM	431571108	31	1400	SH	DEFINE
HILLTOP HOLDINGS INC	COM	432748101	2197	186950	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	44906	1021280	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	421	9567	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	2121	41600	SH	DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	7642	273800	SH	DEFINE
HOLOGIC INC	COM	436440101	662	35700	SH	DEFINE
HOME DEPOT INC	COM	437076102	4940	152700	SH	DEFINE
HOME DEPOT INC	COM	437076102	18812	581500	SH	DEFINE
HOME DEPOT INC	COM	437076102	31179	963801	SH	DEFINE
HOME DEPOT INC	COM	437076102	19	600	SH	OTHER
HOME DEPOT INC	COM	437076102	1100	34000	SH	DEFINE
HOME DEPOT INC	COM	437076102	19608	606120	SH	DEFINE
HOME DEPOT INC	COM	437076102	2896	89520	SH	DEFINE
HOME DEPOT INC	COM	437076102	6980	215380	SH	DEFINE
HOME DEPOT INC	COM	437076102	639	19750	SH	DEFINE
HOME DEPOT INC	COM	437076102	19153	592050	SH	DEFINE
HOME DEPOT INC	COM	437076102	2875	88865	SH	DEFINE
HOME DEPOT INC	COM	437076102	5451	168510	SH	DEFINE
HOME DEPOT INC	COM	437076102	265415	8204474	SH	DEFINE
HOME DEPOT INC	COM	437076102	17539	542150	SH	DEFINE
HOME DEPOT INC	COM	437076102	86	2650	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	2587	73308	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	26930	594870	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	5	110	SH	DEFINE
HOOVER FURNITURE CORP	COM	439038100	24727	1537734	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	2726	146800	SH	DEFINE
HOSPIRA INC	COM	441060100	1816	32063	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	60	4089	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	4134	282192	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	32304	2205051	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	517	35301	SH	DEFINE
HOUSTON WIRE & CABLE CO	COM	44244K109	2914	251716	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	6	117	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	32735	645793	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	1987	39200	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	3835	75611	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	69	1355	SH	DEFINE
HSN INC	COM	404303109	1767	60020	SH	DEFINE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	214	9200	SH	DEFINE
HUBBELL INC	CL B	443510201	605	11999	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	73455	5187500	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	1076	76003	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	12910	427500	SH	DEFINE
HUMANA INC	COM	444859102	1908	40800	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	1041	29000	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	40198	1120350	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	606	16898	SH	DEFINE
HURCO COMPANIES INC	COM	447324104	2425	144100	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	1250	61600	SH	DEFINE

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

HURON CONSULTING GROUP INC	COM	447462102	198	9770	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	620	30532	SH	DEFINE
HUTCHINSON TECHNOLOGY INC	NOTE 3.250% 1/1	448407AF3	1710	2000000	PRN	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	3412	150050	SH	DEFINE
IAMGOLD CORP	COM	450913108	25624	1932000	SH	DEFINE
IAMGOLD CORP	COM	450913108	8817	663075	SH	DEFINE
ICF INTL INC	COM	44925C103	13974	562560	SH	DEFINE
ICF INTL INC	COM	44925C103	621	25000	SH	DEFINE
ICF INTL INC	COM	44925C103	1756	70700	SH	DEFINE
ICICI BK LTD	ADR	45104G104	7758	181683	SH	DEFINE
ICICI BK LTD	ADR	45104G104	273	6400	SH	DEFINE
ICICI BK LTD	ADR	45104G104	8022	187879	SH	DEFINE
ICICI BK LTD	ADR	45104G104	1829	42840	SH	DEFINE
ICICI BK LTD	ADR	45104G104	7209	168840	SH	DEFINE
ICICI BK LTD	ADR	45104G104	19575	456595	SH	DEFINE
ICICI BK LTD	ADR	45104G104	214701	5028136	SH	DEFINE
ICICI BK LTD	ADR	45104G104	86407	2023576	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	13886	904010	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	765	49800	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	23	1520	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	228	14840	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	2193	142800	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	155	10100	SH	DEFINE
IDACORP INC	COM	451107106	20786	600400	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	3770	79600	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	47360	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2710	57224	SH	DEFINE
ILLUMINA INC	COM	452327109	13741	353250	SH	DEFINE
ILLUMINA INC	COM	452327109	311	8000	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	4245	237400	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	747	41800	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	2155	120500	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	8693	486037	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	690	17751	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	21348	552489	SH	DEFINE
INCYTE CORP	COM	45337C102	4404	315500	SH	DEFINE
INDIA FD INC	COM	454089103	1664	52772	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	2686	100000	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	112	1900	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	47610	809000	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	35	3500	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	2582	259274	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	14819	1490448	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	666	66863	SH	DEFINE
INGERSOLL-RAND GLOBAL HLDG C	NOTE 4.500% 4/1	45687AAD4	18000	9000000	PRN	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	34940	1002000	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	619	17759	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	241	6900	SH	DEFINE
INHIBITEX INC	COM	45719T103	699	459799	SH	DEFINE
INSPIRE PHARMACEUTICALS INC	COM	457733103	1950	312500	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	1144	107023	SH	DEFINE
INTEL CORP	COM	458140100	213666	9598650	SH	DEFINE
INTEL CORP	COM	458140100	78132	3509965	SH	DEFINE
INTEL CORP	COM	458140100	60	2700	SH	OTHER
INTEL CORP	COM	458140100	51	2280	SH	DEFINE
INTEL CORP	COM	458140100	2360	105484	SH	DEFINE
INTEL CORP	COM	458140100	290	13037	SH	DEFINE
INTEL CORP	COM	458140100	2544	114300	SH	DEFINE
INTEL CORP	SDCV 2.950%12/1	458140AD2	1973	2000000	PRN	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	25106	223800	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	229	2040	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	617	5497	SH	DEFINE

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

INTERMEC INC	COM	458786100	4075	287240	SH	DEFINE
INTERMUNE INC	COM	45884X103	5504	123500	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	113027	881300	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	139173	1085170	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	158814	1238319	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	981	7650	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	86	670	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	7272	56626	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	564	4400	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1828	14250	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	189	10257	SH	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	10551	359000	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	322	38667	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	4770	573370	SH	DEFINE
INTERVAL LEISURE GROUP INC	COM	46113M108	874	60020	SH	DEFINE
INTL PAPER CO	COM	460146103	884	35929	SH	DEFINE
INTL PAPER CO	COM	460146103	255802	10394237	SH	DEFINE
INTUIT	COM	461202103	1459	42500	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	144474	415000	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	3130	8992	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	996	2860	SH	DEFINE
INVACARE CORP	COM	461203101	478	18000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	6939	316700	SH	DEFINE
INVESCO LTD	SHS	G491BT108	8170	372910	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1177	53700	SH	DEFINE
INVESCO LTD	SHS	G491BT108	784	35795	SH	DEFINE
INVESCO LTD	SHS	G491BT108	920	42000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	745	34000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	5524	252100	SH	DEFINE
INVESCO LTD	SHS	G491BT108	2808	128150	SH	DEFINE
INVESCO LTD	SHS	G491BT108	75067	3426147	SH	DEFINE
INVESCO LTD	SHS	G491BT108	19046	869274	SH	DEFINE
INVESCO LTD	SHS	G491BT108	423	19317	SH	DEFINE
INVITROGEN CORP	NOTE 3.250% 6/1	46185RAM2	896	760000	PRN	DEFINE
IRON MTN INC	COM	462846106	1401	51128	SH	DEFINE
IRONWOOD PHARMACEUTICALS INC	COM CL A	46333X108	2786	206100	SH	DEFINE
ISHARES TR INDEX	COHEN&ST RLTY	464287564	304	5307	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	757	6940	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	3	25	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	4380	182720	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	2538	105890	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	12	500	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	8084	109743	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	4010	54440	SH	DEFINE
ISHARES INC	MSCI EMU INDEX	464286608	245	6818	SH	DEFINE
ISHARES INC	MSCI SINGAPORE	464286673	368	32000	SH	DEFINE
ISHARES INC	MSCI TAIWAN	464286731	1060	84450	SH	DEFINE
ISHARES INC	MSCI STH AFRCA	464286780	369	6100	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	360	34500	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	1149	110060	SH	DEFINE
ISHARES INC	MSCI HONG KONG	464286871	538	33050	SH	DEFINE
ISHARES S&P SMALLCAP 600 VALUE	S&P SMLCP VALU	464287879	1965	30637	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	391	22825	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	3	150	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	451	5100	SH	DEFINE
ISHARES TR	BARCLYS MBS BD	464288588	353	3301	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	37840	363778	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	140	1350	SH	OTHER
ISHARES TR	BARCLYS 1-3YR CR	464288646	11082	105960	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	8858	228771	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	600	15500	SH	DEFINE
ISHARES TR	MSCI GRW IDX	464288885	5345	94375	SH	DEFINE

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

ISHARES TR INDEX	DJ SEL DIV INX	464287168	1432	31113	SH	DEFINE
ISHARES TR INDEX	BARCLYS TIPS BD	464287176	17112	164685	SH	DEFINE
ISHARES TR INDEX	FTSE XNHUA IDX	464287184	14614	347121	SH	DEFINE
ISHARES TR INDEX	FTSE XNHUA IDX	464287184	3140	74580	SH	DEFINE
ISHARES TR INDEX	S&P 500 INDEX	464287200	2655	22627	SH	DEFINE
ISHARES TR INDEX	BARCLY USAGG B	464287226	286	2746	SH	DEFINE
ISHARES TR INDEX	MSCI EMERG MKT	464287234	74566	1770332	SH	DEFINE
ISHARES TR INDEX	MSCI EMERG MKT	464287234	168	4000	SH	OTHER
ISHARES TR INDEX	MSCI EMERG MKT	464287234	78	1850	SH	DEFINE
ISHARES TR INDEX	IBOXX INV CPBD	464287242	11766	111285	SH	DEFINE
ISHARES TR INDEX	S&P NA NAT RES	464287374	506	14695	SH	DEFINE
ISHARES TR INDEX	BARCLYS 7-10 YR	464287440	755	8441	SH	DEFINE
ISHARES TR INDEX	BARCLYS 1-3 YR	464287457	1086	13030	SH	DEFINE
ISHARES TR INDEX	MSCI EAFE IDX	464287465	21008	375134	SH	DEFINE
ISHARES TR INDEX	MSCI EAFE IDX	464287465	86296	1541000	SH	DEFINE
ISHARES TR INDEX	RUSSELL MIDCAP	464287499	268	3001	SH	DEFINE
ISHARES TR INDEX	S&P MIDCAP 400	464287507	475	6031	SH	DEFINE
ISHARES TR INDEX	NASDQ BIO INDX	464287556	537	5900	SH	DEFINE
ISHARES TR INDEX	RUSSELL1000VAL	464287598	1304	21354	SH	DEFINE
ISHARES TR INDEX	RUSSELL1000GRW	464287614	5776	111175	SH	DEFINE
ISHARES TR INDEX	RUSSELL 2000	464287655	4909	72387	SH	DEFINE
ISHARES TR INDEX	RUSSELL 3000	464287689	643	9347	SH	DEFINE
ISHARES TR INDEX	DJ US UTILS	464287697	382	5280	SH	DEFINE
ISHARES TR INDEX	S&P SMLCAP 600	464287804	769	12930	SH	DEFINE
ISHARES TR INDEX	S&P SMLCP GROW	464287887	2003	32699	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	33	3000	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	2096	191960	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1801	164913	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	4610	422200	SH	DEFINE
ISTAR FINL INC	COM	45031U101	54775	11933581	SH	DEFINE
ISTAR FINL INC	FRNT	10/045031UBF7	277735	365200000	PRN	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	102	4640	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	844389	38398770	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	1790	81402	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	5607	255000	SH	DEFINE
ITT CORP NEW	COM	450911102	1530	28533	SH	DEFINE
ITT EDUCATIONAL SERVICES INC	COM	45068B109	1833	16300	SH	DEFINE
ITURAN LOCATION AND CONTROL	SHS	M6158M104	6644	417326	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	9682	553800	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	53026	3042600	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	583	33400	SH	DEFINE
IXIA	COM	45071R109	7542	813600	SH	DEFINE
IXIA	COM	45071R109	1375	148300	SH	DEFINE
IXIA	COM	45071R109	3891	419700	SH	DEFINE
IXIA	COM	45071R109	9875	1064825	SH	DEFINE
J CREW GROUP INC	COM	46612H402	23315	507955	SH	DEFINE
J CREW GROUP INC	COM	46612H402	465	10137	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	55448	1227000	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	5854	129549	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	14	300	SH	OTHER
JACOBS ENGR GROUP INC DEL	COM	469814107	17	370	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	131	2890	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	136	3000	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	210	4649	SH	DEFINE
JAKKS PAC INC	COM	47012E106	30213	2315210	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	41258	2887180	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	973	68100	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	2777	194300	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	110	7700	SH	DEFINE
JARDEN CORP	COM	471109108	43687	1312316	SH	DEFINE
JARDEN CORP	COM	471109108	620	18624	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	8378	128500	SH	DEFINE

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

JOHNSON & JOHNSON	COM	478160104	565739	8676975	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	142879	2191398	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	156	2400	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	1369	21000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	56	860	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	21631	331778	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	339	5200	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	2515	38581	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	177569	5382500	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	782	23700	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	1339	40602	SH	DEFINE
JOHNSON OUTDOORS INC	CL A	479167108	1419	125000	SH	DEFINE
JOY GLOBAL INC	COM	481165108	29291	517500	SH	DEFINE
JOY GLOBAL INC	COM	481165108	7286	128730	SH	DEFINE
JOY GLOBAL INC	COM	481165108	37	650	SH	DEFINE
JOY GLOBAL INC	COM	481165108	434	7665	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	651839	14566240	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	50830	1135868	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	18	400	SH	OTHER
JPMORGAN CHASE & CO	COM	46625H100	1694	37850	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	22258	497380	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	26112	583496	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	597	13330	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	29778	665431	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	2929	65461	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	4219	94290	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	141053	3152016	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	27307	610210	SH	DEFINE
JPMORGAN CHASE & CO	-W EXP 10/28/201	46634E114	553	36000	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	99021	3227540	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	145	4740	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	925	30153	SH	DEFINE
KAISER ALUMINUM CORP	COM PAR \$0.01	483007704	18514	480000	SH	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	9613	304389	SH	DEFINE
KAYDON CORP	COM	486587108	3816	101500	SH	DEFINE
KAYDON CORP	COM	486587108	884	23500	SH	DEFINE
KAYDON CORP	COM	486587108	2603	69221	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	672	14020	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	10821	225635	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	3308	68971	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	16870	352183	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	462	9631	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	60340	1258123	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	178571	3723340	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	58	1200	SH	DEFINE
KELLOGG CO	COM	487836108	4809	90000	SH	DEFINE
KELLOGG CO	COM	487836108	1042	19500	SH	DEFINE
KELLY SVCS INC	CL A	488152208	40985	2460100	SH	DEFINE
KENNAMETAL INC	COM	489170100	43364	1542100	SH	DEFINE
KENNAMETAL INC	COM	489170100	619	22000	SH	DEFINE
KENNEDY-WILSON HLDGS INC	COM	489398107	3946	388740	SH	DEFINE
KID BRANDS INC	COM	49375T100	8564	990100	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	521	16900	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	4247	137700	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	71	2300	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	3440	54700	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	4821	76672	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	100	6400	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	1298	83000	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	10046	642354	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	164	10500	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	13621	208209	SH	DEFINE

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

KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	79	1200	SH	OTHER
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	239	3650	SH	DEFINE
KINDRED HEALTHCARE INC	COM	494580103	45683	2530902	SH	DEFINE
KINGSWAY FINL SVCS INC	COM	496904103	729	462700	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	62927	3678012	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	51	3000	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	18184	862200	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	848	40200	SH	DEFINE
KNIGHT TRANSN INC	COM	499064103	2440	115700	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	3866	682977	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	3806	672918	SH	DEFINE
KOHL'S CORP	COM	500255104	136759	2496510	SH	DEFINE
KOHL'S CORP	COM	500255104	1614	29460	SH	DEFINE
KOHL'S CORP	COM	500255104	52	950	SH	DEFINE
KOHL'S CORP	COM	500255104	450	8210	SH	DEFINE
KOHL'S CORP	COM	500255104	312	5700	SH	DEFINE
KOHL'S CORP	COM	500255104	1371	25020	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	429	13386	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	4881	152450	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	16996	530784	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	14416	450214	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	520	17200	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	5432	179639	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	930580	30773151	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	11804	390350	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	1134	37490	SH	DEFINE
KROGER CO	COM	501044101	305	14075	SH	DEFINE
KROGER CO	COM	501044101	356385	16453588	SH	DEFINE
KROGER CO	COM	501044101	2313	106780	SH	DEFINE
KROGER CO	COM	501044101	20693	955337	SH	DEFINE
KROGER CO	COM	501044101	2287	105564	SH	DEFINE
KROGER CO	COM	501044101	1166	53830	SH	DEFINE
KROGER CO	COM	501044101	276	12760	SH	DEFINE
K-SWISS INC	CL A	482686102	32776	3133440	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	731	35231	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	3518	169470	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	217944	10498253	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	11352	546825	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2497	27255	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	115	1250	SH	OTHER
LA Z BOY INC	COM	505336107	33839	2698500	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1931	25500	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1286	16986	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	66989	1795000	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	45	1200	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	749	20081	SH	DEFINE
LAN AIRLINES S A	SPONSORED ADR	501723100	27752	1572368	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	617	26500	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	4958	212800	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	3	109	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	93	4000	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	3008	46366	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	1649	61745	SH	DEFINE
LAZARD LTD	SHS A	G54050102	77715	2176885	SH	DEFINE
LAZARD LTD	SHS A	G54050102	5212	145984	SH	DEFINE
LAZARD LTD	SHS A	G54050102	264	7383	SH	DEFINE
LDK SOLAR CO LTD	SPONSORED ADR	50183L107	77	11690	SH	DEFINE
LDK SOLAR CO LTD	SPONSORED ADR	50183L107	202	30935	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	34423	5255380	SH	DEFINE
LECG CORP	COM	523234102	5562	1866393	SH	DEFINE
LEGG MASON INC	COM	524901105	3584	125020	SH	DEFINE
LEGG MASON INC	COM	524901105	156	5430	SH	DEFINE

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

LEGG MASON INC	COM	524901105	3237	112900	SH	DEFINE
LEGG MASON INC	COM	524901105	49738	1734839	SH	DEFINE
LEGG MASON INC	COM	524901105	28514	994554	SH	DEFINE
LEGG MASON INC	COM	524901105	1120	39062	SH	DEFINE
LEGG MASON INC	COM	524901105	1231	42950	SH	DEFINE
LEGG MASON INC	COM	524901105	722	25200	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	44290	2046694	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	368	17000	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	50	2310	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	1133	30000	SH	DEFINE
LENDER PROCESSING SVCS INC	COM	52602E102	69	1830	SH	DEFINE
LENNAR CORP	CL A	526057104	8261	480000	SH	DEFINE
LENNAR CORP	CL B	526057302	670	48000	SH	DEFINE
LEUCADIA NATL CORP	COM	527288104	568	22910	SH	DEFINE
LEUCADIA NATL CORP	NOTE	3.750% 4/1527288AX2	4491	3600000	PRN	DEFINE
LEXMARK INTL NEW	CL A	529771107	319	8850	SH	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	1198	41083	SH	DEFINE
LIBERTY MEDIA CORP	DEB	3.500% 1/1530715AN1	3882	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB	3.250% 3/1530715AR2	6288	10000000	PRN	DEFINE
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	181	11842	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	3683	108525	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	64	1900	SH	OTHER
LIBERTY PPTY TR	SH BEN INT	531172104	977	28800	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	7811	230140	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	126	3700	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	33980	650100	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	1237	23665	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	592	16100	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	1153	31340	SH	DEFINE
LIFEPOINT HOSPITALS INC	NOTE	3.500% 5/153219LAH2	76422	75941000	PRN	DEFINE
LILLY ELI & CO	COM	532457108	14488	400000	SH	DEFINE
LILLY ELI & CO	COM	532457108	4940	136380	SH	DEFINE
LILLY ELI & CO	COM	532457108	51874	1432184	SH	DEFINE
LILLY ELI & CO	COM	532457108	1795	49550	SH	DEFINE
LILLY ELI & CO	COM	532457108	7	200	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	18490	751000	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	81	3300	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	35149	646950	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	4	81	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	5379	175201	SH	DEFINE
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	11827	3257461	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	5809	930900	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	1063	170400	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	2927	469100	SH	DEFINE
LIVE NATION ENTERTAINMENT IN	COM	538034109	1283	88491	SH	DEFINE
LIVE NATION ENTERTAINMENT IN	COM	538034109	0	23	SH	DEFINE
LIVE NATION ENTERTAINMENT IN	COM	538034109	0	6	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	7	1000	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	1113	149750	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	19314	2599399	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	285	38380	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	7765	1045070	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	41610	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	5178	62226	SH	DEFINE
LOEWS CORP	COM	540424108	3713	99610	SH	DEFINE
LOEWS CORP	COM	540424108	695	18650	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	2451	150000	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	19	1150	SH	DEFINE
LOGMEIN INC	COM	54142L109	302	14600	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	150	4660	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	31	970	SH	DEFINE
LONGTOP FINL TECHNOLOGIES LT	ADR	54318P108	190	5925	SH	DEFINE

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

LORILLARD INC	COM	544147101	248	3300	SH	DEFINE
LORILLARD INC	COM	544147101	509408	6770443	SH	DEFINE
LOWES COS INC	COM	548661107	4418	182257	SH	DEFINE
LSI CORPORATION	COM	502161102	3	479	SH	DEFINE
LSI CORPORATION	COM	502161102	321374	52512066	SH	DEFINE
LUBRIZOL CORP	COM	549271104	243	2650	SH	DEFINE
LUBRIZOL CORP	COM	549271104	2685	29275	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	781	18810	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	823	30750	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	664	24800	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1055	39400	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	830	31000	SH	DEFINE
LYDALL INC DEL	COM	550819106	1183	150700	SH	DEFINE
M & T BK CORP	COM	55261F104	493	6215	SH	DEFINE
M/D C HLDGS INC	COM	552676108	49920	1442350	SH	DEFINE
M/I HOMES INC	COM	55305B101	23700	1617750	SH	DEFINE
MACERICH CO	COM	554382101	832	21709	SH	DEFINE
MACERICH CO	COM	554382101	7022	183293	SH	DEFINE
MACERICH CO	COM	554382101	122	3173	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	7	200	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	811	23000	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	6803	193000	SH	DEFINE
MACK CALI RLTY CORP	COM	554489104	113	3200	SH	DEFINE
MACYS INC	COM	55616P104	274	12606	SH	DEFINE
MACYS INC	COM	55616P104	2166	99500	SH	DEFINE
MAG SILVER CORP	COM	55903Q104	12197	1608200	SH	DEFINE
MAGNA INTL INC	CL A	559222401	11186	180700	SH	DEFINE
MAIDEN HOLDINGS LTD	SHS	G5753U112	1706	230850	SH	DEFINE
MANPOWER INC	COM	56418H100	1156	20235	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	15339	779000	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	55	2800	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	338	17178	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	104846	5316253	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	6737	424000	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	305	19200	SH	DEFINE
MAP PHARMACEUTICALS INC	COM	56509R108	864	54400	SH	DEFINE
MARATHON OIL CORP	COM	565849106	51069	1614050	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1216	38431	SH	DEFINE
MARATHON OIL CORP	COM	565849106	282437	8926583	SH	DEFINE
MARATHON OIL CORP	COM	565849106	47	1490	SH	DEFINE
MARATHON OIL CORP	COM	565849106	462	14590	SH	DEFINE
MARATHON OIL CORP	COM	565849106	377	11900	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	4701	314000	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	12	800	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	4936	329571	SH	DEFINE
MARKEL CORP	COM	570535104	8499	22685	SH	DEFINE
MARKEL CORP	COM	570535104	1012	2700	SH	DEFINE
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	884	19900	SH	DEFINE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	244	5400	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	17604	720890	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1035	42375	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	16909	692151	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	12109	495873	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	2587	105923	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1984	81260	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	5126	209890	SH	DEFINE
MARSHALL & ILSLEY CORP NEW	COM	571837103	221	27489	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	7520	90000	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	869	10406	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	269	13200	SH	DEFINE
MASCO CORP	COM	574599106	2128	137100	SH	DEFINE
MASCO CORP	COM	574599106	53	3400	SH	DEFINE

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

MASIMO CORP	COM	574795100	21144	796400	SH	DEFINE
MASIMO CORP	COM	574795100	658	24800	SH	DEFINE
MASIMO CORP	COM	574795100	1869	70400	SH	DEFINE
MASSEY ENERGY CORP	COM	576206106	209	4000	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	282508	1112240	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	5499	21649	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	1067	4200	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	41	160	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	348	1370	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	229	900	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	1962	7723	SH	DEFINE
MATTEL INC	COM	577081102	487	21437	SH	DEFINE
MATTEL INC	COM	577081102	328867	14462062	SH	DEFINE
MATTEL INC	COM	577081102	5050	222064	SH	DEFINE
MATTEL INC	COM	577081102	1224	53820	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	69252	3571520	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	1388	71600	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	166475	8585598	SH	DEFINE
MCAFEE INC	COM	579064106	60912	1517860	SH	DEFINE
MCAFEE INC	COM	579064106	14	340	SH	DEFINE
MCAFEE INC	COM	579064106	718	17900	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	149637	3900872	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	570	14859	SH	DEFINE
MCDONALDS CORP	COM	580135101	2922	43800	SH	DEFINE
MCDONALDS CORP	COM	580135101	31459	471512	SH	DEFINE
MCDONALDS CORP	COM	580135101	33	500	SH	DEFINE
MCDONALDS CORP	COM	580135101	13848	207555	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	13337	374100	SH	DEFINE
MCKESSON CORP	COM	58155Q103	3286	50000	SH	DEFINE
MCKESSON CORP	COM	58155Q103	227	3461	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	36228	696300	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	14335	275521	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	297	5700	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	652	12525	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	34510	1350700	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	200089	7831285	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	12826	451305	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	6229	96480	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	21371	331021	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	45	700	SH	OTHER
MEDICINES CO	COM	584688105	5636	718870	SH	DEFINE
MEDIDATA SOLUTIONS INC	COM	58471A105	1422	93531	SH	DEFINE
MEDIDATA SOLUTIONS INC	COM	58471A105	234	15400	SH	DEFINE
MEDIDATA SOLUTIONS INC	COM	58471A105	737	48500	SH	DEFINE
MEDTRONIC INC	COM	585055106	21653	480860	SH	DEFINE
MEDTRONIC INC	COM	585055106	8461	187903	SH	DEFINE
MEDTRONIC INC	COM	585055106	16627	369250	SH	DEFINE
MEDTRONIC INC	COM	585055106	9859	218945	SH	DEFINE
MEDTRONIC INC	COM	585055106	2820	62630	SH	DEFINE
MEDTRONIC INC	COM	585055106	197985	4396736	SH	DEFINE
MEDTRONIC INC	COM	585055106	17482	388220	SH	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	2497	162870	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	46760	1953200	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	6026	125000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	2142	44431	SH	DEFINE
MERCER INS GROUP INC	COM	587902107	2809	156046	SH	DEFINE
MERCER INTL INC	COM	588056101	1096	208000	SH	DEFINE
MERCER INTL INC	NOTE	8.500% 1/1588056AK7	11603	7091000	PRN	DEFINE
MERCK & CO INC NEW	COM	58933Y105	6664	178417	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	1218556	32625322	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	93975	2516067	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	164	4400	SH	OTHER

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

MERCK & CO INC NEW	COM	58933Y105	2339	62612	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	23855	638685	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5159	138117	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	46582	1246746	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	124030	3320753	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	5116	136987	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	6499	174000	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	563588	15089378	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	43464	1163694	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	213	5705	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	20593	471019	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	101	2300	SH	DEFINE
METHANEX CORP	COM	59151K108	231	9500	SH	DEFINE
METHANEX CORP	COM	59151K108	68951	2830389	SH	DEFINE
METHODE ELECTRS INC	COM	591520200	3329	335971	SH	DEFINE
METLIFE INC	COM	59156R108	27963	645200	SH	DEFINE
METLIFE INC	COM	59156R108	495	11422	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	45285	414700	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	61459	562808	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	8847	81002	SH	DEFINE
MF GLOBAL HLDGS LTD	COM	55277J108	57323	7103210	SH	DEFINE
MI DEVS INC	CL A SUB VTG	55304X104	21600	1650100	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	65793	2336400	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	17600	624995	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	297	10550	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	2091	74254	SH	DEFINE
MICRON TECHNOLOGY INC	COM	595112103	71	6800	SH	DEFINE
MICRON TECHNOLOGY INC	COM	595112103	1976	190225	SH	DEFINE
MICRON TECHNOLOGY INC	NOTE	1.875% 6/0595112AH6	19225	20000000	PRN	DEFINE
MICROSEMI CORP	COM	595137100	4697	270900	SH	DEFINE
MICROSEMI CORP	COM	595137100	827	47700	SH	DEFINE
MICROSEMI CORP	COM	595137100	2355	135800	SH	DEFINE
MICROSEMI CORP	COM	595137100	5191	299425	SH	DEFINE
MICROSOFT CORP	COM	594918104	6009	205300	SH	DEFINE
MICROSOFT CORP	COM	594918104	79535	2717290	SH	DEFINE
MICROSOFT CORP	COM	594918104	76136	2601147	SH	DEFINE
MICROSOFT CORP	COM	594918104	73	2500	SH	OTHER
MICROSOFT CORP	COM	594918104	1049026	35839640	SH	DEFINE
MICROSOFT CORP	COM	594918104	41740	1426030	SH	DEFINE
MICROSOFT CORP	COM	594918104	8718	297846	SH	DEFINE
MICROSOFT CORP	COM	594918104	79838	2726636	SH	DEFINE
MICROSOFT CORP	COM	594918104	936	31970	SH	DEFINE
MICROSOFT CORP	COM	594918104	179843	6144268	SH	DEFINE
MICROSOFT CORP	COM	594918104	6598	225402	SH	DEFINE
MICROSOFT CORP	COM	594918104	12482	426460	SH	DEFINE
MICROSOFT CORP	COM	594918104	1245599	42555474	SH	DEFINE
MICROSOFT CORP	COM	594918104	70766	2417702	SH	DEFINE
MICROSOFT CORP	COM	594918104	339	11570	SH	DEFINE
MILLER INDS INC TENN	COM NEW	600551204	4493	361500	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	11619	130330	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	2263	25385	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	4796	53800	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	1137	12750	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	3313	37160	SH	DEFINE
MILLIPORE CORP	COM	601073109	693	6564	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	2	50	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	3838	105390	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	34900	1248200	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	7	240	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	3974	76628	SH	DEFINE
MIRANT CORP NEW	COM	60467R100	0	6	SH	DEFINE
MIRANT CORP NEW	COM	60467R100	9756	898330	SH	DEFINE

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

MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	2996	572341	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	3145	601390	SH	DEFINE
MOBILE MINI INC	COM	60740F105	6137	396200	SH	DEFINE
MOBILE MINI INC	COM	60740F105	959	61900	SH	DEFINE
MOBILE MINI INC	COM	60740F105	2754	177800	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	352	6350	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	101374	1826550	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	6351	114440	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	19785	356480	SH	DEFINE
MOLEX INC	COM	608554101	1491	71483	SH	DEFINE
MOLEX INC	CL A	608554200	2349	133100	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	3571	50000	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	28861	404097	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	937	13125	SH	DEFINE
MONSTER WORLDWIDE INC	COM	611742107	9486	571102	SH	DEFINE
MONSTER WORLDWIDE INC	COM	611742107	21	1260	SH	DEFINE
MONSTER WORLDWIDE INC	COM	611742107	219	13200	SH	DEFINE
MONSTER WORLDWIDE INC	COM	611742107	294	17700	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	37252	2216050	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	44	2600	SH	DEFINE
MOODYS CORP	COM	615369105	256	8594	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1479	50500	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	8364	285551	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	661192	22573990	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1604	54750	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1848	63100	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	3166	108100	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1235	42150	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	324	11075	SH	DEFINE
MORGAN STANLEY INDIA INVS FD	COM	61745C105	406	17400	SH	DEFINE
MOSAIC CO	COM	61945A107	8125	133700	SH	DEFINE
MOSAIC CO	COM	61945A107	2296	37789	SH	DEFINE
MOSAIC CO	COM	61945A107	1070	17600	SH	DEFINE
MOTOROLA INC	COM	620076109	1111	158195	SH	DEFINE
MOTOROLA INC	COM	620076109	195608	27864421	SH	DEFINE
MSCI INC	CL A	55354G100	9476	262490	SH	DEFINE
MUELLER INDS INC	COM	624756102	63389	2366150	SH	DEFINE
MUELLER INDS INC	COM	624756102	268	10000	SH	DEFINE
MURPHY OIL CORP	COM	626717102	8850	157500	SH	DEFINE
MURPHY OIL CORP	COM	626717102	540	9615	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	2214	54800	SH	DEFINE
MYLAN INC	COM	628530107	3241	142725	SH	DEFINE
MYLAN INC	COM	628530107	2259	99475	SH	DEFINE
MYLAN INC	PFD CONV	628530206	4	3	SH	DEFINE
MYLAN INC	PFD CONV	628530206	11717	8606	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	26774	1113258	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	366	15200	SH	DEFINE
MYRIAD GENETICS INC	COM	62855J104	1034	43000	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	6688	340700	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	1050	53490	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	291	13800	SH	DEFINE
NASDAQ OMX GROUP INC	COM	631103108	472	22341	SH	SOLE
NASH FINCH CO	COM	631158102	202	6000	SH	DEFINE
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	400	98450	SH	DEFINE
NATIONAL CITY CORP	NOTE 4.000% 2/0	635405AW3	1943	1900000	PRN	DEFINE
NATIONAL FUEL GAS CO N J	COM	636180101	334	6600	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	63	1290	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW	636274300	3013	61866	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	43407	1301570	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	1151	34500	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	3035	91000	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	2894	86757	SH	DEFINE

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

NATIONAL OILWELL VARCO INC	COM	637071101	26779	659900	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	8768	216065	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	1148	28300	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	4408	108620	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	20092	495112	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	1023	44800	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	8564	375100	SH	DEFINE
NATIONAL RETAIL PROPERTIES I	COM	637417106	139	6100	SH	DEFINE
NATIONAL WESTN LIFE INS CO	CL A	638522102	31893	173000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	886	25196	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	1055	30000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	7954	226294	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	130	3700	SH	DEFINE
NAVIGATORS GROUP INC	COM	638904102	996	25325	SH	DEFINE
NETAPP INC	COM	64110D104	120938	3714310	SH	DEFINE
NETAPP INC	COM	64110D104	11314	347483	SH	DEFINE
NETAPP INC	COM	64110D104	36	1100	SH	DEFINE
NETAPP INC	COM	64110D104	53	1640	SH	DEFINE
NETAPP INC	COM	64110D104	564	17330	SH	DEFINE
NETAPP INC	COM	64110D104	260	8000	SH	DEFINE
NETAPP INC	COM	64110D104	1053	32354	SH	DEFINE
NETAPP INC	NOTE 1.750% 6/0	64110DAB0	17644	15000000	PRN	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	14	400	SH	DEFINE
NETEASE COM INC	SPONSORED ADR	64110W102	294	8300	SH	DEFINE
NETEZZA CORP	COM	64111N101	17854	1395960	SH	DEFINE
NETEZZA CORP	COM	64111N101	829	64800	SH	DEFINE
NETEZZA CORP	COM	64111N101	2632	205800	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	36467	1239120	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	1189	40400	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	3387	115100	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	31028	10430900	SH	DEFINE
NEVSUN RES LTD	COM	64156L101	54956	19000000	SH	DEFINE
NEW GOLD INC CDA	COM	644535106	7317	1700000	SH	DEFINE
NEW GOLD INC CDA	COM	644535106	2293	532700	SH	DEFINE
NEW JERSEY RES	COM	646025106	224	5975	SH	DEFINE
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	9709	113541	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	1952	175350	SH	DEFINE
NEWELL RUBBERMAID INC	COM	651229106	211	13860	SH	DEFINE
NEWLEAD HOLDINGS LTD	SHS	G64626107	305	417400	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	146093	2868514	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1521	29856	SH	DEFINE
NEWMONT MINING CORP	NOTE 3.000% 2/1	651639AK2	9534	7500000	PRN	DEFINE
NEWS CORP	CL A	65248E104	584	40530	SH	DEFINE
NEWS CORP	CL A	65248E104	1904	132165	SH	DEFINE
NEWS CORP	CL A	65248E104	690813	47939821	SH	DEFINE
NEWS CORP	CL A	65248E104	23041	1598946	SH	DEFINE
NEWS CORP	CL A	65248E104	37336	2590980	SH	DEFINE
NEWS CORP	CL A	65248E104	704	48840	SH	DEFINE
NEWS CORP	CL A	65248E104	81435	5651269	SH	DEFINE
NEWS CORP	CL A	65248E104	1751	121524	SH	DEFINE
NEWS CORP	CL A	65248E104	741	51450	SH	DEFINE
NEWS CORP	CL A	65248E104	725413	50340914	SH	DEFINE
NEWS CORP	CL A	65248E104	40797	2831138	SH	DEFINE
NEWS CORP	CL A	65248E104	178	12372	SH	DEFINE
NEWS CORP	CL B	65248E203	492	28930	SH	DEFINE
NEWS CORP	CL B	65248E203	4494	264211	SH	DEFINE
NEWS CORP	CL B	65248E203	2711	159400	SH	DEFINE
NEWS CORP	CL B	65248E203	1415	83176	SH	DEFINE
NEXEN INC	COM	65334H102	4429	178877	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	80803	1939590	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	79	1900	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	317	7612	SH	DEFINE

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

NIKE INC	CL B	654106103	3484	47400	SH	DEFINE
NIKE INC	CL B	654106103	70779	962985	SH	DEFINE
NIKE INC	CL B	654106103	58302	793222	SH	DEFINE
NIKE INC	CL B	654106103	1464	19925	SH	DEFINE
NIKE INC	CL B	654106103	15	210	SH	DEFINE
NIKE INC	CL B	654106103	3086	41990	SH	DEFINE
NIKE INC	CL B	654106103	81	1100	SH	DEFINE
NIKE INC	CL B	654106103	320	4353	SH	DEFINE
NIKE INC	CL B	654106103	1514	20600	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	269	12803	SH	DEFINE
NISOURCE INC	COM	65473P105	75998	4810000	SH	DEFINE
NISOURCE INC	COM	65473P105	83	5260	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	30683	733700	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	5315	127086	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	2142	51225	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	31233	427850	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	79	1086	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	94419	1293408	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	11660	750300	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	9158	589291	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	12	800	SH	OTHER
NOKIA CORP	SPONSORED ADR	654902204	985	63650	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	1469	94557	SH	DEFINE
NORDSON CORP	COM	655663102	66191	974545	SH	DEFINE
NORDSTROM INC	COM	655664100	4641	113600	SH	DEFINE
NORDSTROM INC	COM	655664100	4008	98117	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	54023	966600	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	7000	125243	SH	DEFINE
NORTH AMERN PALLADIUM LTD	COM	656912102	83	20300	SH	DEFINE
NORTHEAST UTILS	COM	664397106	43771	1583600	SH	DEFINE
NORTHEAST UTILS	COM	664397106	24876	900000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	64	2300	SH	DEFINE
NORTHERN OIL & GAS INC NEV	COM	665531109	5847	368900	SH	DEFINE
NORTHERN OIL & GAS INC NEV	COM	665531109	2	100	SH	DEFINE
NORTHERN TR CORP	COM	665859104	1481	26800	SH	DEFINE
NORTHERN TR CORP	COM	665859104	67960	1229820	SH	DEFINE
NORTHERN TR CORP	COM	665859104	3258	58959	SH	DEFINE
NORTHERN TR CORP	COM	665859104	17	300	SH	OTHER
NORTHERN TR CORP	COM	665859104	62	1120	SH	DEFINE
NORTHERN TR CORP	COM	665859104	688	12450	SH	DEFINE
NORTHERN TR CORP	COM	665859104	542	9800	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	65570	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	6647	101367	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	1	11	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	3473	295800	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	615	52400	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	1763	150200	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	3059	140000	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	3610	66729	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	2339	43240	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	21456	397453	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	10177	188120	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	1538	19940	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	3589	46541	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	56	2673	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	262097	12540507	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	554	26500	SH	CALL DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	119204	7163723	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	33925	2038792	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	67	4000	SH	OTHER
NUANCE COMMUNICATIONS INC	COM	67020Y100	3615	217250	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	2371	142500	SH	DEFINE

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

NUANCE COMMUNICATIONS INC	COM	67020Y100	1252	75267	SH	DEFINE
NUCOR CORP	COM	670346105	108435	2389499	SH	DEFINE
NUCOR CORP	COM	670346105	160500	3536800	SH	DEFINE
NUCOR CORP	COM	670346105	17079	376348	SH	DEFINE
NUCOR CORP	COM	670346105	14	300	SH	OTHER
NUCOR CORP	COM	670346105	82	1815	SH	DEFINE
NUVEEN INS NY TX FR ADV MUN	COM	670656107	542	38600	SH	DEFINE
NV ENERGY INC	COM	67073Y106	121247	9833500	SH	DEFINE
NV ENERGY INC	COM	67073Y106	70034	5680000	SH	DEFINE
NYSE EURONEXT	COM	629491101	253	8535	SH	DEFINE
NYSE EURONEXT	COM	629491101	1166	39367	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	3694	43700	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	86634	1024770	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	6593	77990	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	144	1705	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	5220	82210	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	13	200	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	1412	177000	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	78	9800	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	87	5300	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	7004	426560	SH	DEFINE
OIL STS INTL INC	COM	678026105	43055	949600	SH	DEFINE
OIL STS INTL INC	COM	678026105	8166	180100	SH	DEFINE
OIL SVC HOLDERS TR	DEPOSTRY RCPT	678002106	40	325	SH	DEFINE
OIL SVC HOLDERS TR	DEPOSTRY RCPT	678002106	515	4200	SH	DEFINE
OLD REP INTL CORP	COM	680223104	230331	18164932	SH	DEFINE
OLD REP INTL CORP	COM	680223104	161866	12765441	SH	DEFINE
OLD REP INTL CORP	COM	680223104	11629	917707	SH	DEFINE
OMEGA PROTEIN CORP	COM	68210P107	7619	1325000	SH	DEFINE
OMNICARE INC	COM	681904108	3057	108042	SH	DEFINE
OMNICARE INC	COM	681904108	8587	303535	SH	DEFINE
OMNICARE INC	COM	681904108	43002	1520045	SH	DEFINE
OMNICARE INC	COM	681904108	743	26280	SH	DEFINE
OMNICARE INC	DBCV	3.250%12/1681904AL2	2405	2825000	PRN	DEFINE
OMNICOM GROUP INC	COM	681919106	3815	98290	SH	DEFINE
OMNIVISION TECHNOLOGIES INC	COM	682128103	5117	297868	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	671	10950	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	58510	1932290	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	2842	93850	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	3207	105920	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	1266	41800	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	3232	106725	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	506	16699	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	7054	232950	SH	DEFINE
ONYX PHARMACEUTICALS INC	NOTE	4.000% 8/1683399AB5	16331	15000000	PRN	DEFINE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	5688	308960	SH	DEFINE
OPEN TEXT CORP	COM	683715106	23821	499375	SH	DEFINE
OPKO HEALTH INC	COM	68375N103	79	40000	SH	DEFINE
ORACLE CORP	COM	68389X105	93129	3625100	SH	DEFINE
ORACLE CORP	COM	68389X105	22187	863656	SH	DEFINE
ORACLE CORP	COM	68389X105	3082	119960	SH	DEFINE
ORACLE CORP	COM	68389X105	26422	1028480	SH	DEFINE
ORACLE CORP	COM	68389X105	6602	256988	SH	DEFINE
ORACLE CORP	COM	68389X105	11322	440719	SH	DEFINE
ORACLE CORP	COM	68389X105	915	35620	SH	DEFINE
ORACLE CORP	COM	68389X105	85284	3319750	SH	DEFINE
ORACLE CORP	COM	68389X105	2466	95982	SH	DEFINE
ORACLE CORP	COM	68389X105	7658	298100	SH	DEFINE
ORACLE CORP	COM	68389X105	1197279	46604863	SH	DEFINE
ORACLE CORP	COM	68389X105	51782	2015636	SH	DEFINE
ORACLE CORP	COM	68389X105	187	7285	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	113	10410	SH	DEFINE

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

OREXIGEN THERAPEUTICS INC	COM	686164104	2799	475195	SH	DEFINE
OSI PHARMACEUTICALS INC	NOTE 3.000% 1/16	71040AH6	1448	1255000	PRN	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	52682	1342900	SH	DEFINE
OWENS CORNING NEW	COM	690742101	151790	5966594	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	2232	62800	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	233	89700	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	6302	460000	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	8218	1364542	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	2518	102315	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	28	1150	SH	DEFINE
PALL CORP	COM	696429307	20245	500000	SH	DEFINE
PALL CORP	COM	696429307	779	19235	SH	DEFINE
PANASONIC CORP	ADR	69832A205	42	2720	SH	DEFINE
PANASONIC CORP	ADR	69832A205	252	16250	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	2417	31600	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	568	7425	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1239	16200	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	3100	124965	SH	DEFINE
PARAGON SHIPPING INC	CL A	69913R309	485	104050	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	181	10000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	7142	306400	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	1168	50100	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	3340	143300	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	2590	40000	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1238	19125	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1	19	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	273	3430	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	204849	2569610	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	11320	142000	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	3658	45884	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	7338	92041	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	920	11545	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	1941	24350	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	69056	866227	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	68561	860021	SH	DEFINE
PATTERSON COMPANIES INC	COM	703395103	388	12500	SH	DEFINE
PATTERSON UTI ENERGY INC	COM	703481101	3423	245000	SH	DEFINE
PAYCHEX INC	COM	704326107	61431	2001010	SH	DEFINE
PAYCHEX INC	COM	704326107	15868	516861	SH	DEFINE
PAYCHEX INC	COM	704326107	972	31676	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	14757	322900	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	71242	1558900	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	16843	368550	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	896	19600	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	632	13820	SH	DEFINE
PEABODY ENERGY CORP	SDCV 4.750%12/1	704549AG9	2393	2200000	PRN	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	16	1000	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	13625	869145	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	258	12290	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	2130	101294	SH	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	34	1600	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	9694	244490	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	599	15100	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	1642	41400	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	936	39900	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	70	3000	SH	OTHER
PENNEY J C INC	COM	708160106	68641	2133700	SH	DEFINE
PENNEY J C INC	COM	708160106	977	30380	SH	DEFINE
PENTAIR INC	COM	709631105	1317	36980	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	3043	882100	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	252	73100	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	718	208000	SH	DEFINE

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

PEOPLES BANCORP INC	COM	709789101	13714	832171	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	20	1200	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	23835	1524000	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	395	25275	SH	DEFINE
PEPSICO INC	COM	713448108	277873	4200020	SH	DEFINE
PEPSICO INC	COM	713448108	91274	1379598	SH	DEFINE
PEPSICO INC	COM	713448108	192	2900	SH	OTHER
PEPSICO INC	COM	713448108	1138	17200	SH	DEFINE
PEPSICO INC	COM	713448108	188871	2854764	SH	DEFINE
PEPSICO INC	COM	713448108	15	220	SH	DEFINE
PEPSICO INC	COM	713448108	3433	51885	SH	DEFINE
PEPSICO INC	COM	713448108	146	2200	SH	DEFINE
PEPSICO INC	COM	713448108	289	4373	SH	DEFINE
PERKINELMER INC	COM	714046109	213	8932	SH	DEFINE
PERRIGO CO	COM	714290103	66635	1134797	SH	DEFINE
PERRIGO CO	COM	714290103	707	12039	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	9686	82635	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	112269	5535957	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	7631	376272	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	13	660	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	144	7080	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	91	4500	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	650	32060	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	12550	317000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	162	4080	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	17113	432251	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	4009	101270	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	79244	2001626	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	42795	1080966	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	18952	480604	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	1157032	29225352	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	122168	3085821	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	191989	4849424	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	11923	268000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	18056	405855	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	805	18100	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3	70	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	44694	1004584	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	8204	184400	SH	DEFINE
PETSMART INC	COM	716768106	2102	65760	SH	DEFINE
PFIZER INC	COM	717081103	99132	5780300	SH	DEFINE
PFIZER INC	COM	717081103	64859	3781880	SH	DEFINE
PFIZER INC	COM	717081103	36481	2127165	SH	DEFINE
PFIZER INC	COM	717081103	20979	1223289	SH	DEFINE
PFIZER INC	COM	717081103	6212	362240	SH	DEFINE
PFIZER INC	COM	717081103	58783	3427245	SH	DEFINE
PFIZER INC	COM	717081103	806	47010	SH	DEFINE
PFIZER INC	COM	717081103	108678	6336887	SH	DEFINE
PFIZER INC	COM	717081103	3630	211667	SH	DEFINE
PFIZER INC	COM	717081103	7186	419000	SH	DEFINE
PFIZER INC	COM	717081103	797371	46493946	SH	DEFINE
PFIZER INC	COM	717081103	53573	3123812	SH	DEFINE
PFIZER INC	COM	717081103	182	10611	SH	DEFINE
PG&E CORP	COM	69331C108	724059	17068820	SH	DEFINE
PG&E CORP	COM	69331C108	165	3893	SH	DEFINE
PG&E CORP	COM	69331C108	1046	24664	SH	DEFINE
PG&E CORP	COM	69331C108	2264	53360	SH	DEFINE
PG&E CORP	COM	69331C108	24522	578082	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	39893	1679700	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	55042	2317550	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	277	11650	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	7032	296264	SH	DEFINE

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

PHARMASSET INC	COM	71715N106	5623	209797	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	7995	611700	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	1017	77800	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	3176	243000	SH	DEFINE
PHI INC	COM VTG	69336T106	2109	95100	SH	DEFINE
PHI INC	COM NON VTG	69336T205	18924	893499	SH	DEFINE
PHI INC	COM NON VTG	69336T205	1694	80000	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	13958	267600	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	11637	223096	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	347587	6663852	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	26	490	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	9936	190484	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	167	3200	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	3957	74269	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	3980	74691	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	13487	2117200	SH	DEFINE
PIMCO CORPORATE OPP FD	COM	72201B101	224	13550	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	221852	5880000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	79	2100	SH	DEFINE
PITNEY BOWES INC	COM	724479100	28295	1157270	SH	DEFINE
PITNEY BOWES INC	COM	724479100	779	31850	SH	DEFINE
PITNEY BOWES INC	COM	724479100	37	1500	SH	DEFINE
PITNEY BOWES INC	COM	724479100	318	13010	SH	DEFINE
PITNEY BOWES INC	COM	724479100	237	9700	SH	DEFINE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	9653	5000000	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	4541	116712	SH	DEFINE
PMC-SIERRA INC	NOTE 2.250%10/1	69344FAD8	11614	9500000	PRN	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	1011	16927	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	2962	49611	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	251153	4206920	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	51	846	SH	DEFINE
PNM RES INC	COM	69349H107	27917	2228000	SH	DEFINE
PNM RES INC	COM	69349H107	41349	3300000	SH	DEFINE
PNM RES INC	COM	69349H107	103	8250	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	86957	1022540	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	5919	69605	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	2109	24800	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	732	8610	SH	DEFINE
POLYCOM INC	COM	73172K104	74972	2451673	SH	DEFINE
POLYCOM INC	COM	73172K104	13068	427325	SH	DEFINE
POLYCOM INC	COM	73172K104	1168	38200	SH	DEFINE
POLYCOM INC	COM	73172K104	40	1310	SH	DEFINE
POLYCOM INC	COM	73172K104	356	11650	SH	DEFINE
POLYCOM INC	COM	73172K104	3948	129100	SH	DEFINE
POLYCOM INC	COM	73172K104	156	5100	SH	DEFINE
POLYCOM INC	COM	73172K104	4119	134691	SH	DEFINE
POPE RES DEL LTD PARTNERSHIP	DEPOSITRY RCPT	732857107	270	10221	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	67585	3500000	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	5015	452493	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	80	7162	SH	DEFINE
POSCO	SPONSORED ADR	693483109	3	25	SH	DEFINE
POSCO	SPONSORED ADR	693483109	12	99	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2350	20081	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	1253	10495	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	10190	85300	SH	DEFINE
POWELL INDS INC	COM	739128106	7254	223000	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	16220	393700	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	1079	26200	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	3053	74100	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	7958	193122	SH	DEFINE
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	730	29875	SH	DEFINE
POWERSHARES INDIA ETF TR	INDIA PORT	73935L100	439	19300	SH	DEFINE

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

POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1449	30084	SH	DEFINE
POWERWAVE TECHNOLOGIES INC	NOTE 3.875%10/07	739363AF6	2759	3900000	PRN	DEFINE
PPG INDS INC	COM	693506107	2779	42499	SH	DEFINE
PPL CORP	COM	69351T106	136527	4927000	SH	DEFINE
PPL CORP	COM	69351T106	311	11222	SH	DEFINE
PRAXAIR INC	COM	74005P104	209022	2518341	SH	DEFINE
PRAXAIR INC	COM	74005P104	101385	1221510	SH	DEFINE
PRAXAIR INC	COM	74005P104	31673	381608	SH	DEFINE
PRAXAIR INC	COM	74005P104	5254	63300	SH	DEFINE
PRAXAIR INC	COM	74005P104	913	11000	SH	DEFINE
PRAXAIR INC	COM	74005P104	5030	60600	SH	DEFINE
PRAXAIR INC	COM	74005P104	732	8814	SH	DEFINE
PRAXAIR INC	COM	74005P104	789	9500	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	235889	1861650	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	10746	84810	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	836	6600	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	19	150	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	185	1460	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	89	700	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	1497	11816	SH	DEFINE
PRECISION DRILLING TR	TR UNIT	740215108	2	300	SH	DEFINE
PRECISION DRILLING TR	TR UNIT	740215108	7320	950400	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	3789	380000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	95359	1736005	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	4606	83851	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	1263	22991	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	114745	449980	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	64	250	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	786	3081	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	206	6850	SH	DEFINE
PRIDE INTL INC DEL	COM	74153Q102	257015	8535878	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	204495	3232100	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	75471	1192840	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	116089	1834821	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	20887	330120	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	35	560	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	26319	415984	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	44779	707739	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	1858	29364	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	6750	106690	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	102602	1621660	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	21154	334340	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	66	1040	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	510598	12972510	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2338	59388	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	657	34440	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	500	26180	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	26933	1410850	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1848	96800	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	26937	1411041	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	63358	3318889	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2156	112920	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2935	153750	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	334777	17536780	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	34115	1787053	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	150	7880	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	4370	331075	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	1295	98100	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	10536	798190	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	170	12900	SH	DEFINE
PROSHARES TR	PSHS ULTSH 20YRS	74347R297	842	17302	SH	DEFINE
PROTECTION ONE INC	COM NEW	743663403	8691	759684	SH	DEFINE

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

PROTECTIVE LIFE CORP	COM	743674103	76763	3490800	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	11	500	SH	DEFINE
PROTEIN DESIGN LABS INC	NOTE	2.750% 8/174369LAD5	14533	12790000	PRN	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	2380	205000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	67942	1123000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	596	9847	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	5112	84500	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	5726	243467	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	4157	139500	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	665	22300	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	1752	58800	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	301	3275	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	3091	33600	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	25221	274170	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	432	4700	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	639462	21661990	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	5230	177156	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	39	1330	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	94	3200	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	272	9200	SH	DEFINE
PULTE HOMES INC	COM	745867101	26494	2355000	SH	DEFINE
QIAGEN N V	ORD	N72482107	54524	2371630	SH	DEFINE
QIAGEN N V	ORD	N72482107	6586	286480	SH	DEFINE
QIAGEN N V	ORD	N72482107	5748	250000	SH	DEFINE
QIAGEN N V	ORD	N72482107	920	40000	SH	DEFINE
QIAGEN N V	ORD	N72482107	25713	1116700	SH	DEFINE
QIAGEN N V	ORD	N72482107	196	8500	SH	DEFINE
QIAGEN N V	ORD	N72482107	580	25219	SH	DEFINE
QIAGEN N V	ORD	N72482107	901	39100	SH	DEFINE
QIAGEN N V	ORD	N72482107	2578	112000	SH	DEFINE
QLOGIC CORP	COM	747277101	307	15144	SH	DEFINE
QUALCOMM INC	COM	747525103	178106	4241645	SH	DEFINE
QUALCOMM INC	COM	747525103	53961	1285103	SH	DEFINE
QUALCOMM INC	COM	747525103	6903	164400	SH	DEFINE
QUALCOMM INC	COM	747525103	72	1710	SH	DEFINE
QUALCOMM INC	COM	747525103	1050	25000	SH	DEFINE
QUALCOMM INC	COM	747525103	681	16220	SH	DEFINE
QUALCOMM INC	COM	747525103	5362	127700	SH	DEFINE
QUALCOMM INC	COM	747525103	462	11000	SH	DEFINE
QUALCOMM INC	COM	747525103	637	15173	SH	DEFINE
QUALCOMM INC	COM	747525103	1344	32000	SH	DEFINE
QUALITY SYS INC	COM	747582104	2107	34300	SH	DEFINE
QUALITY SYS INC	COM	747582104	510	8300	SH	DEFINE
QUALITY SYS INC	COM	747582104	1389	22600	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	0	16	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	7176	374518	SH	DEFINE
QUEST CAPITAL CORP	COM	74835U109	2600	2000000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	29145	500000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	6248	107191	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	43129	739900	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	689	11820	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	48652	834662	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2576	44187	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	460	7900	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	239544	4109515	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	38419	659105	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	102	1750	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	3151	177100	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	591	33200	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	1722	96800	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	9176	515698	SH	DEFINE
QUESTAR CORP	COM	748356102	2242	51905	SH	DEFINE

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

QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	1425	173100	SH	DEFINE
QUINSTREET INC	COM	74874Q100	4441	261100	SH	DEFINE
QUINSTREET INC	COM	74874Q100	711	41800	SH	DEFINE
QUINSTREET INC	COM	74874Q100	2028	119200	SH	DEFINE
RADIOSHACK CORP	COM	750438103	747	33000	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	182683	2377760	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	140	1820	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	61	800	SH	DEFINE
RANGE RES CORP	COM	75281A109	8990	191800	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	34272	600000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	4429	77532	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	6256	109520	SH	DEFINE
RC2 CORP	COM	749388104	4377	292400	SH	DEFINE
REALTY INCOME CORP	COM	756109104	31	1000	SH	DEFINE
REALTY INCOME CORP	COM	756109104	813	26500	SH	DEFINE
REALTY INCOME CORP	COM	756109104	6603	215160	SH	DEFINE
REALTY INCOME CORP	COM	756109104	107	3500	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	7098	293309	SH	DEFINE
REGAL ENMTT GROUP	CL A	758766109	9767	555890	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	304	8100	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	1034	27600	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	8462	225843	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	139	3700	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	27	1020	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	3350	126480	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	4524	170798	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	8250	311430	SH	DEFINE
REGIS CORP MINN	COM	758932107	28259	1512800	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	109872	2231800	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	327	5760	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	529	9325	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1928	33965	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1857	32710	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	155861	2745960	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	117	4930	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	5870	246669	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	7381	310367	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	24121	831200	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	96	3300	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	1360	46858	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	34771	470200	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	4516	61075	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	31348	423000	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	114	2116	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	437084	8097152	SH	DEFINE
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	88	11000	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	10501	588259	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	10534	44500	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	2347	9914	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	93	4100	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	74	3261	SH	DEFINE
RISKMETRICS GROUP INC	COM	767735103	276	12200	SH	DEFINE
RLI CORP	COM	749607107	99470	1744471	SH	DEFINE
RLI CORP	COM	749607107	87	1525	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	393	12900	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	40998	1347280	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	183	6000	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	467	15337	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	569	10090	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	88574	1415140	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1367	21845	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	1035	16540	SH	DEFINE

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

ROFIN SINAR TECHNOLOGIES INC	COM	775043102	23142	1023089	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	99	2900	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	34	1000	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	263239	7700930	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	235915	4078759	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	8	137	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	123	2120	SH	DEFINE
ROSS STORES INC	COM	778296103	203	3790	SH	DEFINE
ROWAN COS INC	COM	779382100	89464	3073300	SH	DEFINE
ROWAN COS INC	COM	779382100	6960	239100	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	82	1400	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1207	20680	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	267123	4558150	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	229	4146	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	12755	230796	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5601	101226	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	128349	2319707	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	16201	280000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	25619	442775	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2	30	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3803	65720	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	11786	203690	SH	DEFINE
ROYAL GOLD INC	COM	780287108	8318	180000	SH	DEFINE
RPM INTL INC	COM	749685103	53833	2522650	SH	DEFINE
RPM INTL INC	COM	749685103	5185	242950	SH	DEFINE
RRI ENERGY INC	COM	74971X107	3	788	SH	DEFINE
RRI ENERGY INC	COM	74971X107	63697	17262023	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	48419	1596400	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	45	1500	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	58591	2156476	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	33	1200	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	577	21235	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	1921	51000	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	17594	707720	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	674	27092	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	37	1470	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	357	14370	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	196	7900	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	3	140	SH	DEFINE
SAIC INC	COM	78390X101	1427	80600	SH	DEFINE
SAIC INC	COM	78390X101	78632	4442490	SH	DEFINE
SAIC INC	COM	78390X101	881	49785	SH	DEFINE
SAKS INC	COM	79377W108	18979	2206848	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	28247	379410	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	776	10425	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	53696	1441506	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	469	12600	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	1322	35500	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	7364	825596	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	2	250	SH	DEFINE
SANDISK CORP	COM	80004C101	1709	49356	SH	DEFINE
SANDISK CORP	COM	80004C101	2619	75625	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	3112	211000	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	723	19349	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	26114	699579	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	264	7073	SH	DEFINE
SAP AG	SPON ADR	803054204	4653	96587	SH	DEFINE
SAP AG	SPON ADR	803054204	27617	574221	SH	DEFINE
SAP AG	SPON ADR	803054204	81211	1685920	SH	DEFINE
SAPIENT CORP	COM	803062108	5914	647076	SH	DEFINE
SAPIENT CORP	COM	803062108	1013	110800	SH	DEFINE
SAPIENT CORP	COM	803062108	2791	305400	SH	DEFINE

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

SARA LEE CORP	COM	803111103	2491	178837	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	13	306	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	55965	1356070	SH	DEFINE
SAUL CTRS INC	COM	804395101	207	5000	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	17040	1179220	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	212	14700	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	601	41600	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	122321	3391215	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	1081	29974	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	2896	80300	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	977	27093	SH	DEFINE
SCANA CORP NEW	COM	80589M102	29132	775000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	845	22475	SH	DEFINE
SCANSOURCE INC	COM	806037107	4171	144847	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	83517	1316068	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	86104	1356824	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	13	200	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	8719	137400	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	25	390	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1206	19000	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	305	4810	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	6511	102600	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	247	3900	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	69	1090	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1536	24200	SH	DEFINE
SCHOLASTIC CORP	COM	807066105	244	8700	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	39272	2101260	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	838	44814	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	579	30984	SH	DEFINE
SCOTTS MIRACLE GRO CO	CL A	810186106	28250	609500	SH	DEFINE
SCOTTS MIRACLE GRO CO	CL A	810186106	153	3300	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	1209	14990	SH	DEFINE
SEACOR HOLDINGS INC	COM	811904101	40	500	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	1520	83224	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	5437	297730	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	15436	845337	SH	DEFINE
SEAGATE TECHNOLOGY	SHS	G7945J104	206249	11295148	SH	DEFINE
SEALY CORP	COM	812139301	27596	7884645	SH	DEFINE
SEARS HLDGS CORP	COM	812350106	373	3443	SH	DEFINE
SELECTIVE INS GROUP INC	COM	816300107	25635	1544300	SH	DEFINE
SEMPRA ENERGY	COM	816851109	2824	56600	SH	DEFINE
SEMPRA ENERGY	COM	816851109	516031	10341312	SH	DEFINE
SEMPRA ENERGY	COM	816851109	201	4023	SH	DEFINE
SEMTECH CORP	COM	816850101	2113	121200	SH	DEFINE
SEMTECH CORP	COM	816850101	6082	348990	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	3570	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	16118	553500	SH	DEFINE
SENSATA TECHNOLOGIES HLDG BV	SHS	N7902X106	26940	1500000	SH	DEFINE
SENSIENT TECHNOLOGIES CORP	COM	81725T100	1366	47008	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	6715	1064227	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	132	20900	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	394	62400	SH	DEFINE
SERVICE CORP INTL	COM	817565104	476	51800	SH	DEFINE
SERVICE CORP INTL	COM	817565104	45510	4957510	SH	DEFINE
SERVICE CORP INTL	COM	817565104	376	40971	SH	DEFINE
SERVICE CORP INTL	COM	817565104	661	71990	SH	DEFINE
SFN GROUP INC	COM	784153108	12856	1605000	SH	DEFINE
SHANDA GAMES LTD	SP ADR REPTG A	81941U105	2153	299075	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	588	13500	SH	DEFINE
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	7636	175173	SH	DEFINE
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	251	12650	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	6150	90863	SH	DEFINE

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

SHERWIN WILLIAMS CO	COM	824348106	543	8025	SH	DEFINE
SHIRE PLC	SPONSORED ADR	82481R106	5455	82700	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	8115	355000	SH	DEFINE
SHORETEL INC	COM	825211105	2385	360800	SH	DEFINE
SHORETEL INC	COM	825211105	422	63800	SH	DEFINE
SHORETEL INC	COM	825211105	1204	182200	SH	DEFINE
SHORETEL INC	COM	825211105	573	86679	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	5459	666500	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	930	113500	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	2649	323400	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	21211	2589387	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	1461	14615	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	22287	223967	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	60325	603430	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1347	25100	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	33538	625000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	3705	69041	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	4409	119000	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	763	20600	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	2196	59281	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	123241	2585310	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	2614	54830	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	3609	75700	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	1049	22001	SH	DEFINE
SILICON STORAGE TECHNOLOGY I	COM	827057100	859	282730	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	14896	950000	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	2	100	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	10900	693800	SH	DEFINE
SILVERCORP METALS INC	COM	82835P103	122	17700	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	14221	169499	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	8906	106150	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	5476	65263	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	44198	526796	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	2	25	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	735	8757	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	34214	1232484	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	177	6375	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	103705	6008390	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	64	3730	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	0	9	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	1842	106726	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	11169	647100	SH	DEFINE
SKYWEST INC	COM	830879102	37389	2618300	SH	DEFINE
SKYWEST INC	COM	830879102	11	800	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	86	1500	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	825	14400	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	6895	120390	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	109	1900	SH	DEFINE
SLM CORP	COM	78442P106	2241	179025	SH	DEFINE
SMITH A O	COM	831865209	39919	759350	SH	DEFINE
SMITH INTL INC	COM	832110100	77061	1799650	SH	DEFINE
SMITH INTL INC	COM	832110100	3724	86960	SH	DEFINE
SMITH INTL INC	COM	832110100	235775	5506200	SH	DEFINE
SMITH INTL INC	COM	832110100	347	8109	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	42281	2038600	SH	DEFINE
SMITHTOWN BANCORP INC	COM	832449102	327	79147	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	4132	68564	SH	DEFINE
SOHU COM INC	COM	83408W103	34724	635975	SH	DEFINE
SONOCO PRODS CO	COM	835495102	51	1649	SH	DEFINE
SONY CORP	ADR NEW	835699307	137	3585	SH	DEFINE
SONY CORP	ADR NEW	835699307	79	2070	SH	DEFINE
SONY CORP	ADR NEW	835699307	6560	170569	SH	DEFINE

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

SONY CORP	ADR NEW	835699307	2495	65110	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	454	10811	SH	DEFINE
SOUTHERN CO	COM	842587107	985552	29721100	SH	DEFINE
SOUTHERN CO	COM	842587107	1604	48385	SH	DEFINE
SOUTHERN CO	COM	842587107	15	440	SH	DEFINE
SOUTHERN CO	COM	842587107	1200	36064	SH	DEFINE
SOUTHERN CO	COM	842587107	255	7700	SH	DEFINE
SOUTHERN CO	COM	842587107	1948	58735	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	3734	465840	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	862	65200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	908	68681	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	14439	354600	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	542	13300	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	1645	40400	SH	DEFINE
SOVRAN SELF STORAGE INC	COM	84610H108	234	6700	SH	DEFINE
SPARTON CORP	COM	847235108	2858	484371	SH	DEFINE
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	218	2005	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	16481	151270	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	1615	14820	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	120978	1110396	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	327	3000	SH	DEFINE
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	436	17200	SH	DEFINE
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	464	13200	SH	DEFINE
SPDR S&P 500 ETF TR	UNIT SER 1 S&P	78462F103	10222	87377	SH	DEFINE
SPDR S&P 500 ETF TR	UNIT SER 1 S&P	78462F103	61584	526400	SH	DEFINE
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2297	16045	SH	DEFINE
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	129	900	SH	DEFINE
SPDR SERIES TRUST	BRCLYS MUNI ETF	78464A458	9366	412405	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	401869	17837050	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1888	83813	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	876	38518	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1530	67899	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	322	84760	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	190	50003	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	892	234820	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	6670	1755233	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	35768	9412666	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	977	256975	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	1177	309760	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	211847	55749183	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	14799	3894380	SH	DEFINE
SPX CORP	COM	784635104	1656	24965	SH	DEFINE
ST JOE CO	COM	790148100	239	7400	SH	DEFINE
ST JOE CO	COM	790148100	83543	2582481	SH	DEFINE
ST JUDE MED INC	COM	790849103	336	8190	SH	DEFINE
STAMPS COM INC	COM NEW	852857200	1482	146700	SH	DEFINE
STANCORP FINL GROUP INC	COM	852891100	90471	1899450	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	2742	47770	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	59847	1042444	SH	DEFINE
STANLEY INC	COM	854532108	1983	70100	SH	DEFINE
STANLEY INC	COM	854532108	8278	292486	SH	DEFINE
STANTEC INC	COM	85472N109	10070	387103	SH	DEFINE
STAPLES INC	COM	855030102	5925	253321	SH	DEFINE
STAPLES INC	COM	855030102	117	5000	SH	OTHER
STARBUCKS CORP	COM	855244109	789	32507	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	65145	1396770	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	23	500	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	424	9090	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3255	69790	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	621	13319	SH	DEFINE
STATE STR CORP	COM	857477103	40714	901951	SH	DEFINE
STATE STR CORP	COM	857477103	3911	86647	SH	DEFINE

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

STATOIL ASA	SPONSORED ADR	85771P102	556	23831	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	12088	519570	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	56364	3226350	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	55927	1261892	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	5856	132130	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	11133	2222184	SH	DEFINE
STERICYCLE INC	COM	858912108	50224	921550	SH	DEFINE
STERICYCLE INC	COM	858912108	572	10500	SH	DEFINE
STERICYCLE INC	COM	858912108	344	6307	SH	DEFINE
STERIS CORP	COM	859152100	42465	1261600	SH	DEFINE
STERIS CORP	COM	859152100	2205	65500	SH	DEFINE
STERIS CORP	COM	859152100	539	16000	SH	DEFINE
STERIS CORP	COM	859152100	1111	33000	SH	DEFINE
STIFEL FINL CORP	COM	860630102	3644	67800	SH	DEFINE
STIFEL FINL CORP	COM	860630102	661	12300	SH	DEFINE
STIFEL FINL CORP	COM	860630102	1892	35200	SH	DEFINE
STRAYER ED INC	COM	863236105	12843	52740	SH	DEFINE
STRAYER ED INC	COM	863236105	61	250	SH	DEFINE
STRYKER CORP	COM	863667101	57615	1006900	SH	DEFINE
STRYKER CORP	COM	863667101	38126	666300	SH	DEFINE
STRYKER CORP	COM	863667101	11937	208615	SH	DEFINE
STRYKER CORP	COM	863667101	274	4789	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	55	1700	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	78	2417	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	167714	5197302	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	65	1992	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	1264	38830	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	145365	4472131	SH	DEFINE
SUNOPTA INC	COM	8676EP108	22694	5468334	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	38	2000	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	1379	72965	SH	DEFINE
SUNPOWER CORP	COM CL B	867652307	804	48000	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	437	16314	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	1664	62100	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	36	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	15038	715400	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	824	39200	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	2281	108500	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	2880	137095	SH	DEFINE
SUPERIOR UNIFORM GP INC	COM	868358102	4403	456300	SH	DEFINE
SUPERMEDIA INC	COM	868447103	6470	158180	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	2415	35650	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	11029	163929	SH	DEFINE
SYBASE INC	COM	871130100	130609	2801580	SH	DEFINE
SYBASE INC	COM	871130100	1080	23157	SH	DEFINE
SYCAMORE NETWORKS INC	COM NEW	871206405	436	21656	SH	DEFINE
SYMANTEC CORP	COM	871503108	958	56615	SH	DEFINE
SYMETRA FINL CORP	COM	87151Q106	1135	86125	SH	DEFINE
SYMETRA FINL CORP	COM	87151Q106	133777	10875000	SH	DEFINE
SYMS CORP	COM	871551107	14243	1430000	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	9683	174441	SH	DEFINE
SYSCO CORP	COM	871829107	7531	255303	SH	DEFINE
SYSCO CORP	COM	871829107	15	500	SH	OTHER
T-3 ENERGY SRVCS INC	COM	87306E107	5143	209400	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	711	67780	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	21297	2030221	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	618	58900	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	29037	2768103	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	419	39947	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	5145	490483	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	21998	2094289	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	93	8860	SH	DEFINE

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

TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	40098	3822525	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	101272	9654140	SH	DEFINE
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	94900	4764050	SH	DEFINE
TALECRIS BIOTHERAPEUTICS HLD	COM	874227101	629	31556	SH	DEFINE
TALEO CORP	CL A	87424N104	20635	796400	SH	DEFINE
TALEO CORP	CL A	87424N104	1067	41200	SH	DEFINE
TALEO CORP	CL A	87424N104	3047	117600	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	13151	768200	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	72646	4252586	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	351	20500	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	23285	1360903	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	3680	216168	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	111924	6541770	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	46078	2692995	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	27	1600	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	1944	540000	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	302	7000	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	2323	53820	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	39	900	SH	DEFINE
TARGACEPT INC	COM	87611R306	1608	81800	SH	DEFINE
TARGET CORP	COM	87612E106	184324	3504255	SH	DEFINE
TARGET CORP	COM	87612E106	13867	263638	SH	DEFINE
TARGET CORP	COM	87612E106	116	2200	SH	OTHER
TARGET CORP	COM	87612E106	16402	311820	SH	DEFINE
TARGET CORP	COM	87612E106	1516	28820	SH	DEFINE
TARGET CORP	COM	87612E106	554	10530	SH	DEFINE
TARGET CORP	COM	87612E106	30708	583795	SH	DEFINE
TARGET CORP	COM	87612E106	2095	39838	SH	DEFINE
TARGET CORP	COM	87612E106	199332	3789582	SH	DEFINE
TARGET CORP	COM	87612E106	40293	766031	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	172	4300	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	1397	34992	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	24	600	SH	DEFINE
TECHNITROL INC	COM	878555101	54	10200	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	104	2377	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	13316	305520	SH	DEFINE
TECO ENERGY INC	COM	872375100	226173	14233650	SH	DEFINE
TECO ENERGY INC	COM	872375100	2128	133930	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	3832	322799	SH	DEFINE
TECUMSEH PRODS CO	CL A	878895200	14724	1200000	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	46903	2062593	SH	DEFINE
TELECOM ARGENTINA S A	SPON ADR REP B	879273209	1932	103110	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	415	10050	SH	DEFINE
TELEFLEX INC	COM	879369106	124823	1948236	SH	DEFINE
TELEFLEX INC	COM	879369106	32035	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	231	3600	SH	DEFINE
TELEFLEX INC	COM	879369106	83	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	2415	33962	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	112444	1581495	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	1958	27534	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	27699	389216	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	15034	211442	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	224521	3157824	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	870	55800	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	4078	261428	SH	DEFINE
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	650	33700	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	47	1300	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	178220	4978475	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	350	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	124	8466	SH	DEFINE
TEMPLETON EMERG MKTS INCOME	COM	880192109	272	18532	SH	SOLE
TEMPLETON EMERGING MKTS FD I	COM	880191101	298	15080	SH	DEFINE

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

TEMPLETON GLOBAL INCOME FD	COM	880198106	335	33401	SH	DEFINE
TEMPLETON RUS AND EAST EUR F	COM	88022F105	228	11143	SH	SOLE
TENARIS S A	SPONSORED ADR	88031M109	15	360	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	63969	1489719	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	572	100000	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	308	53900	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	295469	51655405	SH	DEFINE
TENNECO INC	COM	880349105	5489	232100	SH	DEFINE
TENNECO INC	COM	880349105	828	35000	SH	DEFINE
TENNECO INC	COM	880349105	2379	100600	SH	DEFINE
TERADYNE INC	COM	880770102	132	11800	SH	DEFINE
TEREX CORP NEW	COM	880779103	322	14200	SH	DEFINE
TEREX CORP NEW	COM	880779103	565	24875	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	47007	1145681	SH	DEFINE
TESCO CORP	COM	88157K101	3459	296365	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	17678	767280	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	424	18400	SH	DEFINE
TETRA TECH INC NEW	COM	88162G103	1189	51600	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	73911	1171710	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	50589	801983	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	19	300	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	3370	53430	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	49	770	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	196	3100	SH	DEFINE
TEXAS INDS INC	COM	882491103	23201	679000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	7588	310100	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	13385	547002	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	5	200	SH	DEFINE
TEXTRON INC	COM	883203101	27153	1279000	SH	DEFINE
TEXTRON INC	COM	883203101	251	11820	SH	DEFINE
TEXTRON INC	COM	883203101	183	8600	SH	DEFINE
TFS FINL CORP	COM	87240R107	2027	151800	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	6430	125000	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	4268	82977	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	21	400	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	19620	500000	SH	DEFINE
THOMPSON CREEK METALS CO INC	COM	884768102	27	2000	SH	DEFINE
THOMPSON CREEK METALS CO INC	COM	884768102	16845	1246525	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	87	2400	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	348	9576	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	229160	6298302	SH	DEFINE
THOR INDS INC	COM	885160101	65823	2178845	SH	DEFINE
TIDEWATER INC	COM	886423102	55599	1176200	SH	DEFINE
TIDEWATER INC	COM	886423102	503	10631	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	1980	41691	SH	DEFINE
TIM HORTONS INC	COM	88706M103	33	1015	SH	DEFINE
TIM HORTONS INC	COM	88706M103	9293	285360	SH	DEFINE
TIMBERLAND CO	CL A	887100105	12479	584750	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1653	31000	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	905	16973	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	869	16300	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	210192	3942816	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	21332	400156	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	5510	103363	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	48670	912959	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	78396	1470574	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	2915	54677	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1168	21917	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	259795	4873290	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	36487	684425	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	139	2615	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1456	46551	SH	DEFINE

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

TIME WARNER INC	COM NEW	887317303	9798	313332	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1430	45746	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	25529	816225	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	526	16820	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	52365	1674611	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	3505	112091	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	404	12919	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	341614	10924654	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	23881	763712	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	95	3030	SH	DEFINE
TIMKEN CO	COM	887389104	46589	1552450	SH	DEFINE
TJX COS INC NEW	COM	872540109	6965	163816	SH	DEFINE
TJX COS INC NEW	COM	872540109	995	23400	SH	DEFINE
TOLL BROTHERS INC	COM	889478103	10	500	SH	DEFINE
TOLL BROTHERS INC	COM	889478103	46516	2236363	SH	DEFINE
TORCHMARK CORP	COM	891027104	482	9000	SH	DEFINE
TORCHMARK CORP	COM	891027104	3266	61030	SH	DEFINE
TORCHMARK CORP	COM	891027104	110750	2069714	SH	DEFINE
TORCHMARK CORP	COM	891027104	340	6350	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	82	1100	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	5652	75781	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	261566	3504747	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	8459	145800	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3706	63876	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	25334	436636	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2343	40375	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	24355	420350	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	2893	49870	SH	DEFINE
TOWER GROUP INC	COM	891777104	38667	1744100	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2413	30000	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	166	2065	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	808	10050	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	17867	221646	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	53983	671260	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	2868	49400	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	533	9180	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	1445	24900	SH	DEFINE
TRANSALTA CORP	COM	89346D107	1213	55000	SH	DEFINE
TRANSALTA CORP	COM	89346D107	19	869	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	13200	250000	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	716	13560	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	4153	113020	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	99696	2718437	SH	DEFINE
TRANSCHEPT PHARMACEUTICALS IN	COM	89354M106	2255	283700	SH	DEFINE
TRANSCHEPT PHARMACEUTICALS IN	COM	89354M106	199	25000	SH	DEFINE
TRANSCHEPT PHARMACEUTICALS IN	COM	89354M106	572	71900	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	993	11500	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	21482	248691	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	30335	351177	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	3226	37350	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	696504	8063255	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	2147	24850	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	32202	597000	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2830	52467	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	122392	2269045	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	18535	422500	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	996	22700	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	2773	63200	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	78356	2728290	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	9020	314055	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	14	500	SH	OTHER
TRIMBLE NAVIGATION LTD	COM	896239100	968	33700	SH	DEFINE

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

TRIMBLE NAVIGATION LTD	COM	896239100	2163	75300	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	863	30048	SH	DEFINE
TRINITY INDS INC	COM	896522109	103389	5179800	SH	DEFINE
TRINITY INDS INC	COM	896522109	140	7025	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	43034	6974779	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	38	6085	SH	DEFINE
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	1138	77228	SH	DEFINE
TUESDAY MORNING CORP	COM NEW	899035505	15981	2424999	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	705	46820	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	23	1500	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	17734	1177530	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1626	107971	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	22638	1503218	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	28980	1924329	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	8508	566565	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1698	112760	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	171640	11397107	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	77892	5172123	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	672	24460	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	500	18190	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	186233	6777024	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	16382	596143	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	2763	100549	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	15734	572572	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	30810	1121167	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	776	28250	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	2211	80470	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	303058	11028315	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	12060	438877	SH	DEFINE
TYCO ELECTRONICS LTD SWITZER	SHS	H8912P106	60	2166	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	551	14400	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	679	17741	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	171326	4479119	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	12515	327183	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	2865	74892	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	1361	35587	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	590	15412	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	26415	690597	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	4332	113250	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	407140	10644174	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	19493	509612	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	119	3116	SH	DEFINE
TYSON FOODS INC	CL A	902494103	3027	158075	SH	DEFINE
UBS AG	SHS NEW	H89231338	72	4400	SH	DEFINE
UBS AG	SHS NEW	H89231338	553011	34006141	SH	DEFINE
UBS AG	SHS NEW	H89231338	582	35796	SH	DEFINE
UBS AG	SHS NEW	H89231338	2086	128085	SH	DEFINE
UBS AG	SHS NEW	H89231338	18236	1121371	SH	DEFINE
UBS AG	SHS NEW	H89231338	214	13137	SH	DEFINE
UBS AG	SHS NEW	H89231338	31997	1966883	SH	DEFINE
UBS AG	SHS NEW	H89231338	313	19250	SH	DEFINE
UBS AG	SHS NEW	H89231338	166776	10255639	SH	DEFINE
UBS AG	SHS NEW	H89231338	129939	7987018	SH	DEFINE
UBS AG	SHS NEW	H89231338	69	4247	SH	DEFINE
UDR INC	COM	902653104	76	4323	SH	DEFINE
UDR INC	COM	902653104	1208	68502	SH	DEFINE
UDR INC	COM	902653104	10154	575621	SH	DEFINE
UDR INC	COM	902653104	161	9126	SH	DEFINE
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	560	17000	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	13987	2547725	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	38193	1298642	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	759	25800	SH	DEFINE

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

UNDER ARMOUR INC	CL A	904311107	2220	75500	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	433	14735	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	20771	688700	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	915	30350	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	964	32205	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	21738	722884	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	584	19370	SH	DEFINE
UNION PAC CORP	COM	907818108	43980	600000	SH	DEFINE
UNION PAC CORP	COM	907818108	18926	258202	SH	DEFINE
UNIT CORP	COM	909218109	37031	875850	SH	DEFINE
UNITED AMER INDEMNITY LTD	CL A	90933T109	2078	217168	SH	DEFINE
UNITED CAPITAL CORP	COM	909912107	218	9196	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	1143	40650	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	18247	283300	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	11856	184068	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	24690	383330	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	19709	306000	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	837	13000	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	41888	650332	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2919	45324	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	1026	15930	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	732108	11366379	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	31598	490581	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	124	1930	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	8874	139700	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	5958	93800	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	491	7725	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	220523	2995834	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	115086	1563460	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	70306	955120	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	1377	18700	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	39	530	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	2668	36240	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	287	3900	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	265	3599	SH	DEFINE
UNITED THERAPEUTICS CORP DEL	COM	91307C102	4266	77100	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	1854	56741	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	640855	19616020	SH	DEFINE
UNIVERSAL CORP VA	COM	913456109	27773	527100	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	53697	1393997	SH	DEFINE
UNIVERSAL STAINLESS & ALLOY	COM	913837100	5436	226582	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	11373	497686	SH	DEFINE
UNUM GROUP	COM	91529Y106	7289	294250	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	79866	2100080	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	30	800	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	670	17617	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	12328	476354	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	29389	1135587	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	6401	247332	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	41	1600	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1813	69894	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	308	11900	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1363	52677	SH	DEFINE
USA TRUCK INC	COM	902925106	3717	230000	SH	DEFINE
V F CORP	COM	918204108	40075	500000	SH	DEFINE
V F CORP	COM	918204108	16835	210038	SH	DEFINE
V F CORP	COM	918204108	40	500	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	30913	771100	SH	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	826	9100	PRN	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	7182	79100	PRN	DEFINE
VALE S A	ADR	91912E105	3431	106580	SH	DEFINE
VALE S A	ADR	91912E105	2101	65260	SH	DEFINE

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

VALE S A	ADR	91912E105	3621	112480	SH	DEFINE
VALE S A	ADR	91912E105	1222	37950	SH	DEFINE
VALE S A	ADR	91912E105	241	7474	SH	DEFINE
VALE S A	ADR	91912E105	76333	2371340	SH	DEFINE
VALE S A	ADR	91912E105	19378	601994	SH	DEFINE
VALE S A	ADR	91912E105	8785	272900	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	10364	373340	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	17354	625146	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	2987	107600	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	124993	4502644	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	260	9380	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	37850	1363489	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	17153	618349	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	1232941	44414294	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	326477	11760694	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	213215	7680640	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	133	4802	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	6966	353600	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	1089	55279	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	87293	3170835	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	105	3800	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	5309	192830	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	2985	108411	SH	DEFINE
VALSPAR CORP	COM	920355104	4231	143510	SH	DEFINE
VALSPAR CORP	COM	920355104	4	124	SH	DEFINE
VANGUARD INDEX FDS	STK MRK ETF	922908769	696	11680	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	31061	736380	SH	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	6944	91066	SH	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	140	1830	SH	OTHER
VANGUARD TAX-MANAGED FD	EUROPE PAC ETF	921943858	4073	117657	SH	DEFINE
VARIAN INC	COM	922206107	7915	152860	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	110443	1996080	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	11111	200814	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	778	14067	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	55500	1675738	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	1797	54250	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	3286	99200	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	419	12651	SH	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	21291	2580780	SH	DEFINE
VCA ANTECH INC	COM	918194101	49854	1778600	SH	DEFINE
VCA ANTECH INC	COM	918194101	782	27900	SH	DEFINE
VCA ANTECH INC	COM	918194101	2242	80000	SH	DEFINE
VCA ANTECH INC	COM	918194101	387	13819	SH	DEFINE
VECTREN CORP	COM	92240G101	19776	800000	SH	DEFINE
VECTREN CORP	COM	92240G101	207	8381	SH	DEFINE
VENTAS INC	COM	92276F100	3267	68800	SH	DEFINE
VENTAS INC	COM	92276F100	26647	561217	SH	DEFINE
VENTAS INC	COM	92276F100	470	9900	SH	DEFINE
VERISK ANALYTICS INC	CL A	92345Y106	8460	300000	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	381585	12301273	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	47212	1521992	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	105	3400	SH	OTHER
VERIZON COMMUNICATIONS INC	COM	92343V104	839	26831	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	855	27547	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	8812	215600	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	128	3130	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	750	21824	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	12394	360500	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	25845	751740	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	63900	1858630	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	993	28889	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	614	17860	SH	DEFINE

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

VIACOM INC NEW	CL B	92553P201	432322	12574802	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	16706	485914	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	140	4070	SH	DEFINE
VIASAT INC	COM	92552V100	40615	1173500	SH	DEFINE
VIASAT INC	COM	92552V100	975	28175	SH	DEFINE
VIASAT INC	COM	92552V100	2769	80000	SH	DEFINE
VIASAT INC	COM	92552V100	7251	209449	SH	DEFINE
VIEWPOINT FINL GROUP	COM	926727108	6412	395549	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	9390	335000	SH	DEFINE
VIRGIN MEDIA INC	COM	92769L101	308128	17852158	SH	DEFINE
VISA INC	COM CL A	92826C839	133723	1469000	SH	DEFINE
VISA INC	COM CL A	92826C839	30824	338611	SH	DEFINE
VISA INC	COM CL A	92826C839	7086	77840	SH	DEFINE
VISA INC	COM CL A	92826C839	11	120	SH	DEFINE
VISA INC	COM CL A	92826C839	910	10000	SH	DEFINE
VISA INC	COM CL A	92826C839	132	1450	SH	DEFINE
VISA INC	COM CL A	92826C839	5116	56200	SH	DEFINE
VISA INC	COM CL A	92826C839	55	600	SH	DEFINE
VISA INC	COM CL A	92826C839	526	5774	SH	DEFINE
VISA INC	COM CL A	92826C839	1183	13000	SH	DEFINE
VISIONCHINA MEDIA INC	SPONS ADR	92833U103	95	20250	SH	DEFINE
VISTAPRINT N V	SHS	N93540107	952	16625	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	3154	140500	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	555	24700	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	1587	70700	SH	DEFINE
VIVUS INC	COM	928551100	87	10000	SH	DEFINE
VMWARE INC	CL A COM	928563402	3465	65000	SH	DEFINE
VMWARE INC	CL A COM	928563402	5753	107940	SH	DEFINE
VMWARE INC	CL A COM	928563402	1706	32000	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	22247	955230	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	31339	1345619	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	402	17250	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	469	20120	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	347	14900	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	24017	1032181	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	109968	4721669	SH	DEFINE
VOLCOM INC	COM	92864N101	22325	1143720	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	277	3663	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	3231	42684	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	26730	353103	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	428	5659	SH	DEFINE
VULCAN MATLS CO	COM	929160109	1693	35840	SH	DEFINE
W P CAREY & CO LLC	COM	92930Y107	400	13600	SH	DEFINE
WABASH NATL CORP	COM	929566107	23950	3416500	SH	DEFINE
WABTEC CORP	COM	929740108	2755	65400	SH	DEFINE
WABTEC CORP	COM	929740108	734	17420	SH	DEFINE
WABTEC CORP	COM	929740108	1390	33000	SH	DEFINE
WAL MART STORES INC	COM	931142103	207660	3734900	SH	DEFINE
WAL MART STORES INC	COM	931142103	13509	242970	SH	DEFINE
WAL MART STORES INC	COM	931142103	29041	522317	SH	DEFINE
WAL MART STORES INC	COM	931142103	146264	2630655	SH	DEFINE
WAL MART STORES INC	COM	931142103	33	600	SH	DEFINE
WAL MART STORES INC	COM	931142103	2360	42455	SH	DEFINE
WAL MART STORES INC	COM	931142103	172	3100	SH	DEFINE
WAL MART STORES INC	COM	931142103	61	1100	SH	DEFINE
WALGREEN CO	COM	931422109	20167	543744	SH	DEFINE
WALGREEN CO	COM	931422109	11533	310948	SH	DEFINE
WALGREEN CO	COM	931422109	52	1390	SH	DEFINE
WALGREEN CO	COM	931422109	598	16110	SH	DEFINE
WALGREEN CO	COM	931422109	356	9600	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	35148	736700	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	307	691	SH	DEFINE

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

WASTE MGMT INC DEL	COM	94106L109	537	15605	SH	DEFINE
WATERS CORP	COM	941848103	158273	2343400	SH	DEFINE
WATERS CORP	COM	941848103	1516	22450	SH	DEFINE
WATERS CORP	COM	941848103	13	190	SH	DEFINE
WATERS CORP	COM	941848103	131	1935	SH	DEFINE
WATERS CORP	COM	941848103	101	1500	SH	DEFINE
WATERS CORP	COM	941848103	1318	19517	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	64092	1534400	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	4	100	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	22346	534980	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	1417	33930	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	56134	1343876	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	678	16220	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	105263	2520070	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	3859	92395	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	3133	75000	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	6955	166509	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	61225	1465763	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	132	3160	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	29675	955400	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	16	500	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	50	1600	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	72851	4593420	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	1258	79315	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG	H27013103	652	41139	SH	DEFINE
WEBMD HEALTH CORP	COM	94770V102	5311	114500	SH	DEFINE
WEIGHT WATCHERS INTL INC NEW	COM	948626106	2146	84050	SH	DEFINE
WELLPOINT INC	COM	94973V107	378	5865	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	869077	27926650	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	25481	818791	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	78	2500	SH	OTHER
WELLS FARGO & CO NEW	COM	949746101	1606	51600	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	532430	17108941	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	66	2120	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	2248	72414	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	459	14750	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	2303	73993	SH	DEFINE
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	613669	628116	SH	DEFINE
WENDYS ARBYS GROUP INC	COM	950587105	52	10462	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	11585	500000	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	10705	462000	SH	DEFINE
WESCO INTL INC	DBCV 6.000% 9/1	95082PAH8	28032	19200000	PRN	DEFINE
WEST COAST BANCORP ORE NEW	COM	952145100	22020	8535000	SH	DEFINE
WEST MARINE INC	COM	954235107	24473	2255550	SH	DEFINE
WEST MARINE INC	COM	954235107	16041	1478396	SH	DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	144400	3442203	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	10035	450000	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	24706	1107900	SH	DEFINE
WESTERN DIGITAL CORP	COM	958102105	1779	45625	SH	DEFINE
WESTERN UN CO	COM	959802109	715	42155	SH	DEFINE
WESTFIELD FINANCIAL INC NEW	COM	96008P104	4727	514380	SH	DEFINE
WESTLAKE CHEM CORP	COM	960413102	108891	4222221	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	916	20240	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	650276	14364388	SH	DEFINE
WEYERHAEUSER CO	COM	962166104	4	84	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	160	450	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	726195	2045621	SH	DEFINE
WHITE RIVER CAPITAL INC	COM	96445P105	9899	722550	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	11119	307586	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	25532	1105290	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	6302	272828	SH	DEFINE
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	479	11900	SH	DEFINE

