

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

FRANKLIN RESOURCES INC
Form 13F-HR
May 08, 2008

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, 2008

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 6, 2008
[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: 15
 Form 13F Information Table Entry Total: 3972
 Form 13F Information Table Value Total: \$138,146,835
 (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	028-05825	Franklin Investment Advisory Services, LLC
4	028-03877	Fiduciary Trust Company International
5	028-12948	Fiduciary International, Inc.
6	028-06154	Franklin Mutual Advisers, LLC
7	028-11855	Franklin Templeton Investments (Asia) Ltd.
8	028-11753	Franklin Templeton Investments Australia Limited
9	028-06143	Franklin Templeton Investments Corp.
10	028-12310	Franklin Templeton Institutional, LLC
11	028-11761	Franklin Templeton Investment Management Limited
12	028-06174	Franklin Templeton Portfolio Advisors, Inc.
13	028-11763	Templeton Asset Management Ltd.
14	028-05454	Templeton Global Advisors Limited
15	028-01074	Templeton Investment Counsel, LLC

FORM 13F INFORMATION TABLE
 FOR THE PERIOD ENDED 03/31/2008
 REPORTING MANAGER: FRANKLIN RESOURCES, INC.

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8	COLUMN 9
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	OR AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
3COM CORP	COM	885535104	60	26000	SH			DEFINITION
3M CO	COM	88579Y101	4258	53800	SH			DEFINITION
3M CO	COM	88579Y101	717147	9060741	SH			DEFINITION
3M CO	COM	88579Y101	67673	855000	SH			DEFINITION
3M CO	COM	88579Y101	26679	337064	SH			DEFINITION
3M CO	COM	88579Y101	52	660	SH			DEFINITION
3M CO	COM	88579Y101	31164	394213	SH			DEFINITION
3M CO	COM	88579Y101	309	3900	SH			DEFINITION
3M CO	COM	88579Y101	1883	23791	SH			DEFINITION

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

A D C TELECOMMUNICATIONS	COM NEW	000886309	3324	275145	SH	DEFINE
A D C TELECOMMUNICATIONS	COM NEW	000886309	205	17000	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	39495	1467120	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	1390	51647	SH	DEFINE
ABBOTT LABS	COM	002824100	6051	109710	SH	DEFINE
ABBOTT LABS	COM	002824100	3968	71950	SH	DEFINE
ABBOTT LABS	COM	002824100	22060	400000	SH	DEFINE
ABBOTT LABS	COM	002824100	43531	789316	SH	DEFINE
ABBOTT LABS	COM	002824100	221	4000	SH	DEFINE
ABBOTT LABS	COM	002824100	13	240	SH	DEFINE
ABBOTT LABS	COM	002824100	25380	460208	SH	DEFINE
ABBOTT LABS	COM	002824100	14256	258491	SH	DEFINE
ABBOTT LABS	COM	002824100	1554	29274	SH	DEFINE
ABBOTT LABS	COM	002824100	1827	33133	SH	DEFINE
ABBOTT LABS	COM	002824100	74404	1349120	SH	DEFINE
ABBOTT LABS	COM	002824100	21310	386397	SH	DEFINE
ABINGTON BANCORP INC	COM	00350L109	5953	576850	SH	DEFINE
ABITIBIBOWATER INC	COM	003687100	21009	1627311	SH	DEFINE
ABITIBIBOWATER INC	COM	003687100	4943	382896	SH	DEFINE
ABITIBIBOWATER INC	COM	003687100	163	12589	SH	DEFINE
ABM INDS INC	COM	000957100	88833	3958695	SH	DEFINE
ABX AIR INC	COM	00080S101	5366	1825000	SH	DEFINE
ABX AIR INC	COM	00080S101	21	7000	SH	DEFINE
ACADIA PHARMACEUTICALS INC	COM	004225108	461	50900	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	6766	192370	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	16813	477920	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	5464	155370	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	112399	3195172	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	2007	56827	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	330	9380	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	1140771	32435907	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	32817	933104	SH	DEFINE
ACCENTURE LTD BERMUDA	CL A	G1150G111	1252	35600	SH	DEFINE
ACE LTD	ORD	G0070K103	129	2350	SH	DEFINE
ACE LTD	ORD	G0070K103	688	12491	SH	DEFINE
ACE LTD	ORD	G0070K103	13563	246340	SH	DEFINE
ACE LTD	ORD	G0070K103	6077	110362	SH	DEFINE
ACE LTD	ORD	G0070K103	5658	102760	SH	DEFINE
ACE LTD	ORD	G0070K103	75476	1372369	SH	DEFINE
ACE LTD	ORD	G0070K103	12831	235557	SH	DEFINE
ACE LTD	ORD	G0070K103	1584	28762	SH	DEFINE
ACE LTD	ORD	G0070K103	85123	1545998	SH	DEFINE
ACE LTD	ORD	G0070K103	277215	5034777	SH	DEFINE
ACE LTD	ORD	G0070K103	143	2590	SH	DEFINE
ACTEL CORP	COM	004934105	20055	1310428	SH	DEFINE
ACTIVISION INC NEW	COM NEW	004930202	218168	7988589	SH	DEFINE
ACTIVISION INC NEW	COM NEW	004930202	232	8492	SH	DEFINE
ACTIVISION INC NEW	COM NEW	004930202	574	21000	SH	DEFINE
ACTIVISION INC NEW	COM NEW	004930202	2478	90720	SH	DEFINE
ADOBE SYS INC	COM	00724F101	71800	2017420	SH	DEFINE
ADOBE SYS INC	COM	00724F101	26175	735456	SH	DEFINE
ADOBE SYS INC	COM	00724F101	285	8000	SH	DEFINE
ADOBE SYS INC	COM	00724F101	456	12800	SH	DEFINE
ADOBE SYS INC	COM	00724F101	128	3600	SH	DEFINE
ADOBE SYS INC	COM	00724F101	331	9305	SH	DEFINE
ADOBE SYS INC	COM	00724F101	477	13400	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	736	131000	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	3852	685411	SH	DEFINE
ADVANCED ANALOGIC TECHNOLOGI	COM	00752J108	266	47300	SH	DEFINE
ADVANCED LIFE SCIENCES HLDGS	COM	00765H107	339	377400	SH	DEFINE
ADVANCED MEDICAL OPTICS INC	COM	00763M108	1031	50780	SH	DEFINE
ADVANCED MEDICAL OPTICS INC	COM	00763M108	1804	88888	SH	DEFINE

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

AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	1475	56700	SH	DEFINE
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	5509	161000	SH	DEFINE
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	2	49	SH	DEFINE
AEGON N V	ORD AMER REG	007924103	317	21680	SH	DEFINE
AEGON N V	ORD AMER REG	007924103	1	97	SH	DEFINE
AERCAP HOLDINGS NV	SHS	N00985106	206	11700	SH	DEFINE
AEROPOSTALE	COM	007865108	5690	209900	SH	DEFINE
AEROPOSTALE	COM	007865108	40	1458	SH	DEFINE
AES CORP	COM	00130H105	1636	98156	SH	DEFINE
AETERNA ZENTARIS INC	COM	007975204	413	400600	SH	DEFINE
AETNA INC NEW	COM	00817Y108	409	9724	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	128820	1419659	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	13352	147147	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	218	2400	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2072	22835	SH	DEFINE
AFFYMAX INC	COM	00826A109	398	28200	SH	DEFINE
AFFYMETRIX INC	NOTE	0.750%12/100826TAF5	9675	10000000	PRN	DEFINE
AFLAC INC	COM	001055102	200731	3090550	SH	DEFINE
AFLAC INC	COM	001055102	77739	1196970	SH	DEFINE
AFLAC INC	COM	001055102	5521	85000	SH	DEFINE
AFLAC INC	COM	001055102	37093	571103	SH	DEFINE
AFLAC INC	COM	001055102	2695	41500	SH	DEFINE
AFLAC INC	COM	001055102	40	620	SH	DEFINE
AFLAC INC	COM	001055102	4487	69090	SH	DEFINE
AFLAC INC	COM	001055102	266	4100	SH	DEFINE
AFLAC INC	COM	001055102	1802	27748	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	30686	1028680	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	11932	400000	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	3820	128055	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	224	7500	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	0	1	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	0	8	SH	DEFINE
AGL RES INC	COM	001204106	94552	2755000	SH	DEFINE
AGL RES INC	COM	001204106	21	600	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	88023	1300000	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	14	200	SH	DEFINE
AGRIUM INC	COM	008916108	500	8050	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	1932	21000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	46000	500000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	11452	124479	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	161	1750	SH	OTHER
AIRGAS INC	COM	009363102	40123	882400	SH	DEFINE
AIRGAS INC	COM	009363102	39	861	SH	DEFINE
AK STL HLDG CORP	COM	001547108	610	11200	SH	DEFINE
ALAMO GROUP INC	COM	011311107	2306	108400	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	26499	1350600	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	9810	500000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	0	16	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	67520	2463329	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	7	250	SH	DEFINE
ALBERTO CULVER CO NEW	COM	013078100	66	2400	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	258	44799	SH	DEFINE
ALCATEL-LUCENT	SPONSORED ADR	013904305	1	189	SH	DEFINE
ALCOA INC	COM	013817101	3862	107100	SH	DEFINE
ALCOA INC	COM	013817101	43144	1196440	SH	DEFINE
ALCOA INC	COM	013817101	5565	154339	SH	DEFINE
ALCOA INC	COM	013817101	302151	8379133	SH	DEFINE
ALCOA INC	COM	013817101	1975	54937	SH	DEFINE
ALCOA INC	COM	013817101	1849	51265	SH	DEFINE
ALCON INC	COM SHS	H01301102	14225	100000	SH	DEFINE
ALCON INC	COM SHS	H01301102	213	1500	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	5777	134095	SH	DEFINE

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

ALEXANDERS INC	COM		014752109	1	3	SH	DEFINE
ALEXANDERS INC	COM		014752109	182143	513771	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM		015351109	4614	77811	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM		015351109	320	5400	SH	DEFINE
ALLEGHANY CORP DEL	COM		017175100	36	102	SH	DEFINE
ALLEGHANY CORP DEL	COM		017175100	282153	826240	SH	DEFINE
ALLEGIANT TRAVEL CO	COM		01748X102	8785	332500	SH	DEFINE
ALLERGAN INC	COM		018490102	6925	122812	SH	DEFINE
ALLERGAN INC	COM		018490102	45112	800000	SH	DEFINE
ALLERGAN INC	COM		018490102	10440	185145	SH	DEFINE
ALLERGAN INC	COM		018490102	406	7200	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM		018581108	2029	42700	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM		018581108	45	950	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM		018581108	188649	3970771	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM		018581108	2	40	SH	DEFINE
ALLIANCE ONE INTL INC	COM		018772103	22174	3671200	SH	DEFINE
ALLIANCE ONE INTL INC	COM		018772103	6663	1103110	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN		01881G106	4535	71550	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN		01881G106	19066	300819	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN		01881G106	1055	16650	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN		01881G106	1363	21500	SH	DEFINE
ALLIANCEBERNSTEIN INCOME FUN	COM		01881E101	108	13166	SH	DEFINE
ALLIANT ENERGY CORP	COM		018802108	50940	1455000	SH	DEFINE
ALLIANT ENERGY CORP	COM		018802108	91	2600	SH	DEFINE
ALLIED CAP CORP NEW	COM		01903Q108	314	17030	SH	DEFINE
ALLIED IRISH BKS P L C	SPON ADR ORD		019228402	1909	44206	SH	DEFINE
ALLIED IRISH BKS P L C	SPON ADR ORD		019228402	173	4000	SH	DEFINE
ALLIED IRISH BKS P L C	SPON ADR ORD		019228402	5358	124090	SH	DEFINE
ALLOS THERAPEUTICS INC	COM		019777101	1259	206959	SH	DEFINE
ALLSTATE CORP	COM		020002101	6056	126000	SH	DEFINE
ALLSTATE CORP	COM		020002101	5859	121909	SH	DEFINE
ALLSTATE CORP	COM		020002101	17341	360828	SH	DEFINE
ALLSTATE CORP	COM		020002101	96	2000	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	4898	220460	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	17120	237522	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	312	7200	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	284203	12801317	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	8	350	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	4597	207057	SH	DEFINE
ALTRIA GROUP INC	COM		02209S103	64	2900	SH	DEFINE
ALUMINA LTD	SPONSORED ADR		022205108	4692	230217	SH	DEFINE
ALZA CORP	SDCV	7/202261WAB5		13444	15000000	PRN	DEFINE
AMAG PHARMACEUTICALS INC	COM		00163U106	2093	51800	SH	DEFINE
AMAG PHARMACEUTICALS INC	COM		00163U106	2008	49656	SH	DEFINE
AMAG PHARMACEUTICALS INC	COM		00163U106	137	3400	SH	DEFINE
AMAZON COM INC	COM		023135106	7145	100210	SH	DEFINE
AMAZON COM INC	COM		023135106	178	2500	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	62	1131	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	729	13400	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	299	5500	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	15356	282219	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	42	780	SH	DEFINE
AMB PROPERTY CORP	COM		00163T109	163	3000	SH	DEFINE
AMBAC FINL GROUP INC	COM		023139108	434	75400	SH	DEFINE
AMBAC FINL GROUP INC	COM		023139108	1	100	SH	DEFINE
AMDOCS LTD	ORD		G02602103	1339	47200	SH	DEFINE
AMEDISYS INC	COM		023436108	1035	26301	SH	DEFINE
AMEREN CORP	COM		023608102	719543	16338530	SH	DEFINE
AMEREN CORP	COM		023608102	2874	65258	SH	DEFINE
AMEREN CORP	COM		023608102	34	780	SH	DEFINE
AMEREN CORP	COM		023608102	599	13590	SH	DEFINE
AMEREN CORP	COM		023608102	233	5300	SH	DEFINE

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

AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	162089	2544960	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	57733	906476	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	940	14760	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	56238	883000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	556	8723	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	488683	7673490	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1720	27000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	3853	60500	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	25318	1235000	SH	DEFINE
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	517	29500	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	465165	11173800	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	2731	65595	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	83	2000	SH	OTHER
AMERICAN ELEC PWR INC	COM	025537101	200	4800	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	15	350	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	25298	578690	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	21053	481545	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	33509	766443	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	15	350	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	271	6200	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	109	2500	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	191891	4436777	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	29458	681290	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	66891	1546615	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	1730	40000	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	251760	5821211	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	12477	288891	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	9953	230128	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	28532	659708	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	123586	2860092	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	3704	86536	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	2005	46350	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	904842	20921192	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	43384	1003092	SH	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	1659	38360	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	79057	5571330	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	5208	366990	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	397	28000	SH	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	13160	927450	SH	DEFINE
AMERICAN MED SYS HLDGS INC	NOTE	3.250% 7/002744MAA6	14700	15000000	PRN	DEFINE
AMERICAN NATL INS CO	COM	028591105	88561	830000	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	10947	685500	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	125346	3196774	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	4509	115000	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	17285	440830	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	2429	61960	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	586	14957	SH	DEFINE
AMERICAN TOWER CORP	CL A	029912201	1608	41000	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	22742	1106110	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	3748	72284	SH	DEFINE
AMETEK INC NEW	COM	031100100	172095	3919260	SH	DEFINE
AMETEK INC NEW	COM	031100100	1187	27035	SH	DEFINE
AMETEK INC NEW	COM	031100100	2734	62258	SH	DEFINE
AMGEN INC	COM	031162100	172324	4124670	SH	DEFINE
AMGEN INC	COM	031162100	38939	932000	SH	DEFINE
AMGEN INC	COM	031162100	8333	199453	SH	DEFINE
AMGEN INC	COM	031162100	15026	359850	SH	DEFINE
AMGEN INC	COM	031162100	7871	188400	SH	DEFINE
AMGEN INC	COM	031162100	37299	892740	SH	DEFINE
AMGEN INC	COM	031162100	130696	3130221	SH	DEFINE
AMGEN INC	COM	031162100	3721	89776	SH	DEFINE
AMGEN INC	COM	031162100	2099	50250	SH	DEFINE

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

AMGEN INC	COM	031162100	849076	20322542	SH	DEFINE
AMGEN INC	COM	031162100	41825	1001066	SH	DEFINE
AMGEN INC	COM	031162100	1085	25980	SH	DEFINE
AMGEN INC	NOTE	0.375% 2/0031162AQ3	30366	35000000	PRN	DEFINE
AMICUS THERAPEUTICS INC	COM	03152W109	587	54800	SH	DEFINE
AMR CORP	COM	001765106	18040	2000000	SH	DEFINE
AMR CORP	COM	001765106	4	488	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	5912	93790	SH	DEFINE
ANADIGICS INC	COM	032515108	3421	521551	SH	DEFINE
ANADIGICS INC	COM	032515108	235	35800	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	171	5800	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	744	25216	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	5744	2735200	SH	DEFINE
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	13312	6339020	SH	DEFINE
ANGLO AMERN PLC	ADR NEW	03485P201	9289	312021	SH	DEFINE
ANGLO AMERN PLC	ADR NEW	03485P201	40	1346	SH	DEFINE
ANGLO AMERN PLC	ADR NEW	03485P201	2	60	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	164090	4831973	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	107	3150	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	38149	803920	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	37821	797067	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	30	640	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	4745	99849	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	218	4600	SH	DEFINE
ANHEUSER BUSCH COS INC	COM	035229103	1707	35974	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	95	6200	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	9301	607140	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	418	27300	SH	DEFINE
ANSOFT CORP	COM	036384105	6606	216450	SH	DEFINE
ANSOFT CORP	COM	036384105	476	15600	SH	DEFINE
ANSYS INC	COM	03662Q105	9593	277900	SH	DEFINE
AON CORP	COM	037389103	6639	165150	SH	DEFINE
AON CORP	COM	037389103	48	1200	SH	DEFINE
AON CORP	COM	037389103	3813	94851	SH	DEFINE
AON CORP	COM	037389103	25225	627490	SH	DEFINE
AON CORP	COM	037389103	104012	2590846	SH	DEFINE
AON CORP	COM	037389103	2613	65989	SH	DEFINE
AON CORP	COM	037389103	1750	43530	SH	DEFINE
AON CORP	COM	037389103	9302	231381	SH	DEFINE
AON CORP	COM	037389103	25011	622153	SH	DEFINE
APACHE CORP	COM	037411105	7044	58300	SH	DEFINE
APACHE CORP	COM	037411105	43897	363323	SH	DEFINE
APACHE CORP	COM	037411105	604	5000	SH	DEFINE
APACHE CORP	COM	037411105	628	5200	SH	DEFINE
APEX SILVER MINES LTD	ORD	G04074103	2424	200000	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	36148	2347300	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	1115	25820	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	30	686	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	5424	125550	SH	DEFINE
APOLLO INVT CORP	COM	03761U106	3166	200000	SH	DEFINE
APOLLO INVT CORP	COM	03761U106	121	7629	SH	DEFINE
APPLE INC	COM	037833100	159338	1110380	SH	DEFINE
APPLE INC	COM	037833100	114800	800000	SH	DEFINE
APPLE INC	COM	037833100	72404	504556	SH	DEFINE
APPLE INC	COM	037833100	709	4940	SH	DEFINE
APPLE INC	COM	037833100	23	160	SH	DEFINE
APPLE INC	COM	037833100	397	2770	SH	DEFINE
APPLE INC	COM	037833100	144	1000	SH	DEFINE
APPLE INC	COM	037833100	599	4176	SH	DEFINE
APPLE INC	COM	037833100	2533	17650	SH	DEFINE
APPLERA CORP	COM AP BIO GRP	038020103	2291	69700	SH	DEFINE
APPLERA CORP	COM AP BIO GRP	038020103	877	26700	SH	DEFINE

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

APPLERA CORP	COM AP BIO GRP	038020103	1728	52600	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	41196	1378250	SH	DEFINE
APPLIED MATLS INC	COM	038222105	577	29550	SH	DEFINE
APPLIED MATLS INC	COM	038222105	3003	153900	SH	DEFINE
APTARGROUP INC	COM	038336103	38914	999600	SH	DEFINE
AQUA AMERICA INC	COM	03836W103	223	11866	SH	DEFINE
AQUILA INC	COM	03840P102	673	209710	SH	DEFINE
AQUILA INC	COM	03840P102	27	8350	SH	DEFINE
AQUILA INC	COM	03840P102	52334	16303488	SH	DEFINE
AQUILA INC	COM	03840P102	28842	8984997	SH	DEFINE
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	11592	169815	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	12673	840400	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	2051	25070	SH	DEFINE
ARCH COAL INC	COM	039380100	12393	284900	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	10317	250658	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	23	648	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	6781	190910	SH	DEFINE
ARIAD PHARMACEUTICALS INC	COM	04033A100	3267	970100	SH	DEFINE
ARIES MARITIME TRNSPRT LTD	SHS	G0474B105	3526	613200	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	15930	500000	SH	DEFINE
ARLINGTON TANKERS LTD	COM	G04899103	3806	181200	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	10154	284738	SH	DEFINE
ARMSTRONG WORLD INDS INC NEW	COM	04247X102	33077	927611	SH	DEFINE
ARQULE INC	COM	04269E107	3386	790800	SH	DEFINE
ARQULE INC	COM	04269E107	300	70000	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	144	24696	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	2785	478600	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	204	35000	SH	DEFINE
ARRIS GROUP INC	COM	04269Q100	94	16200	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	0	9	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	291	8640	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	8613	2219720	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	585	150700	SH	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	7776	2004964	SH	DEFINE
ASHLAND INC NEW	COM	044209104	12014	253994	SH	DEFINE
ASHLAND INC NEW	COM	044209104	1	31	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	64300	2437450	SH	DEFINE
ASSISTED LIVING CONCPT NEV N	CL A	04544X102	6094	1034710	SH	DEFINE
ASSURANT INC	COM	04621X108	48731	800700	SH	DEFINE
ASSURANT INC	COM	04621X108	19964	328030	SH	DEFINE
ASSURANT INC	COM	04621X108	227	3725	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	1453	38255	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	1	22	SH	DEFINE
AT&T INC	COM	00206R102	1828908	47752482	SH	DEFINE
AT&T INC	COM	00206R102	47207	1232563	SH	DEFINE
AT&T INC	COM	00206R102	192	5000	SH	DEFINE
AT&T INC	COM	00206R102	52	1366	SH	DEFINE
AT&T INC	COM	00206R102	29178	763217	SH	DEFINE
AT&T INC	COM	00206R102	25524	666411	SH	DEFINE
AT&T INC	COM	00206R102	3713	96951	SH	DEFINE
AT&T INC	COM	00206R102	1427	37255	SH	DEFINE
AT&T INC	COM	00206R102	8518	222390	SH	DEFINE
AT&T INC	COM	00206R102	306	8000	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	10609	509070	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	2263	108595	SH	DEFINE
ATHEROS COMMUNICATIONS INC	COM	04743P108	133	6400	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	14233	420721	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	40002	1568700	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	129285	5070000	SH	DEFINE
ATMOS ENERGY CORP	COM	049560105	20	765	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	30570	333300	SH	DEFINE
AUTODESK INC	COM	052769106	28366	901090	SH	DEFINE

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

AUTODESK INC	COM	052769106	4847	153965	SH	DEFINE
AUTODESK INC	COM	052769106	666	21160	SH	DEFINE
AUTODESK INC	COM	052769106	188	5987	SH	DEFINE
AUTODESK INC	COM	052769106	1165	37000	SH	DEFINE
AUTOLIV INC	COM	052800109	1928	38400	SH	DEFINE
AUTOLIV INC	COM	052800109	12630	251600	SH	DEFINE
AUTOLIV INC	COM	052800109	3	67	SH	DEFINE
AUTOLIV INC	COM	052800109	1023	20373	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	29673	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	9873	232906	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	178	4210	SH	OTHER
AUTOMATIC DATA PROCESSING IN	COM	053015103	2	50	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	222	2300	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	249	2584	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	1573	16300	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	763	7900	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	41207	427198	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	82	845	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	434	4500	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	28925	587710	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	22754	462000	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	563	11425	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	48	970	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	859	17450	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	291	5900	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	34	700	SH	DEFINE
AVISTA CORP	COM	05379B107	11867	606700	SH	DEFINE
AVOCENT CORP	COM	053893103	33514	1983100	SH	DEFINE
AVON PRODS INC	COM	054303102	18625	471032	SH	DEFINE
AVON PRODS INC	COM	054303102	491	12430	SH	DEFINE
AVON PRODS INC	COM	054303102	1551	39220	SH	DEFINE
AXA	SPONSORED ADR	054536107	675	18696	SH	DEFINE
AXA	SPONSORED ADR	054536107	387	10718	SH	DEFINE
AXA	SPONSORED ADR	054536107	31548	871734	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1	38	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1168	34370	SH	DEFINE
BAIDU COM INC	SPON ADR REP A	056752108	6805	28400	SH	DEFINE
BAIDU COM INC	SPON ADR REP A	056752108	36	150	SH	DEFINE
BAKER HUGHES INC	COM	057224107	5675	82900	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1093	15955	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	5862	228264	SH	DEFINE
BALL CORP	COM	058498106	458	9980	SH	DEFINE
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	2339	106365	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	493987	17794919	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	19894	716636	SH	DEFINE
BANCO LATINOAMERICANO DE EXP	CL E	P16994132	18173	1180063	SH	DEFINE
BANCO MACRO SA	SPON ADR B	05961W105	292	11500	SH	DEFINE
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	3993	76400	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	155	7752	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	18544	934653	SH	DEFINE
BANK HAWAII CORP	COM	062540109	653	13178	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	639	14132	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	6207	163727	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1210501	31930875	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	37526	989864	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	227	6000	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	7206	190090	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	7041	185645	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	5209	137412	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	23416	617748	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	90780	2394086	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2719	71723	SH	DEFINE

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

BANK OF AMERICA CORPORATION	COM	060505104	547	14440	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	34079	898939	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	16606	438027	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	523	13800	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4194	100500	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	18579	445209	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	108	2600	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	25438	609590	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	44724	1071756	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	31971	766134	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	453	10849	SH	DEFINE
BANKUNITED FINL CORP	CL A	06652B103	119	23850	SH	DEFINE
BANKUNITED FINL CORP	CL A	06652B103	1864	372090	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	76	2100	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	4100	113257	SH	DEFINE
BARD C R INC	COM	067383109	72248	749465	SH	DEFINE
BARD C R INC	COM	067383109	1701	17642	SH	DEFINE
BARD C R INC	COM	067383109	1169	12125	SH	DEFINE
BARNES & NOBLE INC	COM	067774109	218	7100	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	154908	3278680	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	5403	114340	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	369	7800	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	9913	209841	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	145888	3357183	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	608	13984	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	8723	706900	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	12	1000	SH	DEFINE
BAXTER INTL INC	COM	071813109	3303	57130	SH	DEFINE
BAXTER INTL INC	COM	071813109	23128	400000	SH	DEFINE
BAXTER INTL INC	COM	071813109	3445	59583	SH	DEFINE
BAXTER INTL INC	COM	071813109	202	3500	SH	DEFINE
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M100	21523	3039950	SH	DEFINE
BCE INC	COM NEW	05534B760	5161	152996	SH	DEFINE
BCE INC	COM NEW	05534B760	827	24526	SH	DEFINE
BEA SYS INC	COM	073325102	96	5000	SH	DEFINE
BEA SYS INC	COM	073325102	294289	15367700	SH	DEFINE
BEARINGPOINT INC	COM	074002106	20891	12435368	SH	DEFINE
BEARINGPOINT INC	COM	074002106	612	364300	SH	DEFINE
BEAZER HOMES USA INC	COM	07556Q105	29934	3168608	SH	DEFINE
BECKMAN COULTER INC	COM	075811109	432	6700	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	111872	1303112	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1309	15247	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	1914	22300	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	112	1300	SH	DEFINE
BED BATH & BEYOND INC	COM	075896100	2069	70150	SH	DEFINE
BEMIS INC	COM	081437105	83247	3273589	SH	DEFINE
BEMIS INC	COM	081437105	9148	359726	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	38976	2171350	SH	DEFINE
BERKLEY W R CORP	COM	084423102	1131	40859	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	24546	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	6670	50	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	534535	4007	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	613	137	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	26412	5905	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	925480	206912	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	22	5	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	447	100	SH	DEFINE
BEST BUY INC	COM	086516101	35825	864079	SH	DEFINE
BEST BUY INC	COM	086516101	17411	419946	SH	DEFINE
BEST BUY INC	COM	086516101	1578	38058	SH	DEFINE
BEST BUY INC	COM	086516101	249	6000	SH	DEFINE
BEST BUY INC	SDCV 2.250% 1/10	086516AF8	39598	36665000	PRN	DEFINE

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

BEVERLY HILLS BANCORP DEL	COM	087866109	2199	869088	SH	DEFINE
BFC FINL CORP	CL A	055384200	1210	1000000	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	6236	94695	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	5052	86000	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	11127	1269260	SH	DEFINE
BIG LOTS INC	COM	089302103	34565	1550000	SH	DEFINE
BIODEL INC	COM	09064M105	1645	151700	SH	DEFINE
BIOFORM MEDICAL INC	COM	09065G107	1545	335200	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	9153	148422	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	24676	400000	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	4122	66813	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	196	3170	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	7577	214300	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	6077	171826	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	410	11600	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	531	15000	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE	1.875% 4/209061GAD3	15050	8000000	PRN	DEFINE
BIOVAIL CORP	COM	09067J109	153	14400	SH	DEFINE
BJ SVCS CO	COM	055482103	5858	205468	SH	DEFINE
BJS RESTAURANTS INC	COM	09180C106	9463	656700	SH	DEFINE
BLACK & DECKER CORP	COM	091797100	3225	48788	SH	DEFINE
BLACKROCK INC	COM	09247X101	39215	192060	SH	DEFINE
BLACKROCK INC	COM	09247X101	118	580	SH	DEFINE
BLACKROCK INC	COM	09247X101	306	1500	SH	DEFINE
BLACKROCK MUNIHLDGS FD INC	COM	09254A101	155	13000	SH	DEFINE
BLACKROCK MUNIYIELD N Y INSD	COM	09255E102	147	11922	SH	DEFINE
BLACKROCK NY INS MUN INC TR	COM	09249U105	496	36750	SH	DEFINE
BLOCK H & R INC	COM	093671105	965	46500	SH	DEFINE
BLOCK H & R INC	COM	093671105	129540	6239729	SH	DEFINE
BMB MUNAI INC	COM	09656A105	8184	1509355	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	360	11060	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	8850	272150	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	7700	236790	SH	DEFINE
BOB EVANS FARMS INC	COM	096761101	8920	323300	SH	DEFINE
BOEING CO	COM	097023105	56873	764820	SH	DEFINE
BOEING CO	COM	097023105	77717	1045000	SH	DEFINE
BOEING CO	COM	097023105	17369	233552	SH	DEFINE
BOEING CO	COM	097023105	35	470	SH	DEFINE
BOEING CO	COM	097023105	1979	26857	SH	DEFINE
BOEING CO	COM	097023105	275	3700	SH	DEFINE
BOEING CO	COM	097023105	2206	29657	SH	DEFINE
BOEING CO	COM	097023105	491	6600	SH	DEFINE
BORGWARNER INC	COM	099724106	1377	32000	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	442	4800	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	314	3415	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	2228	24200	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	1105	12000	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	57071	619893	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	101	1102	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	589	6400	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	208	16136	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	5454	423800	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	23035	1789820	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	50851	3950922	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	2222	176196	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	1133	88010	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	669535	52022927	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	27191	2112764	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	15858	1258600	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	3450	273838	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	223	17700	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	19337	1534784	SH	DEFINE

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

BP PLC	SPONSORED ADR	055622104	2851	47000	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	463835	7647800	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	21240	350200	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	62102	1023938	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	26725	440679	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	7616	125577	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	25701	428915	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	11	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	24521	404310	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	245	4032	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	5633	60326	SH	DEFINE
BRADY CORP	CL A	104674106	242458	7252722	SH	DEFINE
BRADY CORP	CL A	104674106	67	2000	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	19214	1073400	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	7	365	SH	DEFINE
BRINKS CO	COM	109696104	252	3750	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	344388	16168440	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	17622	827331	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	151471	7111164	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	772	36238	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	18433	865381	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	90910	4266143	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	2100	97768	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	1608	75500	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	176824	8301608	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	18073	848521	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	256	12000	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	94982	1769750	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	3886	72400	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	754	14055	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	6498	121080	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	187	3480	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	23	305	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	6443	85050	SH	DEFINE
BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	2	51	SH	DEFINE
BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	17393	390507	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	469	26662	SH	DEFINE
BROOKDALE SR LIVING INC	COM	112463104	1324	55400	SH	DEFINE
BROOKDALE SR LIVING INC	COM	112463104	36	1500	SH	DEFINE
BROWN & BROWN INC	COM	115236101	6695	385220	SH	DEFINE
BROWN FORMAN CORP	CL A	115637100	46468	671120	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	232	3500	SH	DEFINE
BROWN FORMAN CORP	CL B	115637209	104255	1574365	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	48037	3187581	SH	DEFINE
BRUNSWICK CORP	COM	117043109	33355	2088600	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	302	6560	SH	DEFINE
BUNGE LIMITED	COM	G16962105	16072	184994	SH	DEFINE
BUNGE LIMITED	COM	G16962105	15866	182579	SH	DEFINE
BUNGE LIMITED	COM	G16962105	16210	186576	SH	DEFINE
BUNGE LIMITED	COM	G16962105	204	2350	SH	DEFINE
BUNGE LIMITED	COM	G16962105	6	73	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	46479	504000	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	45629	494782	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	316	3430	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	646	7000	SH	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	28	300	SH	SOLE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	205072	3769712	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1700	31250	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	2479	45573	SH	DEFINE
CA INC	COM	12673P105	275	12242	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	17	800	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	82895	3868183	SH	DEFINE

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

CABOT CORP	COM	127055101	26558	948500	SH	DEFINE
CABOT CORP	COM	127055101	282	10070	SH	DEFINE
CADBURY SCHWEPPE PLC	ADR	127209302	260	5875	SH	DEFINE
CADBURY SCHWEPPE PLC	ADR	127209302	3	57	SH	DEFINE
CADBURY SCHWEPPE PLC	ADR	127209302	18071	406360	SH	DEFINE
CADBURY SCHWEPPE PLC	ADR	127209302	77	1750	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	630	59000	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	1624	152092	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	650	60830	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	33626	3148505	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	817	76600	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	1018	95346	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	225354	21100587	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	8014	750379	SH	DEFINE
CADENCE DESIGN SYSTEM INC	COM	127387108	703	65852	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	5564	935294	SH	DEFINE
CAL DIVE INTL INC	NOTE	3.250%12/1127914AB5	12275	10000000	PRN	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	25596	1952913	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	165	3284	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	863	17200	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	432	8600	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	23194	462156	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	231	4600	SH	DEFINE
CAMECO CORP	COM	13321L108	4261	129370	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	217	5200	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	837	24664	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	24306	503030	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	24160	500000	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	10379	214807	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	281	5809	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	32145	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	53	818	SH	DEFINE
CANON INC	ADR	138006309	11891	256439	SH	DEFINE
CANON INC	ADR	138006309	7184	154937	SH	DEFINE
CANON INC	ADR	138006309	139	3000	SH	DEFINE
CAPE BANCORP INC	COM	139209100	142	14605	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	13668	277688	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	899	18272	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	34850	3603923	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	956	98880	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	111	11481	SH	DEFINE
CAPITALSOURCE INC	COM	14055X102	3	289	SH	DEFINE
CAPITALSOURCE INC	DCV	4.000% 7/114055XAE2	34041	48990000	PRN	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	15753	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	1255	23895	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	767	14610	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	3874	73777	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	2437	290028	SH	DEFINE
CAREER EDUCATION CORP	COM	141665109	183	14376	SH	DEFINE
CARLISLE COS INC	COM	142339100	233997	6997524	SH	DEFINE
CARLISLE COS INC	COM	142339100	17	500	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	48690	1202826	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	22871	565000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	321	7930	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	4526	111810	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	1892	47691	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	89135	2206555	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	2370	58550	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	12823	316770	SH	DEFINE
CARNIVAL CORP	DCV	2.000% 4/1143658AN2	19823	18000000	PRN	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	19247	1759846	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	36155	1599800	SH	DEFINE

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

CATERPILLAR INC DEL	COM	149123101	34189	436700	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	13068	166919	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	1591	20750	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	2075	26507	SH	DEFINE
CATO CORP NEW	CL A	149205106	6723	450000	SH	DEFINE
CAVALIER HOMES INC	COM	149507105	683	432000	SH	DEFINE
CBS CORP NEW	CL B	124857202	1436	65058	SH	DEFINE
CBS CORP NEW	CL B	124857202	155	7000	SH	DEFINE
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	893	38425	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1976	50600	SH	DEFINE
CELANESE CORP DEL	PFD 4.25% CONV	150870202	18902	375000	SH	DEFINE
CELESTICA INC	SUB VTG SHS	15101Q108	2310	343812	SH	DEFINE
CELGENE CORP	COM	151020104	174111	2841290	SH	DEFINE
CELGENE CORP	COM	151020104	1532	25000	SH	DEFINE
CELGENE CORP	COM	151020104	63266	1032235	SH	DEFINE
CELGENE CORP	COM	151020104	2177	35520	SH	DEFINE
CELGENE CORP	COM	151020104	516	8417	SH	DEFINE
CELGENE CORP	COM	151020104	1961	32000	SH	DEFINE
CELGENE CORP	NOTE 1.750% 6/01	151020AC8	12650	2500000	PRN	DEFINE
CELLCOM ISRAEL LTD	SHS	M2196U109	1682	53500	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	21483	822483	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	2112	80861	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	2387	91400	SH	DEFINE
CEMEX SAB DE CV	SPON ADR NEW	151290889	107	4098	SH	DEFINE
CENTENNIAL BK HLDGS INC DEL	COM	151345303	67553	10756119	SH	DEFINE
CENTENNIAL COMMUNCTNS CORP N	CL A NEW	15133V208	4919	832400	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	122388	8576600	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	63	4400	SH	DEFINE
CENTERPOINT ENERGY INC	NOTE 3.750% 5/11	15189TAM9	12688	10000000	PRN	DEFINE
CENTURYTEL INC	COM	156700106	490	14729	SH	DEFINE
CEPHALON INC	COM	156708109	7315	113600	SH	DEFINE
CEPHALON INC	COM	156708109	3	42	SH	DEFINE
CERNER CORP	COM	156782104	60716	1628645	SH	DEFINE
CERNER CORP	COM	156782104	319	8545	SH	DEFINE
CERNER CORP	COM	156782104	1098	29447	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	21373	4425000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	5936	264996	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	119	5300	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	12977	579340	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	3458	154360	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	40876	1824806	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	7064	315373	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	24583	1086784	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	3172	141590	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	397075	17726544	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	299990	13392420	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	903	40310	SH	DEFINE
CHECKPOINT SYS INC	COM	162825103	285	10600	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	34499	1447109	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5245	113650	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	40758	883357	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	11882	257470	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	1991	43142	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	545	11800	SH	DEFINE
CHESAPEAKE ENERGY CORP	PFD CONV	165167842	630	5350	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	511079	5987479	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	49739	582701	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	16465	193030	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	8450	98990	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	25810	302687	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	96784	1133766	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	3611	42312	SH	DEFINE

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

CHEVRON CORP NEW	COM	166764100	371	4350	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	218673	2561770	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	5012	58720	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	2071	24260	SH	DEFINE
CHICOS FAS INC	COM	168615102	121	17000	SH	DEFINE
CHICOS FAS INC	COM	168615102	2778	391660	SH	DEFINE
CHICOS FAS INC	COM	168615102	876	123200	SH	DEFINE
CHICOS FAS INC	COM	168615102	15175	2139044	SH	DEFINE
CHICOS FAS INC	COM	168615102	551	78841	SH	DEFINE
CHICOS FAS INC	COM	168615102	363	51100	SH	DEFINE
CHICOS FAS INC	COM	168615102	198059	27856393	SH	DEFINE
CHICOS FAS INC	COM	168615102	8022	1128281	SH	DEFINE
CHICOS FAS INC	COM	168615102	227	31860	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	1704	32724	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	15655	208700	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	6157	82085	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	9	123	SH	DEFINE
CHINA NEPSTAR CHAIN DRUGSTOR	SPONSORED ADR	16943C109	180	13200	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	739	18650	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	9870	155560	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	21376	188450	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	17063	150430	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	216	1900	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	189	1662	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	128226	1320690	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	891	9175	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	1591	16382	SH	DEFINE
CHIQUITA BRANDS INTL INC	COM	170032809	18719	810000	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	26151	2617700	SH	DEFINE
CHROMCRAFT REVINGTON INC	COM	171117104	880	200000	SH	DEFINE
CHUBB CORP	COM	171232101	16625	336000	SH	DEFINE
CHUBB CORP	COM	171232101	12437	251353	SH	DEFINE
CHUBB CORP	COM	171232101	49	1000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	94	3598	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	3557	136705	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	1041	40000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	8392	322516	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	6736	258882	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	52738	2026831	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	1765	67820	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	13164	508082	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	465316	17883006	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	243030	9340114	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	265	10200	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304	2	91	SH	SOLE
CHURCH & DWIGHT INC	COM	171340102	1258	23196	SH	DEFINE
CIGNA CORP	COM	125509109	1929	47540	SH	DEFINE
CIGNA CORP	COM	125509109	5	120	SH	DEFINE
CIGNA CORP	COM	125509109	3834	94500	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	301	5499	SH	DEFINE
CINCINNATI FINL CORP	COM	172062101	829	21800	SH	DEFINE
CINTAS CORP	COM	172908105	73147	2562978	SH	DEFINE
CINTAS CORP	COM	172908105	475	16650	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	43078	931410	SH	DEFINE
CISCO SYS INC	COM	17275R102	163440	6784590	SH	DEFINE
CISCO SYS INC	COM	17275R102	37219	1545000	SH	DEFINE
CISCO SYS INC	COM	17275R102	64405	2673529	SH	DEFINE
CISCO SYS INC	COM	17275R102	120	5000	SH	OTHER
CISCO SYS INC	COM	17275R102	1686	70000	SH	DEFINE
CISCO SYS INC	COM	17275R102	42	1740	SH	DEFINE
CISCO SYS INC	COM	17275R102	3288	136500	SH	DEFINE
CISCO SYS INC	COM	17275R102	793	32924	SH	DEFINE

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

CISCO SYS INC	COM	17275R102	4392	182300	SH	DEFINE
CISCO SYS INC	COM	17275R102	687	28502	SH	DEFINE
CISCO SYS INC	COM	17275R102	526	21820	SH	DEFINE
CISCO SYS INC	COM	17275R102	116743	4846105	SH	DEFINE
CIT GROUP INC	COM	125581108	28077	2369400	SH	DEFINE
CIT GROUP INC	UNIT 99/99/9999	125581405	22145	1845400	SH	DEFINE
CITADEL BROADCASTING CORP	COM	17285T106	19	11498	SH	DEFINE
CITIGROUP INC	COM	172967101	2581	120500	SH	DEFINE
CITIGROUP INC	COM	172967101	19053	889500	SH	DEFINE
CITIGROUP INC	COM	172967101	16326	762182	SH	DEFINE
CITIGROUP INC	COM	172967101	12	540	SH	DEFINE
CITIGROUP INC	COM	172967101	7645	357236	SH	DEFINE
CITIGROUP INC	COM	172967101	4	165	SH	DEFINE
CITIGROUP INC	COM	172967101	43	2000	SH	DEFINE
CITIZENS COMMUNICATIONS CO	COM	17453B101	6536	623081	SH	DEFINE
CITIZENS COMMUNICATIONS CO	COM	17453B101	105	10000	SH	DEFINE
CITIZENS COMMUNICATIONS CO	COM	17453B101	178	17000	SH	DEFINE
CITRIX SYS INC	COM	177376100	393	13400	SH	DEFINE
CLARCOR INC	COM	179895107	9669	271970	SH	DEFINE
CLAYTON HLDGS INC	COM	18418N107	6108	1316470	SH	DEFINE
CLAYTON HLDGS INC	COM	18418N107	148	32000	SH	DEFINE
CLAYTON HLDGS INC	COM	18418N107	5351	1153394	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	9887	152100	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	553	8500	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	403	6200	SH	DEFINE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	14610	500000	SH	DEFINE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	27	912	SH	DEFINE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	132020	4518161	SH	DEFINE
CLECO CORP NEW	COM	12561W105	22180	1000000	SH	DEFINE
CLEVELAND CLIFFS INC	COM	185896107	6	50	SH	DEFINE
CLEVELAND CLIFFS INC	COM	185896107	556	4640	SH	DEFINE
CLOROX CO DEL	COM	189054109	34772	613950	SH	DEFINE
CLOROX CO DEL	COM	189054109	4833	85323	SH	DEFINE
CLOROX CO DEL	COM	189054109	27	480	SH	DEFINE
CLOROX CO DEL	COM	189054109	568	10030	SH	DEFINE
CLOROX CO DEL	COM	189054109	176	3100	SH	DEFINE
CLOROX CO DEL	COM	189054109	201	3540	SH	DEFINE
CME GROUP INC	COM	12572Q105	44898	95710	SH	DEFINE
CME GROUP INC	COM	12572Q105	1328	2830	SH	DEFINE
CME GROUP INC	COM	12572Q105	266	567	SH	DEFINE
CMS ENERGY CORP	COM	125896100	4364	322274	SH	DEFINE
CMS ENERGY CORP	NOTE 2.875%12/0	125896AW0	6777	6000000	PRN	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	63222	1215100	SH	DEFINE
CNINSURE INC	SPONSORED ADR	18976M103	3644	316070	SH	DEFINE
CNOOC LTD	SPONSORED ADR	126132109	27	185	SH	DEFINE
CNOOC LTD	SPONSORED ADR	126132109	2143	14600	SH	DEFINE
COACH INC	COM	189754104	26527	879849	SH	DEFINE
COAST DISTR SYS	COM	190345108	341	66800	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	1600	420000	SH	DEFINE
COCA COLA CO	COM	191216100	35587	584640	SH	DEFINE
COCA COLA CO	COM	191216100	30855	506895	SH	DEFINE
COCA COLA CO	COM	191216100	2498	41148	SH	DEFINE
COCA COLA CO	COM	191216100	2124	34898	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	13	540	SH	DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	327650	13539431	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	1977	107958	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	17428	604500	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	10670	370109	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	144	4994	SH	DEFINE
COHERENT INC	COM	192479103	14698	527000	SH	DEFINE
COHERENT INC	COM	192479103	33676	1207462	SH	DEFINE
COHU INC	COM	192576106	32801	2018500	SH	DEFINE

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

COLGATE PALMOLIVE CO	COM	194162103	15762	202310	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	457	5864	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	218	2800	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	21032	1087880	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1456	75277	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	34	1740	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	703	36350	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	522	27000	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	224	11600	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	10224	528620	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	274	14440	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1321	69629	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	742915	39164917	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	7111	375390	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2675	141020	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	32332	1710031	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	3738	201167	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2090	110150	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	883838	46591374	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	21484	1132531	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	382	20160	SH	DEFINE
COMMERCE BANCORP INC NJ	COM	200519106	3398	96460	SH	DEFINE
COMMERCE BANCORP INC NJ	COM	200519106	405928	11303680	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	37906	1129171	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	62	1850	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	312786	9317382	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	903	26885	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	1447	80200	SH	DEFINE
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B407	103577	6342729	SH	DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	655	18190	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	9745	334500	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	117	4000	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	38811	1331926	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	137799	4727226	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	4901	168130	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	18	612	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	1782981	61166566	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	245951	8437438	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	93569	3209902	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	1873	64252	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	1013	29250	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	2293	66200	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	66	1940	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	62456	1803000	SH	DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	8334	240575	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	88296	1288986	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	43077	628860	SH	DEFINE
COMPELLENT TECHNOLOGIES INC	COM	20452A108	7744	619536	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	10893	521365	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	40790	1000000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	1500	36768	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	346	14445	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	56282	1812611	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	152	4895	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	4611	60500	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	620316	8139700	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	2667	35000	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	45311	594554	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	3041	39900	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	27	350	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	16362	214954	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	160	2100	SH	DEFINE

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

CONOCOPHILLIPS	COM	20825C104	2317	30403	SH	DEFINE
CONSECO INC	COM NEW	208464883	116980	11468197	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	23746	343200	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	593912	14960000	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1579	39766	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	2306	130482	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	57817	655000	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	613	6950	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	441804	5005136	SH	DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	3	33	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	19230	1000000	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	1369	71200	SH	DEFINE
CONTINENTAL AIRLS INC	CL B	210795308	1980	102970	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	2567	109000	SH	DEFINE
CONVERGYS CORP	COM	212485106	1	41	SH	DEFINE
CONVERGYS CORP	COM	212485106	19355	1285160	SH	DEFINE
CON-WAY INC	COM	205944101	3086	62370	SH	DEFINE
COOPER COS INC	COM NEW	216648402	689	20020	SH	DEFINE
COOPER COS INC	COM NEW	216648402	16597	482060	SH	DEFINE
COOPER COS INC	COM NEW	216648402	7252	210640	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	494	12955	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	12664	332300	SH	DEFINE
CORINTHIAN COLLEGES INC	COM	218868107	29094	4023998	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	89136	2400000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	1171	31536	SH	DEFINE
CORNING INC	COM	219350105	3944	164080	SH	DEFINE
CORNING INC	COM	219350105	62994	2620383	SH	DEFINE
CORNING INC	COM	219350105	156	6500	SH	OTHER
CORNING INC	COM	219350105	1659	69000	SH	DEFINE
CORNING INC	COM	219350105	404	16800	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	54	1619	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	508	15100	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	306	9100	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	16060	478100	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	57	1709	SH	DEFINE
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	165	4900	SH	DEFINE
CORUS BANKSHARES INC	COM	220873103	41160	4230166	SH	DEFINE
COSAN LTD	SHS A	G25343107	5807	471800	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	8595	2565695	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	6	100	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	32429	499139	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	845	13012	SH	DEFINE
COURIER CORP	COM	222660102	4990	200000	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	248	10035	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	489	19800	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	235	9500	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	12807	518670	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	40	1612	SH	DEFINE
COUSINS PPTYS INC	COM	222795106	133	5400	SH	DEFINE
COVANCE INC	COM	222816100	49524	596890	SH	DEFINE
COVANCE INC	COM	222816100	1247	15028	SH	DEFINE
COVANCE INC	COM	222816100	320	3858	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	46972	1164126	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	894	22146	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	522	12931	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	12341	278902	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	1056	23875	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	307643	6952536	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	10262	232023	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	6925	156502	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	9700	219206	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	42403	958202	SH	DEFINE

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

COVIDIEN LTD	COM	G2552X108	1564	35557	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	1424	32190	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	493940	11162494	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	11028	249216	SH	DEFINE
COVIDIEN LTD	COM	G2552X108	641	14491	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	46129	643000	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	1358	26690	SH	DEFINE
CREE INC	COM	225447101	528	18900	SH	DEFINE
CRITICAL THERAPEUTICS INC	COM	22674T105	375	535895	SH	DEFINE
CROCS INC	COM	227046109	2106	120570	SH	DEFINE
CROCS INC	COM	227046109	143	8200	SH	DEFINE
CROSSTEX ENERGY INC	COM	22765Y104	709	20870	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	58629	1699898	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	14	400	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	807	23406	SH	DEFINE
CSX CORP	COM	126408103	986	17586	SH	DEFINE
CTC MEDIA INC	COM	12642X106	34227	1233400	SH	DEFINE
CTRIP COM INTL LTD	ADR	22943F100	1045	19710	SH	DEFINE
CTRIP COM INTL LTD	ADR	22943F100	2691	48195	SH	DEFINE
CUBIST PHARMACEUTICALS INC	COM	229678107	926	50300	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	352	6632	SH	DEFINE
CUMMINS INC	COM	231021106	521	11126	SH	DEFINE
CURIS INC	COM	231269101	140	100000	SH	DEFINE
CURRENCY SHARES EURO TR	EURO SHS	23130C108	2027	12805	SH	DEFINE
CVR ENERGY INC	COM	12662P108	3976	172700	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	106447	2627604	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	5116	126293	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	20327	501787	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	203	5000	SH	OTHER
CVS CAREMARK CORPORATION	COM	126650100	2431	60000	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	714747	17643455	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	31	760	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	597	14740	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	186	4600	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	591	14596	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	9919	678900	SH	DEFINE
CYBERSOURCE CORP	COM	23251J106	501	34300	SH	DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	1654	231000	SH	DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	21	2953	SH	DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	286	40000	SH	DEFINE
CYTEC INDS INC	COM	232820100	8213	152510	SH	DEFINE
CYTEC INDS INC	COM	232820100	1702	31560	SH	DEFINE
CYTEC INDS INC	COM	232820100	1140	21400	SH	DEFINE
CYTEC INDS INC	COM	232820100	328	6100	SH	DEFINE
CYTEC INDS INC	COM	232820100	8617	160013	SH	DEFINE
CYTRX CORP	COM NEW	232828301	103	89800	SH	DEFINE
D R HORTON INC	COM	23331A109	60902	3866800	SH	DEFINE
D R HORTON INC	COM	23331A109	394	24987	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	4417	51630	SH	DEFINE
DAIMLER AG	REG SHS	D1668R123	588	6874	SH	DEFINE
DANA HOLDING CORP	COM	235825205	44871	4487040	SH	DEFINE
DANAHER CORP DEL	COM	235851102	80092	1053420	SH	DEFINE
DANAHER CORP DEL	COM	235851102	33947	446489	SH	DEFINE
DANAHER CORP DEL	COM	235851102	3065	40310	SH	DEFINE
DANAHER CORP DEL	COM	235851102	432	5679	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1201	15800	SH	DEFINE
DAVITA INC	COM	23918K108	2996	62730	SH	DEFINE
DEALERTRACK HLDGS INC	COM	242309102	12441	615300	SH	DEFINE
DEALERTRACK HLDGS INC	COM	242309102	2	75	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1828	91000	SH	DEFINE
DEERE & CO	COM	244199105	3001	37313	SH	DEFINE
DEL MONTE FOODS CO	COM	24522P103	491	51536	SH	DEFINE

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

DEL MONTE FOODS CO	COM	24522P103	3	357	SH	DEFINE
DELL INC	COM	24702R101	19318	969760	SH	DEFINE
DELL INC	COM	24702R101	9960	500000	SH	DEFINE
DELL INC	COM	24702R101	3010	151117	SH	DEFINE
DELL INC	COM	24702R101	493192	24759664	SH	DEFINE
DELL INC	COM	24702R101	19	960	SH	DEFINE
DELL INC	COM	24702R101	399	20040	SH	DEFINE
DELTA AIR LINES INC DEL	COM NEW	247361702	2793	324710	SH	DEFINE
DELTA APPAREL INC	COM	247368103	4258	705000	SH	DEFINE
DENBURY RES INC	COM NEW	247916208	525	18400	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	1635	42370	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	548	14200	SH	DEFINE
DEUTSCHE BANK AG NAMEN	ORD	D18190898	475	4200	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	96	2304	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	766	18300	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	406	9700	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	20710	494700	SH	DEFINE
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	218	5200	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	4236	40600	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	106552	1021310	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	5217	50000	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	30585	293155	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	38	360	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	609	5840	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	219	2100	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	340	3257	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	522	5000	SH	DEFINE
DEXCOM INC	COM	252131107	4390	1060500	SH	DEFINE
DEXCOM INC	COM	252131107	14	3500	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	15703	193100	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	13650	167860	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	13043	160392	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1301	16003	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	512	4398	SH	DEFINE
DIAMONDS TR	UNIT SER 1	252787106	388	3170	SH	DEFINE
DIANA SHIPPING INC	COM	Y2066G104	337	12800	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	111127	4149640	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	3817	142522	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	803	30000	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	1871	69861	SH	DEFINE
DIEBOLD INC	COM	253651103	10206	271800	SH	DEFINE
DIEBOLD INC	COM	253651103	94	2500	SH	DEFINE
DIEBOLD INC	COM	253651103	111806	2977573	SH	DEFINE
DIEBOLD INC	COM	253651103	71	1900	SH	DEFINE
DIGI INTL INC	COM	253798102	3318	287540	SH	DEFINE
DIGITAL RIV INC	COM	25388B104	1917	61900	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	3436	96800	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	45	1260	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	213	6000	SH	DEFINE
DILLARDS INC	CL A	254067101	12908	750000	SH	DEFINE
DILLARDS INC	CL A	254067101	2	109	SH	DEFINE
DIME BANCORP INC NEW	-W EXP 99/99/9999	25429Q110	8	23510	SH	DEFINE
DIONEX CORP	COM	254546104	19248	250000	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	2747	110820	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	551	22210	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	5143	207451	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	5274	212740	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	4039	162944	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	22221	896368	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	2328	94491	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	1919	77423	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	131161	5290870	SH	DEFINE

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

DIRECTV GROUP INC	COM	25459L106	26762	1079540	SH	DEFINE
DIRECTV GROUP INC	COM	25459L106	548	22099	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	1195	73020	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	538	32844	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	625	38177	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	619	37830	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	1	52	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	119	7292	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	139	8487	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	967	59090	SH	DEFINE
DISCOVERY HOLDING CO	CL A COM	25468Y107	878	41393	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	55471	1767932	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	35459	1130000	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	45465	1448859	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	180	5742	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	32	1020	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	529	16852	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	198	6300	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	146	4667	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	628	20000	SH	DEFINE
DISNEY WALT CO	NOTE 2.125% 4/1254687AU0		17160	16000000	PRN	DEFINE
DISNEY WALT CO	NOTE 2.125% 4/1254687AU0		10	9000	PRN	DEFINE
DIVX INC	COM	255413106	3218	459730	SH	DEFINE
DIVX INC	COM	255413106	224	32000	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	3813	455000	SH	DEFINE
DNP SELECT INCOME FD	COM	23325P104	218	20000	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	3626	100000	SH	DEFINE
DOLBY LABORATORIES INC	COM	25659T107	3141	86625	SH	DEFINE
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743105	37058	2716867	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	1060675	25971540	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	6927	169622	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	20	480	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	323	7900	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	114	2800	SH	DEFINE
DOMTAR CORP	COM	257559104	318	46600	SH	DEFINE
DOMTAR CORP	COM	257559104	266920	39084140	SH	DEFINE
DONALDSON INC	COM	257651109	23854	592200	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	20847	687800	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	316	10437	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	1867	61595	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	64	2180	SH	DEFINE
DONNELLEY R R & SONS CO	COM	257867101	132	4360	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	67	3041	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	699	31700	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	375	17000	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	19313	875900	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	201	9100	SH	DEFINE
DOVER CORP	COM	260003108	218991	5241516	SH	DEFINE
DOVER CORP	COM	260003108	5509	131863	SH	DEFINE
DOVER CORP	COM	260003108	33	800	SH	DEFINE
DOW CHEM CO	COM	260543103	4569	124000	SH	DEFINE
DOW CHEM CO	COM	260543103	334492	9077122	SH	DEFINE
DOW CHEM CO	COM	260543103	14629	396988	SH	DEFINE
DOW CHEM CO	COM	260543103	607	16469	SH	DEFINE
DOW CHEM CO	COM	260543103	1675	45835	SH	DEFINE
DOW CHEM CO	COM	260543103	1852	50270	SH	DEFINE
DOW CHEM CO	COM	260543103	1552	42128	SH	DEFINE
DOW CHEM CO	COM	260543103	6449	175012	SH	DEFINE
DOW CHEM CO	COM	260543103	2870	77880	SH	DEFINE
DOW CHEM CO	COM	260543103	295	8000	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	4796	155900	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	1	40	SH	DEFINE

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

DREW INDS INC	COM NEW	26168L205	13747	562000	SH	DEFINE
DRIL-QUIP INC	COM	262037104	23647	509100	SH	DEFINE
DRIL-QUIP INC	COM	262037104	989	21280	SH	DEFINE
DRYSHIPS INC	SHS	Y2109Q101	5524	92200	SH	DEFINE
DTE ENERGY CO	COM	233331107	2538	65250	SH	DEFINE
DTE ENERGY CO	COM	233331107	244264	6280900	SH	DEFINE
DTE ENERGY CO	COM	233331107	818	21032	SH	DEFINE
DTE ENERGY CO	COM	233331107	6193	159240	SH	DEFINE
DTS INC	COM	23335C101	4831	201300	SH	DEFINE
DTS INC	COM	23335C101	360	15000	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	48605	1039466	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	234	5000	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	45571	974565	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	32	686	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	388	8290	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	66359	1419130	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	5355	114522	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	2594	227500	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	765849	42904700	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	5113	286441	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	179	10000	SH	CALL DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	268	15000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	879	49900	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	2265	126869	SH	DEFINE
DUKE REALTY CORP	COM NEW	264411505	41856	1835000	SH	DEFINE
DUKE REALTY CORP	COM NEW	264411505	16	693	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	9928	122000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	280	3438	SH	DEFINE
E M C CORP MASS	COM	268648102	1989	138700	SH	DEFINE
E M C CORP MASS	COM	268648102	14340	1000000	SH	DEFINE
E M C CORP MASS	COM	268648102	24724	1724130	SH	DEFINE
E M C CORP MASS	COM	268648102	803	56000	SH	DEFINE
E M C CORP MASS	COM	268648102	5490	382860	SH	DEFINE
E M C CORP MASS	COM	268648102	321	22400	SH	DEFINE
EAST WEST BANCORP INC	COM	27579R104	48279	2719950	SH	DEFINE
EAST WEST BANCORP INC	COM	27579R104	893	50294	SH	DEFINE
EASTMAN CHEM CO	COM	277432100	244	3913	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	768	43452	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	29217	1653572	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	11178	632620	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	316055	17886539	SH	DEFINE
EASTMAN KODAK CO	COM	277461109	397	22450	SH	DEFINE
EATON CORP	COM	278058102	4364	54773	SH	DEFINE
EBAY INC	COM	278642103	14370	481567	SH	DEFINE
EBAY INC	COM	278642103	269	9000	SH	DEFINE
ECHOSTAR COMMUNICATIONS NEW	CL A	25470M109	17	600	SH	DEFINE
ECHOSTAR COMMUNICATIONS NEW	CL A	25470M109	23	815	SH	DEFINE
ECHOSTAR COMMUNICATIONS NEW	CL A	25470M109	35928	1250537	SH	DEFINE
ECOLAB INC	COM	278865100	34092	784990	SH	DEFINE
ECOLAB INC	COM	278865100	896	20620	SH	DEFINE
ECOLAB INC	COM	278865100	281	6469	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2535	212100	SH	DEFINE
EDISON INTL	COM	281020107	106128	2165000	SH	DEFINE
EDISON INTL	COM	281020107	170	3463	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	2228	50000	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	122	2740	SH	DEFINE
EL PASO CORP	COM	28336L109	6161	370260	SH	DEFINE
EL PASO CORP	COM	28336L109	503	30202	SH	DEFINE
EL PASO CORP	COM	28336L109	11610	698249	SH	DEFINE
EL PASO CORP	COM	28336L109	32807	1971570	SH	DEFINE
EL PASO CORP	COM	28336L109	57272	3441636	SH	DEFINE
EL PASO CORP	COM	28336L109	3259	197173	SH	DEFINE

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

EL PASO CORP	COM	28336L109	415	24940	SH	DEFINE
EL PASO CORP	COM	28336L109	730557	43903641	SH	DEFINE
EL PASO CORP	COM	28336L109	16373	983936	SH	DEFINE
EL PASO CORP	COM	28336L109	1199	72083	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	20362	1235835	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	9764	195670	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	2315	46365	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	347	6960	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	1225	73590	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	1832	110028	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	19121	1148430	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	37528	2253755	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	1227	74106	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	817	49071	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	295497	17747597	SH	DEFINE
ELECTRONIC DATA SYS NEW	COM	285661104	16814	1009848	SH	DEFINE
EMBARQ CORP	COM	29078E105	1342	33470	SH	DEFINE
EMBARQ CORP	COM	29078E105	89404	2229780	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	2114	53500	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	749	18962	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	5424	137270	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	17112	433100	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	2851	72170	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	12731	322217	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	23130	588993	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	1090	27580	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	21255	537962	SH	DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	225209	5700057	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	7962	358500	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	1	29	SH	DEFINE
EMERGING MKTS TELECOMNC FD N	COM	290890102	5510	250000	SH	DEFINE
EMERGING MKTS TELECOMNC FD N	COM	290890102	86	3885	SH	DEFINE
EMERSON ELEC CO	COM	291011104	1544	30000	SH	DEFINE
EMERSON ELEC CO	COM	291011104	51460	1000000	SH	DEFINE
EMERSON ELEC CO	COM	291011104	22121	429860	SH	DEFINE
EMERSON ELEC CO	COM	291011104	257	5000	SH	DEFINE
EMPLOYERS HOLDINGS INC	COM	292218104	10603	571900	SH	DEFINE
EMULEX CORP	COM NEW	292475209	4642	285810	SH	DEFINE
EMULEX CORP	COM NEW	292475209	398	24500	SH	DEFINE
ENCANA CORP	COM	292505104	7355	97101	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	996	41600	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	3353	140100	SH	DEFINE
ENERGEN CORP	COM	29265N108	30539	490200	SH	DEFINE
ENERGEN CORP	COM	29265N108	243	3900	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	2758	30478	SH	DEFINE
ENERGY CONVERSION DEVICES IN	COM	292659109	1435	48000	SH	DEFINE
ENERGY EAST CORP	COM	29266M109	215	8921	SH	DEFINE
ENERGY EAST CORP	COM	29266M109	230707	9565243	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	1014	23370	SH	DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	347	8000	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	421	6182	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	44868	658702	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	33491	495424	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	6628	97320	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	2270	36246	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	72	1200	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	3178	50745	SH	DEFINE
ENSCO INTL INC	COM	26874Q100	632	10100	SH	DEFINE
ENSIGN GROUP INC	COM	29358P101	449	48400	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	69517	637300	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	196399	1800500	SH	DEFINE
ENTERGY CORP NEW	COM	29364G103	2775	25436	SH	DEFINE

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

ENERGY CORP NEW	COM	29364G103	19	175	SH	DEFINE
ENERGY CORP NEW	EQUITY UNIT	29364G202	42274	650000	SH	DEFINE
ENTEROMEDICS INC	COM	29365M109	430	103000	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	4357	146693	SH	DEFINE
EOG RES INC	COM	26875P101	12919	107700	SH	DEFINE
EOG RES INC	COM	26875P101	1388	11570	SH	DEFINE
EPICOR SOFTWARE CORP	COM	29426L108	409	36522	SH	DEFINE
EPIQ SYS INC	COM	26882D109	2027	130600	SH	DEFINE
EQUIFAX INC	COM	294429105	13792	400000	SH	DEFINE
EQUIFAX INC	COM	294429105	152	4416	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	66862	1005590	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	4547	68390	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	359	5400	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	1206	18136	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	39	800	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	415	8400	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	217	4400	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	11358	230085	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	118	2400	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	8762	211187	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1946	46900	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	929	22400	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	50503	1218599	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	82	1980	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	855	20600	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	1482	75400	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	6228	316949	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	30652	1559903	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	1	40	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	26184	1332500	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	197	10000	SH	DEFINE
ERIE INDY CO	CL A	29530P102	186558	3644418	SH	DEFINE
ERIE INDY CO	CL A	29530P102	26	500	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	47696	1200800	SH	DEFINE
ESMARK INC	COM	296475106	241442	23740689	SH	DEFINE
ESPEED INC	CL A	296643109	175	15000	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	3120	156000	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	59	516	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	661	5800	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	319	2800	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	17483	153500	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	182	1600	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	40427	1422000	SH	DEFINE
EURONET WORLDWIDE INC	COM	298736109	389	20200	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	1032	11525	SH	DEFINE
EXCO RESOURCES INC	COM	269279402	6255	338100	SH	DEFINE
EXCO RESOURCES INC	COM	269279402	426	23000	SH	DEFINE
EXCO RESOURCES INC	COM	269279402	266	14400	SH	DEFINE
EXELIXIS INC	COM	30161Q104	1987	286100	SH	DEFINE
EXELON CORP	COM	30161N101	203682	2506340	SH	DEFINE
EXELON CORP	COM	30161N101	4064	50000	SH	DEFINE
EXELON CORP	COM	30161N101	11281	138809	SH	DEFINE
EXELON CORP	COM	30161N101	244	3000	SH	DEFINE
EXELON CORP	COM	30161N101	203250	2501020	SH	DEFINE
EXELON CORP	COM	30161N101	31	380	SH	DEFINE
EXELON CORP	COM	30161N101	519	6380	SH	DEFINE
EXELON CORP	COM	30161N101	203	2500	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	6569	300100	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	13	582	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	137	6236	SH	DEFINE
EXPEDIA INC DEL	COM	30212P105	188884	8628780	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	111707	2472480	SH	DEFINE

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

EXPEDITORS INTL WASH INC	COM	302130109	3614	80000	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	4154	91950	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	1530	33857	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	100516	1562820	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	1746	27149	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	23	350	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	567	8810	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	142	2200	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	1368	21273	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	63386	982123	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	0	5	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	23317	361280	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	8661	102400	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	76320	902218	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	5921	70000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	370461	4380012	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	1945	23000	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	44	520	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	22786	269359	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	313	3700	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	3728	44082	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	338	4000	SH	DEFINE
F M C CORP	COM NEW	302491303	14250	256800	SH	DEFINE
F M C CORP	COM NEW	302491303	110	1975	SH	DEFINE
F M C CORP	COM NEW	302491303	11925	214887	SH	DEFINE
F5 NETWORKS INC	COM	315616102	78031	4294520	SH	DEFINE
F5 NETWORKS INC	COM	315616102	3871	213050	SH	DEFINE
F5 NETWORKS INC	COM	315616102	1076	59243	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	141330	2623530	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	2007	37250	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	2261	41975	SH	DEFINE
FALCONSTOR SOFTWARE INC	COM	306137100	321	42200	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	156240	8012300	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	41	2100	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	59	3000	SH	DEFINE
FARMER BROS CO	COM	307675108	48444	2093533	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	13984	448500	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	22275	714496	SH	DEFINE
FASTENAL CO	COM	311900104	919	20000	SH	DEFINE
FASTENAL CO	COM	311900104	1595	34733	SH	DEFINE
FASTENAL CO	COM	311900104	2	41	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	14957	525000	SH	DEFINE
FEDERAL HOME LN MTG CORP	COM	313400301	142699	5635820	SH	DEFINE
FEDERAL HOME LN MTG CORP	COM	313400301	205	8100	SH	DEFINE
FEDERAL HOME LN MTG CORP	COM	313400301	30	1200	SH	DEFINE
FEDERAL NATL MTG ASSN	COM	313586109	24	900	SH	DEFINE
FEDERAL NATL MTG ASSN	COM	313586109	5963	226542	SH	DEFINE
FEDERAL NATL MTG ASSN	COM	313586109	1	30	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	64	824	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	725	9300	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	359	4600	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	18429	236500	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	195	2500	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	14	1000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	64541	4623468	SH	DEFINE
FEDEX CORP	COM	31428X106	37558	405384	SH	DEFINE
FEDEX CORP	COM	31428X106	3707	40000	SH	DEFINE
FEDEX CORP	COM	31428X106	2018	21771	SH	DEFINE
FEDEX CORP	COM	31428X106	5685	61430	SH	DEFINE
FEDEX CORP	COM	31428X106	1402	15130	SH	DEFINE
FEDEX CORP	COM	31428X106	6777	73130	SH	DEFINE
FEDEX CORP	COM	31428X106	131839	1422670	SH	DEFINE

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

FEDEX CORP	COM	31428X106	4601	49650	SH	DEFINE
FEDEX CORP	COM	31428X106	463	5000	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	42271	3513830	SH	DEFINE
FELCOR LODGING TR INC	COM	31430F101	687	57140	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	63168	3200000	SH	DEFINE
FERRO CORP	COM	315405100	165	11137	SH	DEFINE
FGX INTERNATIONAL HLDGS LTD	ORD SHS	G3396L102	9755	815600	SH	DEFINE
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	1402	76466	SH	DEFINE
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	1778	97000	SH	DEFINE
FIDELITY NATL INFORMATION SV	COM	31620M106	278	7293	SH	DEFINE
FIRST CMNTY BANCORP CALIF	COM	31983B101	25904	964779	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	4312	235000	SH	DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	1359	100000	SH	DEFINE
FIRST SOLAR INC	COM	336433107	12967	56100	SH	DEFINE
FIRST SOLAR INC	COM	336433107	2598	11238	SH	DEFINE
FIRST SOLAR INC	COM	336433107	624	2700	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	918127	13379868	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	3342	48705	SH	DEFINE
FISERV INC	COM	337738108	1234	25661	SH	DEFINE
FLEXSTEEL INDS INC	COM	339382103	3033	225000	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	313	33366	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	7025	748120	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	88707	9446920	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	26501	2822263	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	14345	1549172	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	232	24674	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	258404	27519097	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	147867	15747240	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	544	57930	SH	DEFINE
FLIR SYS INC	COM	302445101	349019	11599515	SH	DEFINE
FLIR SYS INC	COM	302445101	211	7000	SH	DEFINE
FLIR SYS INC	COM	302445101	23	780	SH	DEFINE
FLIR SYS INC	COM	302445101	102	3400	SH	DEFINE
FLIR SYS INC	COM	302445101	25398	844394	SH	DEFINE
FLOTEK INDS INC DEL	COM	343389102	5176	354200	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	27535	263800	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	1	9	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	574	5500	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	8977	86015	SH	DEFINE
FLUOR CORP NEW	COM	343412102	1280	9070	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	207867	3653980	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	203	3574	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	2789	49024	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	10424	296552	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	3	83	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	1816	48800	SH	DEFINE
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	948	25481	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	986	23600	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	152604	3652555	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	98552	2358824	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	2282	1135144	SH	DEFINE
FORCE PROTECTION INC	COM NEW	345203202	3938	1961422	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	13194	450000	SH	DEFINE
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	205	7000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	6292	1100000	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	89	15624	SH	DEFINE
FORDING CDN COAL TR	TR UNIT	345425102	7501	143688	SH	DEFINE
FOREST LABS INC	COM	345838106	318	7945	SH	DEFINE
FOREST LABS INC	COM	345838106	557	13920	SH	DEFINE
FORESTAR REAL ESTATE GROUP I	COM	346233109	467	18756	SH	DEFINE
FORESTAR REAL ESTATE GROUP I	COM	346233109	47427	1904021	SH	DEFINE
FORMFACTOR INC	COM	346375108	90202	4722629	SH	DEFINE

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

FORMFACTOR INC	COM	346375108	1131	59200	SH	DEFINE
FORMFACTOR INC	COM	346375108	73	3800	SH	DEFINE
FORMFACTOR INC	COM	346375108	1458	76337	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	8611	123900	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	1024	14730	SH	DEFINE
FORTUNE BRANDS INC	COM	349631101	107	1544	SH	DEFINE
FORWARD AIR CORP	COM	349853101	17720	500000	SH	DEFINE
FORWARD AIR CORP	COM	349853101	27	750	SH	DEFINE
FOSTER WHEELER LTD	SHS NEW	G36535139	30942	546490	SH	DEFINE
FOSTER WHEELER LTD	SHS NEW	G36535139	3	56	SH	DEFINE
FOSTER WHEELER LTD	SHS NEW	G36535139	422	7450	SH	DEFINE
FOSTER WHEELER LTD	SHS NEW	G36535139	1068	18870	SH	DEFINE
FOUNDATION COAL HLDGS INC	COM	35039W100	5910	117450	SH	DEFINE
FPL GROUP INC	COM	302571104	504618	8043000	SH	DEFINE
FPL GROUP INC	COM	302571104	14597	232656	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	1672	49784	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	35509	1059965	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	12556	373925	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	24279	710529	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	17	500	SH	DEFINE
FRANKLIN RES INC	COM	354613101	71555	737757	SH	DEFINE
FRANKLIN RES INC	COM	354613101	2	25	SH	DEFINE
FREDS INC	CL A	356108100	25420	2480000	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	11537	82140	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	228	1625	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	8379	87084	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1504	15631	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	43	860	SH	DEFINE
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1914	38045	SH	DEFINE
FUEL SYS SOLUTIONS INC	COM	35952W103	12445	933580	SH	DEFINE
FUEL TECH INC	COM	359523107	5518	269190	SH	DEFINE
FUEL TECH INC	COM	359523107	390	19000	SH	DEFINE
FUEL TECH INC	COM	359523107	90	4400	SH	DEFINE
FUJIFILM HLDGS CORP	ADR 2 ORD	35958N107	26768	752964	SH	DEFINE
FURMANITE CORPORATION	COM	361086101	22853	2688600	SH	DEFINE
FURNITURE BRANDS INTL INC	COM	360921100	39780	3400000	SH	DEFINE
GAIAM INC	CL A	36268Q103	6513	376030	SH	DEFINE
GAIAM INC	CL A	36268Q103	433	25000	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	64009	2709930	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	50	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	7506	145161	SH	DEFINE
GANNETT INC	COM	364730101	1237	42576	SH	DEFINE
GAP INC DEL	COM	364760108	1352	68690	SH	DEFINE
GAP INC DEL	COM	364760108	749	38052	SH	DEFINE
GAP INC DEL	COM	364760108	1866	94800	SH	DEFINE
GAP INC DEL	COM	364760108	47	2410	SH	DEFINE
GAP INC DEL	COM	364760108	105352	5353261	SH	DEFINE
GAP INC DEL	COM	364760108	3021	153519	SH	DEFINE
GARMIN LTD	ORD	G37260109	75916	1405592	SH	DEFINE
GARMIN LTD	ORD	G37260109	6097	112890	SH	DEFINE
GARMIN LTD	ORD	G37260109	1711	31672	SH	DEFINE
GEHL CO	COM	368483103	5082	300000	SH	DEFINE
GENCORP INC	COM	368682100	29635	2878988	SH	DEFINE
GENENTECH INC	COM NEW	368710406	151003	1860370	SH	DEFINE
GENENTECH INC	COM NEW	368710406	81180	1000000	SH	DEFINE
GENENTECH INC	COM NEW	368710406	29631	365003	SH	DEFINE
GENENTECH INC	COM NEW	368710406	252	3100	SH	DEFINE
GENENTECH INC	COM NEW	368710406	41	510	SH	DEFINE
GENENTECH INC	COM NEW	368710406	658	8100	SH	DEFINE
GENENTECH INC	COM NEW	368710406	146	1800	SH	DEFINE
GENENTECH INC	COM NEW	368710406	544	6706	SH	DEFINE
GENENTECH INC	COM NEW	368710406	325	4000	SH	DEFINE

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

GENERAL DYNAMICS CORP	COM	369550108	2543	30500	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	83370	1000000	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	4272	51247	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	158	1900	SH	OTHER
GENERAL DYNAMICS CORP	COM	369550108	1751	21000	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	251698	6800800	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	93852	2536100	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	2591	70000	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	262933	7104373	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	200	5400	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	259	7000	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	22581	610570	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	11177	302000	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	68953	1864412	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	179353	4850340	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	7552	205498	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	2423	65460	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	1496400	40432321	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	52308	1413345	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	1809	48870	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	425	11144	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	760	19900	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	405	10600	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	20984	549485	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	55	1430	SH	DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	218	5700	SH	DEFINE
GENERAL MARITIME CORP	SHS	Y2692M103	14737	624200	SH	DEFINE
GENERAL MLS INC	COM	370334104	2735	45668	SH	DEFINE
GENERAL MLS INC	COM	370334104	105997	1770154	SH	DEFINE
GENERAL MLS INC	COM	370334104	20465	341761	SH	DEFINE
GENERAL MTRS CORP	COM	370442105	7620	400000	SH	DEFINE
GENERAL MTRS CORP	COM	370442105	59	3098	SH	DEFINE
GENERAL MTRS CORP	COM	370442105	326511	17140585	SH	DEFINE
GENERAL MTRS CORP	SENIOR DEBEN D	370442691	37279	1636400	SH	DEFINE
GENERAL MTRS CORP	DEB SR CV C 33	370442717	219305	13291200	SH	DEFINE
GENERAL MTRS CORP	DEB SR CV C 33	370442717	1383	83819	SH	DEFINE
GENESEE & WYO INC	CL A	371559105	56651	1646827	SH	DEFINE
GENOPTIX INC	COM	37243V100	233	9300	SH	DEFINE
GENTEX CORP	COM	371901109	12292	716753	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	3094	482100	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	412	64217	SH	DEFINE
GENUINE PARTS CO	COM	372460105	15099	375400	SH	DEFINE
GENUINE PARTS CO	COM	372460105	137	3401	SH	DEFINE
GENUINE PARTS CO	COM	372460105	11725	291528	SH	DEFINE
GENUINE PARTS CO	COM	372460105	9469	235441	SH	DEFINE
GENUINE PARTS CO	COM	372460105	42	1050	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	36224	1600000	SH	DEFINE
GENZYME CORP	COM	372917104	37484	503100	SH	DEFINE
GENZYME CORP	COM	372917104	1174	15753	SH	DEFINE
GEOMET INC DEL	COM	37250U201	4135	620500	SH	DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	56789	4024700	SH	DEFINE
GFI GROUP INC	COM	361652209	1231	21484	SH	DEFINE
GFI GROUP INC	COM	361652209	74	1300	SH	DEFINE
GFI GROUP INC	COM	361652209	40	700	SH	DEFINE
GIBRALTAR INDS INC	COM	374689107	44974	3834099	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	206650	4011034	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	35352	686045	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1192	23140	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	802	15557	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	1958	38000	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/03	375558AH6	14763	10000000	PRN	DEFINE
GLATFELTER	COM	377316104	37703	2495242	SH	DEFINE

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

GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1256	29600	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	6780	160187	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	29497	697473	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	10933	679500	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	4207	261400	SH	DEFINE
GLOBAL INDS LTD	COM	379336100	32	2000	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	87621	2118485	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	12	282	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	1396	33757	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	37697	2725228	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	104738	2702905	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	233	6000	SH	DEFINE
GOLDEN STAR RES LTD CDA	COM	38119T104	2401	700000	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	33726	203920	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	26849	162337	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	248	1500	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	180	1090	SH	DEFINE
GOODRICH CORP	COM	382388106	928	16145	SH	DEFINE
GOODRICH CORP	COM	382388106	3859	67095	SH	DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	32	1230	SH	DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	298032	11552552	SH	DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	547	21200	SH	DEFINE
GOOGLE INC	CL A	38259P508	145860	331150	SH	DEFINE
GOOGLE INC	CL A	38259P508	11893	27000	SH	DEFINE
GOOGLE INC	CL A	38259P508	7168	16273	SH	DEFINE
GOOGLE INC	CL A	38259P508	143	325	SH	OTHER
GOOGLE INC	CL A	38259P508	291	660	SH	DEFINE
GOOGLE INC	CL A	38259P508	17	38	SH	DEFINE
GOOGLE INC	CL A	38259P508	247	560	SH	DEFINE
GOOGLE INC	CL A	38259P508	88	200	SH	DEFINE
GOOGLE INC	CL A	38259P508	638	1449	SH	DEFINE
GRACO INC	COM	384109104	87952	2425583	SH	DEFINE
GRACO INC	COM	384109104	1415	39025	SH	DEFINE
GRACO INC	COM	384109104	102	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	741	9700	SH	DEFINE
GRAINGER W W INC	COM	384802104	42015	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	367	4800	SH	DEFINE
GRANT PRIDECO INC	COM	38821G101	3743	76100	SH	DEFINE
GRANT PRIDECO INC	COM	38821G101	716	14545	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	688	27899	SH	DEFINE
GREATBATCH INC	COM	39153L106	755	41000	SH	DEFINE
GREATBATCH INC	COM	39153L106	20193	1096480	SH	DEFINE
GREENHILL & CO INC	COM	395259104	3835	55130	SH	DEFINE
GREENHILL & CO INC	COM	395259104	264	3800	SH	DEFINE
GREENHILL & CO INC	COM	395259104	181	2600	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A	398231100	5967	173000	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM	398905109	26809	1141800	SH	DEFINE
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	3120	128700	SH	DEFINE
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	6	262	SH	DEFINE
GSI GROUP INC CDA	COM	36229U102	19157	2462284	SH	DEFINE
GSI GROUP INC CDA	COM	36229U102	11080	1424190	SH	DEFINE
GTSI CORP	COM	36238K103	3602	498840	SH	DEFINE
GUANGSHEN RY LTD	SPONSORED ADR	40065W107	1370	52100	SH	DEFINE
GUARANTY FINL GROUP INC	COM	40108N106	36	3361	SH	DEFINE
GUARANTY FINL GROUP INC	COM	40108N106	21085	1985800	SH	DEFINE
GUESS INC	COM	401617105	140190	3464050	SH	DEFINE
GUESS INC	COM	401617105	17	427	SH	DEFINE
GUESS INC	COM	401617105	2178	53819	SH	DEFINE
GYMBOREE CORP	COM	403777105	12163	305000	SH	DEFINE
H & Q HEALTHCARE FD	SH BEN INT	404052102	2252	150000	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	16113	546200	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	7919	268447	SH	DEFINE

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

HAIN CELESTIAL GROUP INC	COM	405217100	502	17000	SH	DEFINE
HALLIBURTON CO	COM	406216101	118652	3016990	SH	DEFINE
HALLIBURTON CO	COM	406216101	2124	54014	SH	DEFINE
HALLIBURTON CO	COM	406216101	24	600	SH	DEFINE
HALLIBURTON CO	COM	406216101	465	11820	SH	DEFINE
HALLIBURTON CO	COM	406216101	149	3800	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	2975	70788	SH	DEFINE
HANDLEMAN CO DEL	COM	410252100	485	2020000	SH	DEFINE
HANDLEMAN CO DEL	COM	410252100	2	6500	SH	DEFINE
HANSEN NAT CORP	COM	411310105	211267	5985054	SH	DEFINE
HANSEN NAT CORP	COM	411310105	20967	593972	SH	DEFINE
HANSEN NAT CORP	COM	411310105	22	610	SH	DEFINE
HANSEN NAT CORP	COM	411310105	387	10960	SH	DEFINE
HANSEN NAT CORP	COM	411310105	94	2670	SH	DEFINE
HANSEN NAT CORP	COM	411310105	2759	78165	SH	DEFINE
HARDINGE INC	COM	412324303	10764	782292	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	20538	547690	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	18750	500000	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	2288	61003	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	131	3500	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	117604	3136020	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	4391	117100	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	198750	5299990	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	30376	697590	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	21	475	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	17	390	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	272	6250	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	152	3500	SH	DEFINE
HARMAN INTL INDS INC	COM	413086109	140	3207	SH	DEFINE
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	11248	950000	SH	DEFINE
HARRIS CORP DEL	COM	413875105	236316	4869488	SH	DEFINE
HARRIS CORP DEL	COM	413875105	21930	451880	SH	DEFINE
HARRIS CORP DEL	COM	413875105	1941	40000	SH	DEFINE
HARRIS CORP DEL	COM	413875105	2698	55601	SH	DEFINE
HARTE-HANKS INC	COM	416196103	653	47750	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	13131	173299	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	1743	23000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	208096	2746482	SH	DEFINE
HASBRO INC	COM	418056107	43223	1549200	SH	DEFINE
HAVERTY FURNITURE INC	COM	419596101	14977	1407600	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	55856	2340000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	39	1625	SH	DEFINE
HCP INC	COM	40414L109	176	5200	SH	DEFINE
HCP INC	COM	40414L109	1430	42300	SH	DEFINE
HCP INC	COM	40414L109	686	20300	SH	DEFINE
HCP INC	COM	40414L109	37354	1106141	SH	DEFINE
HCP INC	COM	40414L109	51	1506	SH	DEFINE
HCP INC	COM	40414L109	385	11400	SH	DEFINE
HEADWATERS INC	COM	42210P102	185	14000	SH	DEFINE
HEADWATERS INC	NOTE	2.875% 6/042210PAB8	1715	2120000	PRN	DEFINE
HEALTH MGMT ASSOC INC NEW	CL A	421933102	15	2825	SH	DEFINE
HEALTH MGMT ASSOC INC NEW	CL A	421933102	559	105760	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	12129	587625	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	13861	671543	SH	DEFINE
HEALTHSOUTH CORP	COM NEW	421924309	5120	287819	SH	DEFINE
HEALTHSOUTH CORP	COM NEW	421924309	2979	167300	SH	DEFINE
HEALTHWAYS INC	COM	422245100	1088	30800	SH	DEFINE
HEALTHWAYS INC	COM	422245100	2102	59480	SH	DEFINE
HEALTHWAYS INC	COM	422245100	145	4100	SH	DEFINE
HEALTHWAYS INC	COM	422245100	102	2900	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	7130	500000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	17	1181	SH	DEFINE

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

HEARTLAND PMT SYS INC	COM	42235N108	9110	395900	SH	DEFINE
HECLA MNG CO	COM	422704106	13392	1200000	SH	DEFINE
HEINZ H J CO	COM	423074103	10732	228476	SH	DEFINE
HELICOS BIOSCIENCES CORP	COM	42326R109	5236	867000	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	41181	1307345	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	20784	660059	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	4	121	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	142	3030	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	609	13000	SH	DEFINE
HERBALIFE LTD	COM USD SHS	G4412G101	1121	23593	SH	DEFINE
HERCULES OFFSHORE INC	COM	427093109	3930	156460	SH	DEFINE
HERCULES OFFSHORE INC	COM	427093109	271	10800	SH	DEFINE
HERSHEY CO	COM	427866108	450	11950	SH	DEFINE
HERSHEY CO	COM	427866108	15068	400000	SH	DEFINE
HERSHEY CO	COM	427866108	1237	32845	SH	DEFINE
HESS CORP	COM	42809H107	1888	21415	SH	DEFINE
HESS CORP	COM	42809H107	538	6100	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	3603	78900	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	93437	2046335	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	52794	1156250	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	24695	540848	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	15	320	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	273	5974	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	105	2300	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	580	12710	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	4529	293300	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	41649	2697490	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	41	1310	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	457	14700	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	245	7900	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	12500	402700	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	124	4000	SH	DEFINE
HILLENBRAND INDS INC	COM	431573104	168491	3524914	SH	DEFINE
HILLENBRAND INDS INC	COM	431573104	1109	23200	SH	DEFINE
HILLENBRAND INDS INC	COM	431573104	1	24	SH	DEFINE
HILLENBRAND INDS INC	COM	431573104	154757	3237429	SH	DEFINE
HILLENBRAND INDS INC	COM	431573104	67	1400	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	2245	60000	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	1527	53500	SH	DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	4447	102500	SH	DEFINE
HOLOGIC INC	COM	436440101	110001	1978433	SH	DEFINE
HOLOGIC INC	COM	436440101	1	14	SH	DEFINE
HOLOGIC INC	COM	436440101	1202	21623	SH	DEFINE
HOME DEPOT INC	COM	437076102	42014	1502100	SH	DEFINE
HOME DEPOT INC	COM	437076102	14686	525074	SH	DEFINE
HOME DEPOT INC	COM	437076102	196	7000	SH	DEFINE
HOME DEPOT INC	COM	437076102	352318	12597284	SH	DEFINE
HOME DEPOT INC	COM	437076102	1607	59015	SH	DEFINE
HOME DEPOT INC	COM	437076102	2485	88863	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	1582	54910	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	3	100	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	30342	537794	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	1326	23503	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	282	5000	SH	DEFINE
HOOKER FURNITURE CORP	COM	439038100	40254	1801900	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	2947	64600	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	6282	137560	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	379	8300	SH	DEFINE
HOSPIRA INC	COM	441060100	1711	40000	SH	DEFINE
HOSPIRA INC	COM	441060100	1074	25103	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	333	9785	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	136	4000	SH	DEFINE

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

HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	616	18100	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	310	9100	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	15631	459200	SH	DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	167	4900	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	253	15871	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	1393	87500	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	740	46500	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	39341	2469575	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	51	3225	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	390	24500	SH	DEFINE
HOT TOPIC INC	COM	441339108	7981	1851700	SH	DEFINE
HOUSTON WIRE & CABLE CO	COM	44244K109	4940	308414	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	3475	42227	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	939	11415	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	20416	251548	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	1655	20115	SH	DEFINE
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	406	13300	SH	DEFINE
HUB GROUP INC	CL A	443320106	4969	151090	SH	DEFINE
HUB GROUP INC	CL A	443320106	342	10400	SH	DEFINE
HUB GROUP INC	CL A	443320106	230	7000	SH	DEFINE
HUBBELL INC	CL B	443510201	844	19308	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	15912	900000	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	854	48283	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	8533	482612	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	2047	347700	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	14	2398	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	1876	59700	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	29849	949692	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	4	132	SH	DEFINE
HUNTSMAN CORP	COM	447011107	201981	8576810	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	22595	543800	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	4515	108664	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	312	7500	SH	DEFINE
IAC INTERACTIVECORP	COM NEW	44919P300	6230	300100	SH	DEFINE
IAC INTERACTIVECORP	COM NEW	44919P300	73	3500	SH	DEFINE
ICICI BK LTD	ADR	45104G104	11908	311805	SH	DEFINE
ICICI BK LTD	ADR	45104G104	4571	119699	SH	DEFINE
ICICI BK LTD	ADR	45104G104	7666	193676	SH	DEFINE
ICICI BK LTD	ADR	45104G104	46287	1212026	SH	DEFINE
IDACORP INC	COM	451107106	16797	523100	SH	DEFINE
IDENIX PHARMACEUTICALS INC	COM	45166R204	709	141300	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	7403	153500	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	48230	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	4841	100365	SH	DEFINE
IMPERIAL CAP BANCORP INC	COM	452680101	9638	445796	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	816	15607	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	49	930	SH	DEFINE
IMS HEALTH INC	COM	449934108	10505	500000	SH	DEFINE
IMS HEALTH INC	COM	449934108	1167	55564	SH	DEFINE
INDEVUS PHARMACEUTICALS INC	COM	454072109	7050	1478051	SH	DEFINE
INDEVUS PHARMACEUTICALS INC	COM	454072109	3896	816850	SH	DEFINE
INDEVUS PHARMACEUTICALS INC	COM	454072109	287	60100	SH	DEFINE
INDEVUS PHARMACEUTICALS INC	COM	454072109	382	80000	SH	DEFINE
INDIA FD INC	COM	454089103	2079	45775	SH	DEFINE
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	1	72	SH	DEFINE
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	17964	2634081	SH	DEFINE
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	9427	1342824	SH	DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	1708	47760	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	1777	47563	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	6094	163074	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	29213	792551	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	1523	40765	SH	DEFINE

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

ING GROEP N V	SPONSORED ADR	456837103	224	6000	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	44669	1002000	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	1790	40155	SH	DEFINE
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	343	7700	SH	DEFINE
INSPIRE PHARMACEUTICALS INC	COM	457733103	3055	793661	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	1163	100000	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	37312	800000	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	34	725	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	1508	32762	SH	DEFINE
INTEGRYS ENERGY GROUP INC	COM	45822P105	1405	30132	SH	DEFINE
INTEL CORP	COM	458140100	1059	50000	SH	DEFINE
INTEL CORP	COM	458140100	1223150	57750550	SH	DEFINE
INTEL CORP	COM	458140100	20545	970000	SH	DEFINE
INTEL CORP	COM	458140100	71932	3396200	SH	DEFINE
INTEL CORP	COM	458140100	180	8500	SH	OTHER
INTEL CORP	COM	458140100	1821	86000	SH	DEFINE
INTEL CORP	COM	458140100	35	1650	SH	DEFINE
INTEL CORP	COM	458140100	2416	116290	SH	DEFINE
INTEL CORP	COM	458140100	176	8300	SH	DEFINE
INTEL CORP	COM	458140100	3702	174769	SH	DEFINE
INTEL CORP	COM	458140100	381	18000	SH	DEFINE
INTEL CORP	SDCV	2.950%12/1458140AD2	3407	3450000	PRN	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	3299	25277	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	209	1600	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	196	1500	SH	DEFINE
INTERMEC INC	COM	458786100	23	1041	SH	DEFINE
INTERMEC INC	COM	458786100	7656	344991	SH	DEFINE
INTERNAP NETWORK SVCS CORP	COM PAR \$.001	45885A300	4873	982488	SH	DEFINE
INTERNAP NETWORK SVCS CORP	COM PAR \$.001	45885A300	9	1850	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	10371	90070	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	18898	164150	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	66781	580000	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	148364	1288556	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	36	310	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	8275	72005	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	207	1800	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1496	12989	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	461	4000	SH	DEFINE
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	203	4600	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	78198	1944739	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	6771	168384	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	520	12920	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	752	18703	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	1005	25000	SH	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	8535	445000	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	427	50733	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	3605	428670	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	40667	4835351	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	520	61790	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	193813	23045583	SH	DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	4822	573370	SH	DEFINE
INTERSIL CORP	CL A	46069S109	981	38200	SH	DEFINE
INTERSIL CORP	CL A	46069S109	4	142	SH	DEFINE
INTERTAPE POLYMER GROUP INC	COM	460919103	877	370000	SH	DEFINE
INTERVOICE INC NEW	COM	461142101	16590	2083950	SH	DEFINE
INTL PAPER CO	COM	460146103	887	32601	SH	DEFINE
INTL PAPER CO	COM	460146103	454060	16693932	SH	DEFINE
INTL PAPER CO	COM	460146103	5484	201616	SH	DEFINE
INTL PAPER CO	COM	460146103	39	1440	SH	DEFINE
INTL PAPER CO	COM	460146103	216770	7969503	SH	DEFINE
INTUIT	COM	461202103	2216	82050	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	3244	10000	SH	DEFINE

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

INTUITIVE SURGICAL INC	COM NEW	46120E602	324	1000	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	36	111	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	7	21	SH	DEFINE
INVESCO LTD	SHS	G491BT108	5561	228270	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1864	76520	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1408	57800	SH	DEFINE
INVESCO LTD	SHS	G491BT108	7070	290220	SH	DEFINE
INVESCO LTD	SHS	G491BT108	2907	119350	SH	DEFINE
INVESCO LTD	SHS	G491BT108	6021	247159	SH	DEFINE
INVESCO LTD	SHS	G491BT108	867	35585	SH	DEFINE
INVESCO LTD	SHS	G491BT108	418920	17197039	SH	DEFINE
INVESCO LTD	SHS	G491BT108	178947	7345947	SH	DEFINE
INVESCO LTD	SHS	G491BT108	541	22212	SH	DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	9129	197680	SH	DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	559	12100	SH	DEFINE
INVESTTOOLS INC	COM	46145P103	6223	566210	SH	DEFINE
INVESTTOOLS INC	COM	46145P103	346	31500	SH	DEFINE
INVITROGEN CORP	COM	46185R100	1268	14833	SH	DEFINE
INVITROGEN CORP	COM	46185R100	1067	12480	SH	DEFINE
IOMAI CORP	COM	46202P103	552	345400	SH	DEFINE
IOMAI CORP	COM	46202P103	186	116500	SH	DEFINE
IPC HLDGS LTD	ORD	G4933P101	100769	3598900	SH	DEFINE
IPC HLDGS LTD	ORD	G4933P101	16271	581114	SH	DEFINE
IRON MTN INC	COM	462846106	8564	323887	SH	DEFINE
IRON MTN INC	COM	462846106	479	18100	SH	DEFINE
ISHARES COMEX GOLD TR	ISHARES	464285105	503	5550	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	405	32754	SH	DEFINE
ISHARES INC	MSCI HONG KONG	464286871	1370	76300	SH	DEFINE
ISHARES TR	DJ SEL DIV INX	464287168	3040	52540	SH	DEFINE
ISHARES TR	US TIPS BD FD	464287176	2823	25686	SH	DEFINE
ISHARES TR	FTSE XNHUA IDX	464287184	3597	26620	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	8727	66073	SH	DEFINE
ISHARES TR	LEHMAN AGG BND	464287226	258	2500	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	33687	250688	SH	DEFINE
ISHARES TR	20+ YR TRS BD	464287432	217	2261	SH	DEFINE
ISHARES TR	MSCI EAFE IDX	464287465	28409	395117	SH	DEFINE
ISHARES TR	MSCI EAFE IDX	464287465	9418	131462	SH	DEFINE
ISHARES TR	COHEN&ST RLTY	464287564	318	3958	SH	DEFINE
ISHARES TR	RUSL 2000 VALU	464287630	2013	30700	SH	DEFINE
ISHARES TR	RUSL 2000 GROW	464287648	126	1735	SH	DEFINE
ISHARES TR	RUSL 2000 GROW	464287648	167	2288	SH	DEFINE
ISHARES TR	RUSSELL 2000	464287655	434	6340	SH	DEFINE
ISHARES TR	DJ US UTILS	464287697	439	4775	SH	DEFINE
ISHARES TR	S&P EURO PLUS	464287861	218	2100	SH	DEFINE
ISTA PHARMACEUTICALS INC	COM NEW	45031X204	814	421800	SH	DEFINE
ISTAR FINL INC	COM	45031U101	170998	12188200	SH	DEFINE
ISTAR FINL INC	COM	45031U101	914	65180	SH	DEFINE
ISTAR FINL INC	COM	45031U101	146	10400	SH	DEFINE
ISTAR FINL INC	COM	45031U101	56	4000	SH	DEFINE
ISTAR FINL INC	COM	45031U101	2582	184006	SH	DEFINE
ISTAR FINL INC	FRNT	10/045031UBF7	248662	350970000	PRN	DEFINE
ITRON INC	COM	465741106	469	5200	SH	DEFINE
ITRON INC	COM	465741106	7978	88418	SH	DEFINE
ITRON INC	COM	465741106	577	6400	SH	DEFINE
ITT CORP NEW	COM	450911102	1829	35294	SH	DEFINE
ITT CORP NEW	COM	450911102	233	4500	SH	DEFINE
ITURAN LOCATION AND CONTROL	SHS	M6158M104	7813	771995	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	261	25300	SH	DEFINE
IVAX CORP	NOTE	4.500% 5/1465823AG7	5219	5000000	PRN	DEFINE
IXIA	COM	45071R109	19852	2558300	SH	DEFINE
IXIA	COM	45071R109	5871	756520	SH	DEFINE
IXIA	COM	45071R109	378	48700	SH	DEFINE

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

IXIA	COM	45071R109	14364	1851320	SH	DEFINE
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	1017	54600	SH	DEFINE
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	15	810	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	7580	103000	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	3002	40796	SH	DEFINE
JER INVT TR INC	COM	46614H301	3312	390580	SH	DEFINE
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	9669	1650000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	1676	25830	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	1063715	16397798	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	70124	1081000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	140450	2165107	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	188	2900	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	2465	38000	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	66	1020	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	37018	571265	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	474	7300	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	2922	45048	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	2722	80540	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	10623	314470	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	40560	1200000	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	467	13821	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	22	650	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	389	11500	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	210	6200	SH	DEFINE
JONES LANG LASALLE INC	COM	48020Q107	88051	1138498	SH	DEFINE
JONES LANG LASALLE INC	COM	48020Q107	1160	14995	SH	DEFINE
JOY GLOBAL INC	COM	481165108	3756	57650	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	436667	10166870	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	38901	905739	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	7262	169080	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	30	710	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	86	2010	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	10654	248595	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	19338	450256	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	2748	63970	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	7926	184536	SH	DEFINE
JP MORGAN CHASE & CO	COM	46625H100	4430	103133	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	16210	648550	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	651	26031	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	9	350	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	153	6130	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	57	2300	SH	DEFINE
JUNIPER NETWORKS INC	NOTE	6/148203RAC8	16461	13000000	PRN	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	14533	302389	SH	DEFINE
KANSAS CITY LIFE INS CO	COM	484836101	96	2000	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	47458	1183200	SH	DEFINE
KAYDON CORP	COM	486587108	5810	132310	SH	DEFINE
KAYDON CORP	COM	486587108	417	9500	SH	DEFINE
KB HOME	COM	48666K109	22287	901200	SH	DEFINE
KB HOME	COM	48666K109	93	3750	SH	DEFINE
KB HOME	COM	48666K109	739	29874	SH	DEFINE
KBR INC	COM	48242W106	418	15085	SH	DEFINE
KELLOGG CO	COM	487836108	1071	20375	SH	DEFINE
KELLY SVCS INC	CL A	488152208	47550	2312750	SH	DEFINE
KENNAMETAL INC	COM	489170100	39189	1331600	SH	DEFINE
KENNAMETAL INC	COM	489170100	4085	138800	SH	DEFINE
KENNAMETAL INC	COM	489170100	4	152	SH	DEFINE
KEYCORP NEW	COM	493267108	242	11010	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	35	712	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	363	7400	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	192	3900	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	9938	202500	SH	DEFINE

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

KILROY RLTY CORP	COM	49427F108	103	2100	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	5422	84000	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	4769	73884	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	458	11700	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	537	13707	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	2190	55900	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	1065	27200	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	55246	1411084	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	91	2330	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	595	15200	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	9187	167988	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	88	1600	SH	OTHER
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	273	5000	SH	DEFINE
KINDRED HEALTHCARE INC	COM	494580103	544	26171	SH	CALL DEFINE
KINDRED HEALTHCARE INC	COM	494580103	157054	7559334	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	18573	500610	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	1299	35000	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	27	738	SH	DEFINE
KLA-TENCOR CORP	COM	482480100	17	460	SH	DEFINE
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G106	133	5000	SH	DEFINE
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G106	80	3000	SH	OTHER
KNOT INC	COM	499184109	3367	286540	SH	DEFINE
KNOT INC	COM	499184109	270	23000	SH	DEFINE
KNOT INC	COM	499184109	100	8500	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	5346	515000	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	428	41242	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	3486	336015	SH	DEFINE
KOHL'S CORP	COM	500255104	1418	33064	SH	DEFINE
KONGZHONG CORP	SPONSORED ADR	50047P104	229	53000	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	743	19370	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	24	618	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	12870	335692	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	33454	891859	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	13336	347824	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	1250	22499	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	1703	30387	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	14225	253790	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	25008	447280	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	20066	361875	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	433	7730	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	72850	1299730	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	145226	2591016	SH	DEFINE
KOOKMIN BK NEW	SPONSORED ADR	50049M109	946	16877	SH	DEFINE
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	22	1450	SH	DEFINE
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	1	55	SH	DEFINE
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	7565	508027	SH	DEFINE
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	8988	597603	SH	DEFINE
KOSAN BIOSCIENCES INC	COM	50064W107	2239	1423391	SH	DEFINE
KOSAN BIOSCIENCES INC	COM	50064W107	157	100000	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	5100	164448	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	307908	9929573	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	20873	673152	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	5	172	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	3194	103000	SH	DEFINE
KROGER CO	COM	501044101	371	14602	SH	DEFINE
KROGER CO	COM	501044101	251359	9896407	SH	DEFINE
KROGER CO	COM	501044101	25296	995887	SH	DEFINE
KROGER CO	COM	501044101	20265	797850	SH	DEFINE
KROGER CO	COM	501044101	5024	197800	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	28	1160	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	9613	404760	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	2787	117332	SH	DEFINE

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

KT CORP	SPONSORED ADR	48268K101	31636	1332032	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	6611	278361	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	71	2974	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	604473	25451488	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	58435	2460410	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	9729	88980	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	180	1650	SH	OTHER
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	229	2090	SH	DEFINE
LA Z BOY INC	COM	505336107	29378	3522500	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	583	7915	SH	DEFINE
LADISH INC	COM NEW	505754200	263	7306	SH	DEFINE
LADISH INC	COM NEW	505754200	1	22	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	72114	1886810	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	49	1274	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	539	14100	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	182	4771	SH	DEFINE
LAMAR ADVERTISING CO	CL A	512815101	331	9210	SH	DEFINE
LASALLE HOTEL PTYS	COM SH BEN INT	517942108	333	11600	SH	DEFINE
LATIN AMER EQUITY FD INC NEW	COM	51827Q106	10044	222015	SH	DEFINE
LATIN AMER EQUITY FD INC NEW	COM	51827Q106	70	1547	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	8039	175335	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	2732	78000	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	105	3000	SH	DEFINE
LEAP WIRELESS INTL INC	COM NEW	521863308	3980	85400	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	3048	432360	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	41795	5928400	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	180	25470	SH	DEFINE
LEAR CORP	COM	521865105	98091	3786337	SH	DEFINE
LEAR CORP	COM	521865105	3610	139338	SH	DEFINE
LEAR CORP	COM	521865105	596	23000	SH	DEFINE
LEAR CORP	COM	521865105	44264	1708388	SH	DEFINE
LEAR CORP	COM	521865105	604	23330	SH	DEFINE
LECG CORP	COM	523234102	15292	1634821	SH	DEFINE
LEGG MASON INC	COM	524901105	1960	35010	SH	DEFINE
LEGG MASON INC	COM	524901105	1674	29900	SH	DEFINE
LEGG MASON INC	COM	524901105	147867	2641562	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	67754	4442900	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	1242	81420	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	6527	427838	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	34	2200	SH	DEFINE
LEHMAN BROS HLDGS INC	COM	524908100	1077	28600	SH	DEFINE
LEHMAN BROS HLDGS INC	COM	524908100	791	21026	SH	DEFINE
LENNAR CORP	CL A	526057104	9029	480000	SH	DEFINE
LENNAR CORP	CL B	526057302	828	48000	SH	DEFINE
LENNOX INTL INC	COM	526107107	27733	771000	SH	DEFINE
LEUCADIA NATL CORP	COM	527288104	828	18300	SH	DEFINE
LEUCADIA NATL CORP	NOTE 3.750% 4/15	527288AX2	7520	3600000	PRN	DEFINE
LEXMARK INTL NEW	CL A	529771107	71	2300	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	140688	4579749	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	373	12150	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	1061	34530	SH	DEFINE
LEXMARK INTL NEW	CL A	529771107	20313	661234	SH	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	2688	78860	SH	DEFINE
LIBERTY MEDIA CORP	DEB 3.500% 1/15	530715AN1	4714	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	530715AR2	6926	10000000	PRN	DEFINE
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	606	26756	SH	DEFINE
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	240353	10616048	SH	DEFINE
LIBERTY MEDIA HLDG CORP	INT COM SER A	53071M104	580	35947	SH	DEFINE
LIBERTY MEDIA HLDG CORP	CAP COM SER A	53071M302	109	6939	SH	DEFINE
LIBERTY MEDIA HLDG CORP	CAP COM SER A	53071M302	39886	2534038	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	5230	168122	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	513	16500	SH	DEFINE

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

LIBERTY PPTY TR	SH BEN INT	531172104	280	9000	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	14277	458900	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	48	1545	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	149	4800	SH	DEFINE
LIFE TIME FITNESS INC	COM	53217R207	3588	114960	SH	DEFINE
LIFE TIME FITNESS INC	COM	53217R207	268	8600	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	717	26100	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	3960	144160	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	0	15	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	24	880	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	12362	450000	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	159	5800	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	363	13200	SH	DEFINE
LILLY ELI & CO	COM	532457108	20636	400000	SH	DEFINE
LILLY ELI & CO	COM	532457108	6254	121221	SH	DEFINE
LILLY ELI & CO	COM	532457108	360	6987	SH	DEFINE
LILLY ELI & CO	COM	532457108	10	200	SH	DEFINE
LILLY ELI & CO	COM	532457108	347	6720	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	637	37250	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	222	13000	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	21199	407669	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	208	4000	SH	DEFINE
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	13838	4132185	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	13800	1415400	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	5751	589800	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	488	50000	SH	DEFINE
LIONS GATE ENTMNT CORP	COM NEW	535919203	258	26500	SH	DEFINE
LIONS GATE ENTMNT CORP	NOTE 3.625% 3/15	535919AG9	9598	10000000	PRN	DEFINE
LIZ CLAIBORNE INC	COM	539320101	126	6946	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	1308	72050	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	200	11010	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	8886	489590	SH	DEFINE
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	1044	29075	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	49650	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	8944	90067	SH	DEFINE
LOEWS CORP	COM	540424108	466	11594	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	63632	2501251	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	3816	150000	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	1272	50010	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	4	142	SH	DEFINE
LOWES COS INC	COM	548661107	17654	769558	SH	DEFINE
LOWES COS INC	COM	548661107	5309	231435	SH	DEFINE
LOWES COS INC	NOTE 2/15	548661CF2	10534	13000000	PRN	DEFINE
LSI CORPORATION	COM	502161102	3	533	SH	DEFINE
LSI CORPORATION	COM	502161102	251038	50714225	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	4955	174300	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	907	31900	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	60	2100	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	3755	149250	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	15448	614000	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1132	45000	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1183	47000	SH	DEFINE
M & T BK CORP	COM	55261F104	221	2750	SH	DEFINE
M D C HLDGS INC	COM	552676108	75927	1733900	SH	DEFINE
M/I HOMES INC	COM	55305B101	36013	2120900	SH	DEFINE
MACERICH CO	COM	554382101	37	532	SH	DEFINE
MACERICH CO	COM	554382101	372	5300	SH	DEFINE
MACERICH CO	COM	554382101	197	2800	SH	DEFINE
MACERICH CO	COM	554382101	9743	138800	SH	DEFINE
MACERICH CO	COM	554382101	79	1130	SH	DEFINE
MACERICH CO	COM	554382101	105	1500	SH	DEFINE
MACQUARIE INFRASTR CO LLC	MEMBERSHIP INT	55608B105	894	30700	SH	DEFINE

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

MACYS INC	COM	55616P104	262	11360	SH	DEFINE
MACYS INC	COM	55616P104	3553	154093	SH	DEFINE
MACYS INC	COM	55616P104	138	6000	SH	DEFINE
MANITOWOC INC	COM	563571108	10812	265000	SH	DEFINE
MANITOWOC INC	COM	563571108	18	440	SH	DEFINE
MANITOWOC INC	COM	563571108	568	13930	SH	DEFINE
MANNKIND CORP	COM	56400P201	1499	251400	SH	DEFINE
MANNKIND CORP	COM	56400P201	24	4100	SH	DEFINE
MANPOWER INC	COM	56418H100	1591	28275	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	36841	970000	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	306	8054	SH	DEFINE
MARATHON OIL CORP	COM	565849106	17660	386960	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1519	33311	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	144341	5344000	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	256	9480	SH	DEFINE
MARINER ENERGY INC	COM	56845T305	17761	657573	SH	DEFINE
MARKETAXESS HLDGS INC	COM	57060D108	2021	203296	SH	DEFINE
MARKETAXESS HLDGS INC	COM	57060D108	185	18600	SH	DEFINE
MARKETAXESS HLDGS INC	COM	57060D108	129	13000	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	18175	746400	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	267	10973	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	704	28917	SH	DEFINE
MARSHALL & ILSLEY CORP NEW	COM	571837103	872	37599	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	2215	20867	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	299	27526	SH	DEFINE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	192	17650	SH	DEFINE
MASCO CORP	COM	574599106	2558	129000	SH	DEFINE
MASCO CORP	COM	574599106	21261	1072150	SH	DEFINE
MASCO CORP	COM	574599106	117	5906	SH	DEFINE
MASCO CORP	COM	574599106	3	135	SH	DEFINE
MASIMO CORP	COM	574795100	27123	1043181	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	63418	284400	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	345	1547	SH	DEFINE
MATSUSHITA ELEC INDL	ADR	576879209	13	605	SH	DEFINE
MATSUSHITA ELEC INDL	ADR	576879209	297	13650	SH	DEFINE
MATSUSHITA ELEC INDL	ADR	576879209	3	135	SH	DEFINE
MATTEL INC	COM	577081102	946	47535	SH	DEFINE
MATTEL INC	COM	577081102	428016	21507295	SH	DEFINE
MATTEL INC	COM	577081102	3084	154986	SH	DEFINE
MATTEL INC	COM	577081102	18908	950167	SH	DEFINE
MATTEL INC	COM	577081102	594	29831	SH	DEFINE
MAX CAPITAL GROUP LTD	SHS	G6052F103	5519	210740	SH	DEFINE
MAX CAPITAL GROUP LTD	SHS	G6052F103	367	14000	SH	DEFINE
MAX CAPITAL GROUP LTD	SHS	G6052F103	170	6500	SH	DEFINE
MBIA INC	COM	55262C100	9959	815000	SH	DEFINE
MBIA INC	COM	55262C100	233	19040	SH	DEFINE
MBIA INC	COM	55262C100	0	40	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	93870	2539095	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	320	8659	SH	DEFINE
MCDERMOTT INTL INC	COM	580037109	262	4775	SH	DEFINE
MCDONALDS CORP	COM	580135101	4657	83500	SH	DEFINE
MCDONALDS CORP	COM	580135101	15909	285266	SH	DEFINE
MCDONALDS CORP	COM	580135101	12510	224345	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	16764	453696	SH	DEFINE
MCMORAN EXPLORATION CO	COM	582411104	24374	1409950	SH	DEFINE
MCMORAN EXPLORATION CO	COM	582411104	3	189	SH	DEFINE
MCMORAN EXPLORATION CO	PFD MAND CNV	582411500	23079	192900	SH	DEFINE
MDU RES GROUP INC	COM	552690109	477	19438	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	42482	1560700	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	238408	8758947	SH	DEFINE
MEDAREX INC	COM	583916101	875	98900	SH	DEFINE
MEDASSETS INC	COM	584045108	3207	216400	SH	DEFINE

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

MEDCO HEALTH SOLUTIONS INC	COM	58405U102	2601	59400	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	4225	96480	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	15709	358740	SH	DEFINE
MEDICINES CO	COM	584688105	17004	842000	SH	DEFINE
MEDICINES CO	COM	584688105	2	100	SH	DEFINE
MEDICINES CO	COM	584688105	49	2410	SH	DEFINE
MEDTRONIC INC	COM	585055106	31653	654505	SH	DEFINE
MEDTRONIC INC	COM	585055106	2902	60000	SH	DEFINE
MEDTRONIC INC	COM	585055106	50357	1041073	SH	DEFINE
MEDTRONIC INC	COM	585055106	27	560	SH	DEFINE
MEDTRONIC INC	COM	585055106	5958	123171	SH	DEFINE
MEDTRONIC INC	COM	585055106	203	4200	SH	DEFINE
MEDTRONIC INC	COM	585055106	215	4442	SH	DEFINE
MEDTRONIC INC	COM	585055106	435	9000	SH	DEFINE
MEDTRONIC INC	NOTE	1.500% 4/1585055ALO	4198	4000000	PRN	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	12436	175400	SH	DEFINE
MEMC ELECTR MATLS INC	COM	552715104	496	7000	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	23680	1017600	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	91191	3918830	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	1681	72258	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	1988	50000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	1981	49825	SH	DEFINE
MERCER INS GROUP INC	COM	587902107	1628	93600	SH	DEFINE
MERCER INTL INC	COM	588056101	16384	2350700	SH	DEFINE
MERCER INTL INC	COM	588056101	0	36	SH	DEFINE
MERCK & CO INC	COM	589331107	1810	47700	SH	DEFINE
MERCK & CO INC	COM	589331107	599592	15799530	SH	DEFINE
MERCK & CO INC	COM	589331107	18975	500000	SH	DEFINE
MERCK & CO INC	COM	589331107	94375	2486823	SH	DEFINE
MERCK & CO INC	COM	589331107	12432	323654	SH	DEFINE
MERCK & CO INC	COM	589331107	4107	108230	SH	DEFINE
MERCK & CO INC	COM	589331107	25967	684230	SH	DEFINE
MERCK & CO INC	COM	589331107	121811	3180622	SH	DEFINE
MERCK & CO INC	COM	589331107	1501	33838	SH	DEFINE
MERCK & CO INC	COM	589331107	1783	46975	SH	DEFINE
MERCK & CO INC	COM	589331107	574427	15136423	SH	DEFINE
MERCK & CO INC	COM	589331107	31167	821253	SH	DEFINE
MERCK & CO INC	COM	589331107	1243	32749	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	21416	483319	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	102	2300	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	245386	6023350	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	12742	312766	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	1630	40000	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	7771	190751	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	2516	61750	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	2446	60838	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	23675	581128	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	1876	46049	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	72753	1785779	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	808	19821	SH	DEFINE
MERRILL LYNCH & CO INC	COM	590188108	560	13747	SH	DEFINE
MERRILL LYNCH & CO INC	NOTE	3/1590188W46	19474	18245000	PRN	DEFINE
METAVANTE TECHNOLOGIES INC	COM	591407101	230	11522	SH	DEFINE
METHODE ELECTRS INC	COM	591520200	6585	564911	SH	DEFINE
METLIFE INC	COM	59156R108	27593	457900	SH	DEFINE
METLIFE INC	COM	59156R108	4485	74421	SH	DEFINE
METROPCS COMMUNICATIONS INC	COM	591708102	112193	6599575	SH	DEFINE
METROPCS COMMUNICATIONS INC	COM	591708102	1659	97571	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	43821	451200	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	83644	861248	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	4856	50000	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	12485	128593	SH	DEFINE

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

MEXICO FD INC	COM	592835102	21505	620800	SH	DEFINE
MGIC INVT CORP WIS	COM	552848103	7987	758500	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	274521	8387570	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	10028	306388	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	327	10000	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	27	810	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	2634	81167	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	2433	74339	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	262	8000	SH	DEFINE
MICRON TECHNOLOGY INC	COM	595112103	65	10900	SH	DEFINE
MICRON TECHNOLOGY INC	NOTE	1.875% 6/0595112AH6	14625	20000000	PRN	DEFINE
MICROS SYS INC	COM	594901100	4719	140200	SH	DEFINE
MICROSEMI CORP	COM	595137100	220218	9659282	SH	DEFINE
MICROSEMI CORP	COM	595137100	6955	305040	SH	DEFINE
MICROSEMI CORP	COM	595137100	479	21000	SH	DEFINE
MICROSEMI CORP	COM	595137100	39	1690	SH	DEFINE
MICROSEMI CORP	COM	595137100	315	13830	SH	DEFINE
MICROSEMI CORP	COM	595137100	249	10900	SH	DEFINE
MICROSEMI CORP	COM	595137100	18974	832446	SH	DEFINE
MICROSOFT CORP	COM	594918104	4910	173000	SH	DEFINE
MICROSOFT CORP	COM	594918104	104539	3684020	SH	DEFINE
MICROSOFT CORP	COM	594918104	33347	1175000	SH	DEFINE
MICROSOFT CORP	COM	594918104	88708	3125717	SH	DEFINE
MICROSOFT CORP	COM	594918104	156	5500	SH	OTHER
MICROSOFT CORP	COM	594918104	770159	27138416	SH	DEFINE
MICROSOFT CORP	COM	594918104	25771	909680	SH	DEFINE
MICROSOFT CORP	COM	594918104	12803	451130	SH	DEFINE
MICROSOFT CORP	COM	594918104	40621	1433334	SH	DEFINE
MICROSOFT CORP	COM	594918104	182033	6420706	SH	DEFINE
MICROSOFT CORP	COM	594918104	7251	258044	SH	DEFINE
MICROSOFT CORP	COM	594918104	3320	117000	SH	DEFINE
MICROSOFT CORP	COM	594918104	1781182	62761887	SH	DEFINE
MICROSOFT CORP	COM	594918104	50116	1765893	SH	DEFINE
MICROSOFT CORP	COM	594918104	2328	82030	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	5046	1378700	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	3441	940140	SH	DEFINE
MICROTUNE INC DEL	COM	59514P109	282	77000	SH	DEFINE
MIDCAP SPDR TR	UNIT SER 1	595635103	4690	33116	SH	DEFINE
MIDLAND CO	COM	597486109	24998	385000	SH	DEFINE
MILLENNIUM PHARMACEUTICALS I	COM	599902103	85975	5561425	SH	DEFINE
MILLENNIUM PHARMACEUTICALS I	COM	599902103	16	1052	SH	DEFINE
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1471	95171	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	2	20	SH	DEFINE
MILLICOM INTL CELLULAR S A	SHS NEW	L6388F110	473	5000	SH	DEFINE
MILLIPORE CORP	COM	601073109	2737	40610	SH	DEFINE
MILLIPORE CORP	COM	601073109	26964	400000	SH	DEFINE
MILLIPORE CORP	COM	601073109	430	6379	SH	DEFINE
MILLIPORE CORP	COM	601073109	3013	44700	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	582	20100	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	317	10950	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	55796	1354600	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	7442	118500	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	10932	174127	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	35	4000	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	2010	231000	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	5912	674834	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	6569	755090	SH	DEFINE
MOBILE MINI INC	COM	60740F105	11577	609300	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	2276	30000	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	76	1000	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	1718	22650	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	85333	1125100	SH	DEFINE

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

MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	76482	1008330	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	26848	353960	SH	DEFINE
MOLEX INC	COM	608554101	3393	146483	SH	DEFINE
MOLEX INC	COM	608554101	182	7866	SH	DEFINE
MOLEX INC	COM	608554101	131	5665	SH	OTHER
MOLEX INC	CL A	608554200	3202	146483	SH	DEFINE
MOLEX INC	CL A	608554200	62	2859	SH	DEFINE
MONACO COACH CORP	COM	60886R103	22975	2423500	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	25790	231300	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	2498	22401	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	45816	2854600	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	98	6100	SH	DEFINE
MOODYS CORP	COM	615369105	18739	538000	SH	DEFINE
MOODYS CORP	COM	615369105	815	23403	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	2340	51200	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	159	3480	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	7616	166643	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	4184	91557	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	860	18820	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	34851	762565	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1435	32046	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1622	35499	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	8286	181302	SH	DEFINE
MOSAIC CO	COM	61945A107	4104	40000	SH	DEFINE
MOSAIC CO	COM	61945A107	75	733	SH	DEFINE
MOSAIC CO	COM	61945A107	534	5200	SH	DEFINE
MOTOROLA INC	COM	620076109	2156	231857	SH	DEFINE
MOTOROLA INC	COM	620076109	346981	37310954	SH	DEFINE
MOTOROLA INC	COM	620076109	1317	141611	SH	DEFINE
MSCI INC	CL A	55354G100	8535	286900	SH	DEFINE
MUELLER INDS INC	COM	624756102	71046	2462600	SH	DEFINE
MUELLER INDS INC	COM	624756102	289	10000	SH	DEFINE
MURPHY OIL CORP	COM	626717102	13175	160500	SH	DEFINE
MURPHY OIL CORP	COM	626717102	1220	14858	SH	DEFINE
MURPHY OIL CORP	COM	626717102	605	7360	SH	DEFINE
MURPHY OIL CORP	COM	626717102	3	31	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM	55402X105	10089	286135	SH	DEFINE
MYLAN INC	COM	628530107	546	47028	SH	DEFINE
MYLAN INC	PFD CONV	628530206	424	490	SH	DEFINE
MYLAN INC	PFD CONV	628530206	104	120	SH	OTHER
MYRIAD GENETICS INC	COM	62855J104	69575	1726870	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	8998	266560	SH	DEFINE
NABORS INDUSTRIES LTD	SHS	G6359F103	4055	120090	SH	DEFINE
NACCO INDS INC	CL A	629579103	24766	305984	SH	DEFINE
NANOGEN INC	COM	630075109	9	20000	SH	DEFINE
NASDAQ STOCK MARKET INC	COM	631103108	1	16	SH	DEFINE
NASDAQ STOCK MARKET INC	COM	631103108	864	22341	SH	SOLE
NASH FINCH CO	COM	631158102	204	6000	SH	DEFINE
NASHUA CORP	COM	631226107	3934	357930	SH	DEFINE
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	2770	262285	SH	DEFINE
NATIONAL CITY CORP	COM	635405103	133	13370	SH	DEFINE
NATIONAL FINL PARTNERS CORP	COM	63607P208	3080	137070	SH	DEFINE
NATIONAL FINL PARTNERS CORP	COM	63607P208	254	11300	SH	DEFINE
NATIONAL FINL PARTNERS CORP	COM	63607P208	97	4300	SH	DEFINE
NATIONAL FINL PARTNERS CORP	COM	63607P208	6253	278319	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	9186	351402	SH	DEFINE
NATIONAL INSTRS CORP	COM	636518102	5677	217209	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	119969	2055356	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	6430	110145	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	1985	34000	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	1483	25405	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM	637071101	28905	495112	SH	DEFINE

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

NATIONAL WESTN LIFE INS CO	CL A	638522102	37505	173000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	1326	39300	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	1272	37700	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	675	20000	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	34390	1019094	SH	DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	375	11100	SH	DEFINE
NAVTEQ CORP	COM	63936L100	415	6100	SH	DEFINE
NAVTEQ CORP	COM	63936L100	104467	1536202	SH	DEFINE
NAVTEQ CORP	COM	63936L100	105691	1554284	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	18684	774000	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	4619	191360	SH	DEFINE
NETLOGIC MICROSYSTEMS INC	COM	64118B100	309	12800	SH	DEFINE
NEUSTAR INC	CL A	64126X201	1061	40050	SH	DEFINE
NEUSTAR INC	CL A	64126X201	2	70	SH	DEFINE
NEW AMER HIGH INCOME FD INC	COM	641876107	16	10126	SH	DEFINE
NEW IRELAND FUND INC	COM	645673104	2599	135000	SH	DEFINE
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	1725	26589	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	6524	345560	SH	DEFINE
NEW YORK TIMES CO	CL A	650111107	245	13000	SH	DEFINE
NEWFIELD EXPL CO	COM	651290108	354	6700	SH	DEFINE
NEWFIELD EXPL CO	COM	651290108	5	93	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	46465	1025714	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1807	39881	SH	DEFINE
NEWS CORP	CL A	65248E104	11190	596810	SH	DEFINE
NEWS CORP	CL A	65248E104	7767	414229	SH	DEFINE
NEWS CORP	CL A	65248E104	163	8700	SH	OTHER
NEWS CORP	CL A	65248E104	951478	50747943	SH	DEFINE
NEWS CORP	CL A	65248E104	22198	1185696	SH	DEFINE
NEWS CORP	CL A	65248E104	30263	1614000	SH	DEFINE
NEWS CORP	CL A	65248E104	118658	6338966	SH	DEFINE
NEWS CORP	CL A	65248E104	3848	209344	SH	DEFINE
NEWS CORP	CL A	65248E104	2428	129495	SH	DEFINE
NEWS CORP	CL A	65248E104	1377460	73464532	SH	DEFINE
NEWS CORP	CL A	65248E104	85880	4580277	SH	DEFINE
NEWS CORP	CL A	65248E104	1719	91674	SH	DEFINE
NEWS CORP	CL B	65248E203	7145	375282	SH	DEFINE
NEWS CORP	CL B	65248E203	1904	100000	SH	DEFINE
NEWS CORP	CL B	65248E203	8279	434820	SH	DEFINE
NEWS CORP	CL B	65248E203	3818	200536	SH	DEFINE
NEWSTAR FINANCIAL INC	COM	65251F105	2547	491700	SH	DEFINE
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	371	39600	SH	DEFINE
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	324	34656	SH	DEFINE
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	34	3600	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	170943	5379060	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	92	2900	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	23	730	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	389	12240	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	137	4300	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	1442	45365	SH	DEFINE
NIKE INC	CL B	654106103	2666	39200	SH	DEFINE
NIKE INC	CL B	654106103	16245	238896	SH	DEFINE
NIKE INC	CL B	654106103	5732	84300	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	54	2500	SH	DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	268	12383	SH	DEFINE
NISOURCE INC	COM	65473P105	91975	5335000	SH	DEFINE
NISOURCE INC	COM	65473P105	219	12703	SH	DEFINE
NISOURCE INC	COM	65473P105	54	3130	SH	DEFINE
NISOURCE INC	COM	65473P105	5501	319067	SH	DEFINE
NISOURCE INC	COM	65473P105	3601	208903	SH	DEFINE
NOBLE CORPORATION	SHS	G65422100	6964	140400	SH	DEFINE
NOBLE CORPORATION	SHS	G65422100	715	14388	SH	DEFINE
NOBLE CORPORATION	SHS	G65422100	576	11600	SH	DEFINE

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

NOBLE CORPORATION	SHS	G65422100	24521	493680	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	163859	2250790	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	611	8390	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	2871	39439	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	74390	2337370	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	17460	548533	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	382	12000	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	30	940	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	1028	32290	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	226	7100	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	1645	51686	SH	DEFINE
NORDSON CORP	COM	655663102	66819	1240840	SH	DEFINE
NORDSTROM INC	COM	655664100	2364	72500	SH	DEFINE
NORDSTROM INC	COM	655664100	84561	2593890	SH	DEFINE
NORDSTROM INC	COM	655664100	5227	160340	SH	DEFINE
NORDSTROM INC	COM	655664100	1399	42920	SH	DEFINE
NORDSTROM INC	COM	655664100	1252	38600	SH	DEFINE
NORDSTROM INC	COM	655664100	3150	96638	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	74071	1363600	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	7441	136981	SH	DEFINE
NORTH AMERN ENERGY PARTNERS	COM	656844107	4460	290500	SH	DEFINE
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	330	10000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	38592	1572600	SH	DEFINE
NORTHEAST UTILS	COM	664397106	24540	1000000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	83	3400	SH	DEFINE
NORTHERN TR CORP	COM	665859104	299	4494	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	77810	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	8934	114820	SH	DEFINE
NORTHWEST AIRLS CORP	COM	667280408	76019	8456383	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	8128	191300	SH	DEFINE
NORTHWESTERN CORP	COM NEW	668074305	38190	1567072	SH	DEFINE
NOVAGOLD RES INC	COM NEW	66987E206	5012	650000	SH	DEFINE
NOVAGOLD RES INC	COM NEW	66987E206	8	1000	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	4020	78463	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	266	5200	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	6004	117195	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	24663	483971	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	11511	224690	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	9417	136000	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	163	2348	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	249	3600	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	2	36	SH	DEFINE
NSTAR	COM	67019E107	410	13480	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	146300	8403207	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	6032	346491	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	418	24000	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	275	15800	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	2142	123058	SH	DEFINE
NUCOR CORP	COM	670346105	264646	3906789	SH	DEFINE
NUCOR CORP	COM	670346105	2032	30000	SH	DEFINE
NUCOR CORP	COM	670346105	17833	263262	SH	DEFINE
NUCOR CORP	COM	670346105	115	1700	SH	DEFINE
NUCOR CORP	COM	670346105	122	1800	SH	DEFINE
NUVEEN INS NY TX FR ADV MUN	COM	670656107	511	38600	SH	DEFINE
NVIDIA CORP	COM	67066G104	30270	1529565	SH	DEFINE
NVIDIA CORP	COM	67066G104	4	207	SH	DEFINE
NVIDIA CORP	COM	67066G104	224	11299	SH	DEFINE
NYMEX HOLDINGS INC	COM	62948N104	1	7	SH	DEFINE
NYMEX HOLDINGS INC	COM	62948N104	41289	455574	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	6541	89400	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	42943	586880	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	407	5564	SH	DEFINE

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

OCCIDENTAL PETE CORP DEL	COM	674599105	563	7700	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	6277	99640	SH	DEFINE
OCULUS INNOVATIVE SCIENCES I	COM	67575P108	238	47000	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	3166	286500	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	383	34700	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	588	53200	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	2031	183759	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	117	6100	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	4323	225863	SH	DEFINE
OFFICEMAX INC DEL	COM	67622P101	8164	426560	SH	DEFINE
OIL STS INTL INC	COM	678026105	43891	979500	SH	DEFINE
OIL STS INTL INC	COM	678026105	10115	225800	SH	DEFINE
OILSANDS QUEST INC	-W EXP 12/05/200	678046111	108	119450	SH	DEFINE
OLD REP INTL CORP	COM	680223104	248617	19257683	SH	DEFINE
OLD REP INTL CORP	COM	680223104	211513	16384203	SH	DEFINE
OLD REP INTL CORP	COM	680223104	53	4100	SH	DEFINE
OMNICARE INC	COM	681904108	1875	103250	SH	DEFINE
OMNICARE INC	COM	681904108	3154	173680	SH	DEFINE
OMNICARE INC	COM	681904108	6345	349411	SH	DEFINE
OMNICARE INC	COM	681904108	590	32480	SH	DEFINE
OMNICARE INC	COM	681904108	900	49560	SH	DEFINE
OMNICELL INC	COM	68213N109	6710	333820	SH	DEFINE
OMNICELL INC	COM	68213N109	462	23000	SH	DEFINE
OMNICOM GROUP INC	COM	681919106	2811	63620	SH	DEFINE
OMNITURE INC	COM	68212S109	62870	2708730	SH	DEFINE
OMNITURE INC	COM	68212S109	1	35	SH	DEFINE
OMNITURE INC	COM	68212S109	150	6475	SH	DEFINE
OMNIVISION TECHNOLOGIES INC	COM	682128103	16287	968300	SH	DEFINE
ONEOK INC NEW	COM	682680103	207	4638	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	5583	192400	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	996	34300	SH	DEFINE
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	3587	120000	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	6000	289700	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	5012	242023	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	329	15900	SH	DEFINE
OPTIONSXPRESS HLDGS INC	COM	684010101	2	90	SH	DEFINE
ORACLE CORP	COM	68389X105	58650	2998450	SH	DEFINE
ORACLE CORP	COM	68389X105	9780	500000	SH	DEFINE
ORACLE CORP	COM	68389X105	9620	491834	SH	DEFINE
ORACLE CORP	COM	68389X105	14047	719370	SH	DEFINE
ORACLE CORP	COM	68389X105	9687	495250	SH	DEFINE
ORACLE CORP	COM	68389X105	1523	77850	SH	DEFINE
ORACLE CORP	COM	68389X105	72009	3686065	SH	DEFINE
ORACLE CORP	COM	68389X105	3944	203373	SH	DEFINE
ORACLE CORP	COM	68389X105	2491	127370	SH	DEFINE
ORACLE CORP	COM	68389X105	1390752	71101827	SH	DEFINE
ORACLE CORP	COM	68389X105	35788	1829663	SH	DEFINE
ORACLE CORP	COM	68389X105	960	49060	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	140554	5832120	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	7110	295016	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	521	21600	SH	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	1798	74590	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	592	32300	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	11274	614700	SH	DEFINE
ORBOTECH LTD	ORD	M75253100	3290	179400	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	5855	568600	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	3579	347500	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	255	24800	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	258	25000	SH	DEFINE
OREZONE RES INC	COM	685921108	12674	8501000	SH	DEFINE
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	11718	271500	SH	DEFINE
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	0	8	SH	DEFINE

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

ORITANI FINL CORP	COM	686323106	2553	168320	SH	DEFINE
OSHKOSH TRUCK CORP	COM	688239201	36483	1005600	SH	DEFINE
OSHKOSH TRUCK CORP	COM	688239201	149	4100	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	4230	113100	SH	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	224	6000	SH	DEFINE
OUTDOOR CHANNEL HLDGS INC	COM NEW	690027206	1420	193200	SH	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	97202	1387800	SH	DEFINE
OWENS & MINOR INC NEW	COM	690732102	6953	176697	SH	DEFINE
OWENS CORNING NEW	COM	690742101	68213	3762655	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	8	138	SH	DEFINE
OWENS ILL INC	COM NEW	690768403	587	10400	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	426	66600	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	4985	320400	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	7696	468400	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	13684	833376	SH	DEFINE
PALL CORP	COM	696429307	17535	500000	SH	DEFINE
PALL CORP	COM	696429307	663	18915	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	10565	252200	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	75	1800	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	0	14	SH	DEFINE
PAR PHARMACEUTICAL COS INC	COM	69888P106	6987	401821	SH	DEFINE
PARAGON SHIPPING INC	CL A	69913R309	1633	107700	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	262	16410	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	14339	549400	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	247	3565	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	314	4116	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	560	7340	SH	DEFINE
PATRIOT COAL CORP	COM	70336T104	4625	98440	SH	DEFINE
PATRIOT COAL CORP	COM	70336T104	587	12505	SH	DEFINE
PATRIOT COAL CORP	COM	70336T104	38	800	SH	DEFINE
PATTERSON COMPANIES INC	COM	703395103	1006	27700	SH	DEFINE
PAYCHEX INC	COM	704326107	86354	2520550	SH	DEFINE
PAYCHEX INC	COM	704326107	1713	50000	SH	DEFINE
PAYCHEX INC	COM	704326107	17422	508518	SH	DEFINE
PAYCHEX INC	COM	704326107	2045	59677	SH	DEFINE
PAYCHEX INC	COM	704326107	368	10750	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	16693	1576300	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	17	1650	SH	DEFINE
PDL BIOPHARMA INC	COM	69329Y104	530	50000	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	54146	1061679	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	39126	767134	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	19012	372778	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	28	550	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	512	10040	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	168	3300	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	714	14000	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	0	2	SH	DEFINE
PEARSON PLC	SPONSORED ADR	705015105	6180	455749	SH	DEFINE
PENN NATL GAMING INC	COM	707569109	4920	112500	SH	DEFINE
PENN NATL GAMING INC	COM	707569109	35526	812409	SH	DEFINE
PENN VA CORP	COM	707882106	220	5000	SH	DEFINE
PENNEY J C INC	COM	708160106	4205	111500	SH	DEFINE
PENNEY J C INC	COM	708160106	1572	41681	SH	DEFINE
PENTAIR INC	COM	709631105	345	10800	SH	DEFINE
PENTAIR INC	COM	709631105	412	12900	SH	DEFINE
PENTAIR INC	COM	709631105	3330	104390	SH	DEFINE
PENTAIR INC	COM	709631105	133153	4174084	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	3353	1290100	SH	DEFINE
PENWEST PHARMACEUTICALS CO	COM	709754105	4344	1672028	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	21411	888047	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	29	1200	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	304	17537	SH	DEFINE

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

PEOPLES UNITED FINANCIAL INC	COM	712704105	34734	2006560	SH	DEFINE
PEPCO HOLDINGS INC	COM	713291102	32136	1300000	SH	DEFINE
PEPCO HOLDINGS INC	COM	713291102	80	3236	SH	DEFINE
PEPSIAMERICAS INC	COM	71343P200	565	22132	SH	DEFINE
PEPSICO INC	COM	713448108	83236	1152860	SH	DEFINE
PEPSICO INC	COM	713448108	85734	1187455	SH	DEFINE
PEPSICO INC	COM	713448108	231	3200	SH	OTHER
PEPSICO INC	COM	713448108	664	9200	SH	DEFINE
PEPSICO INC	COM	713448108	6519	90295	SH	DEFINE
PEPSICO INC	COM	713448108	130	1800	SH	DEFINE
PEPSICO INC	COM	713448108	472	6539	SH	DEFINE
PERKINELMER INC	COM	714046109	436	17968	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	2172	17330	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	188	1500	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	18349	909800	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	7417	367733	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	501	24855	SH	DEFINE
PETROHAWK ENERGY CORP	COM	716495106	282	13980	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	10364	122500	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	80	940	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	32499	385263	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	16	192	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	1557146	18386690	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	5980	70610	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	13239	156320	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	4084	40000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	12046	117967	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3	25	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	19125	187300	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	521	5100	SH	DEFINE
PETROLEUM & RES CORP	COM	716549100	5465	150000	SH	DEFINE
PETROLEUM & RES CORP	COM	716549100	23	623	SH	DEFINE
PETSMART INC	COM	716768106	87057	4259130	SH	DEFINE
PETSMART INC	COM	716768106	4192	205090	SH	DEFINE
PETSMART INC	COM	716768106	1295	63380	SH	DEFINE
PFIZER INC	COM	717081103	147153	7030730	SH	DEFINE
PFIZER INC	COM	717081103	1538916	73526816	SH	DEFINE
PFIZER INC	COM	717081103	45418	2170000	SH	DEFINE
PFIZER INC	COM	717081103	45659	2181514	SH	DEFINE
PFIZER INC	COM	717081103	314	15000	SH	DEFINE
PFIZER INC	COM	717081103	461962	22073083	SH	DEFINE
PFIZER INC	COM	717081103	20983	1004729	SH	DEFINE
PFIZER INC	COM	717081103	9436	450856	SH	DEFINE
PFIZER INC	COM	717081103	60807	2907938	SH	DEFINE
PFIZER INC	COM	717081103	145377	6955007	SH	DEFINE
PFIZER INC	COM	717081103	6986	337429	SH	DEFINE
PFIZER INC	COM	717081103	2601	124256	SH	DEFINE
PFIZER INC	COM	717081103	1245628	59514007	SH	DEFINE
PFIZER INC	COM	717081103	49861	2382279	SH	DEFINE
PFIZER INC	COM	717081103	431	20611	SH	DEFINE
PFIZER INC	COM	717081103	5	220	SH	SOLE
PG&E CORP	COM	69331C108	941926	25581900	SH	DEFINE
PG&E CORP	COM	69331C108	32	862	SH	DEFINE
PG&E CORP	COM	69331C108	1252	33997	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	54839	1308812	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	172	4100	SH	DEFINE
PHARMACEUTICAL PROD DEV INC	COM	717124101	14829	353865	SH	DEFINE
PHARMERICA CORP	COM	71714F104	5	281	SH	DEFINE
PHARMERICA CORP	COM	71714F104	44946	2712463	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	752	44000	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	7592	444500	SH	DEFINE
PHASE FORWARD INC	COM	71721R406	598	35000	SH	DEFINE

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

PHI INC	COM VTG	69336T106	2901	95100	SH	DEFINE
PHI INC	COM NON VTG	69336T205	23828	755499	SH	DEFINE
PHI INC	COM NON VTG	69336T205	2686	85200	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	10114	152189	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	5046	75931	SH	DEFINE
PHILLIPS VAN HEUSEN CORP	COM	718592108	468	12349	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	26947	4290900	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	45605	7261920	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	250155	7131000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	74	2100	SH	DEFINE
PIONEER NAT RES CO	COM	723787107	349	7100	SH	DEFINE
PIONEER NAT RES CO	COM	723787107	147	3000	SH	DEFINE
PIONEER NAT RES CO	COM	723787107	624	12700	SH	DEFINE
PITNEY BOWES INC	COM	724479100	19005	542700	SH	DEFINE
PITNEY BOWES INC	COM	724479100	1163	33208	SH	DEFINE
PITNEY BOWES INC	COM	724479100	11772	336160	SH	DEFINE
PITNEY BOWES INC	COM	724479100	41679	1190147	SH	DEFINE
PITNEY BOWES INC	COM	724479100	1298	37051	SH	DEFINE
PITNEY BOWES INC	COM	724479100	214206	6116680	SH	DEFINE
PITNEY BOWES INC	COM	724479100	2680	76540	SH	DEFINE
PITNEY BOWES INC	COM	724479100	565	16120	SH	DEFINE
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	1	33	SH	DEFINE
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	2026	62422	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	14311	351615	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	326	8000	SH	DEFINE
PMC-SIERRA INC	NOTE	2.250%10/169344FAD8	9334	9500000	PRN	DEFINE
PMI GROUP INC	COM	69344M101	17864	3069500	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	22772	347295	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	5866	89456	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	55	846	SH	DEFINE
PNM RES INC	COM	69349H107	24815	1990000	SH	DEFINE
PNM RES INC	COM	69349H107	103	8250	SH	DEFINE
PNM RES INC	COM	69349H107	3494	280170	SH	DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	1000	17150	SH	DEFINE
POLYONE CORP	COM	73179P106	8759	1375000	SH	DEFINE
POLYPORE INTL INC	COM	73179V103	753	36400	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	139810	6200000	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	13883	1173542	SH	DEFINE
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	83	7162	SH	DEFINE
POSCO	SPONSORED ADR	693483109	1610	13535	SH	DEFINE
POSCO	SPONSORED ADR	693483109	296	2492	SH	DEFINE
POSCO	SPONSORED ADR	693483109	19386	162931	SH	DEFINE
POSCO	SPONSORED ADR	693483109	357	3000	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	9359	60300	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	1296	8350	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	562	3620	SH	DEFINE
POWELL INDS INC	COM	739128106	12598	320000	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	24420	834600	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	4680	159931	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	306	10469	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	15306	522859	SH	DEFINE
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	4126	94371	SH	DEFINE
POZEN INC	COM	73941U102	1641	158457	SH	DEFINE
PPG INDS INC	COM	693506107	7704	127310	SH	DEFINE
PPG INDS INC	COM	693506107	9	150	SH	DEFINE
PPL CORP	COM	69351T106	101024	2200000	SH	DEFINE
PPL CORP	COM	69351T106	510	11097	SH	DEFINE
PRAXAIR INC	COM	74005P104	231530	2748781	SH	DEFINE
PRAXAIR INC	COM	74005P104	60769	721470	SH	DEFINE
PRAXAIR INC	COM	74005P104	20237	240263	SH	DEFINE
PRAXAIR INC	COM	74005P104	253	3000	SH	DEFINE
PRAXAIR INC	COM	74005P104	718	8520	SH	DEFINE

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

PRAXAIR INC	COM	74005P104	337	4000	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	222121	2175955	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	6	58	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	3126	30627	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	6627	380000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	42053	841060	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	2857	57147	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	350	7004	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	3626	30000	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	14	116	SH	DEFINE
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	12537	225000	SH	DEFINE
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	13	225	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	248202	3542200	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	103392	1475650	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	2452	35000	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	101790	1452689	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	770	10990	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	43	610	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	28713	409826	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	308	4400	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	857	12232	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	474963	11390000	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	3115	74698	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	2617	162860	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	384	23910	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	14376	895050	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	9777	608390	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	64822	4037228	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	20	1240	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	251588	15655750	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	14896	926915	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1024	63720	SH	DEFINE
PROLIANCE INTL INC	COM	74340R104	1499	823800	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	535	9089	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	5411	91926	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	1989	33800	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	1059	18000	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	54054	918049	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	84	1435	SH	DEFINE
PROLOGIS	SH BEN INT	743410102	559	9500	SH	DEFINE
PROTECTION ONE INC	COM NEW	743663403	7285	759684	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	38195	941700	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	37	900	SH	DEFINE
PROTEIN DESIGN LABS INC	NOTE 2.750% 8/17	74369LAD5	19846	21990000	PRN	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	3946	205000	SH	DEFINE
PROVIDIAN FINL CORP	NOTE 4.000% 5/17	74406AAC6	8865	9000000	PRN	DEFINE
PRUDENTIAL FINL INC	COM	744320102	92648	1184000	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	2226	28448	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	268867	3436282	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	4695	60000	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	1362	81770	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	19212	566400	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	6109	180093	SH	DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	407	12000	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	496	5600	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	925	10437	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	2357	26600	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	1214	13700	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	61652	695870	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	115	1295	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	656	7400	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1074712	26740898	SH	DEFINE

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

PUBLIC SVC ENTERPRISE GROUP	COM	744573106	4019	100000	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	8685	216102	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	30	740	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	342	8500	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	169	4200	SH	DEFINE
PUGET ENERGY INC NEW	COM	745310102	298832	11551300	SH	DEFINE
PUGET ENERGY INC NEW	COM	745310102	26	1000	SH	DEFINE
PUGET ENERGY INC NEW	COM	745310102	31098	1202080	SH	DEFINE
PULTE HOMES INC	COM	745867101	38218	2626700	SH	DEFINE
PULTE HOMES INC	COM	745867101	2	116	SH	DEFINE
QIAGEN N V	ORD	N72482107	60627	2914770	SH	DEFINE
QIAGEN N V	ORD	N72482107	4838	232600	SH	DEFINE
QIAGEN N V	ORD	N72482107	718	34530	SH	DEFINE
QIAGEN N V	ORD	N72482107	1442	69333	SH	DEFINE
QIAGEN N V	ORD	N72482107	1310	63000	SH	DEFINE
QIMONDA AG	SPONSORED ADR	746904101	2220	515000	SH	DEFINE
QIMONDA AG	SPONSORED ADR	746904101	2820	654320	SH	DEFINE
QIMONDA AG	SPONSORED ADR	746904101	11255	2611270	SH	DEFINE
QIMONDA AG	SPONSORED ADR	746904101	154	35830	SH	DEFINE
QLOGIC CORP	COM	747277101	169	11031	SH	DEFINE
QUALCOMM INC	COM	747525103	157656	3845510	SH	DEFINE
QUALCOMM INC	COM	747525103	4510	110000	SH	DEFINE
QUALCOMM INC	COM	747525103	39872	972482	SH	DEFINE
QUALCOMM INC	COM	747525103	3174	77420	SH	DEFINE
QUALCOMM INC	COM	747525103	35	850	SH	DEFINE
QUALCOMM INC	COM	747525103	645	15720	SH	DEFINE
QUALCOMM INC	COM	747525103	189	4600	SH	DEFINE
QUALCOMM INC	COM	747525103	560	13657	SH	DEFINE
QUALCOMM INC	COM	747525103	1465	35720	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	22475	970000	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	1	59	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	173	3820	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	22635	500000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	7023	155144	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	324340	7164429	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	27911	616540	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	73981	1632732	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	2055	44877	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	1106	24430	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	92532	2044000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	22079	487710	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	16177	1237746	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	11333	867261	SH	DEFINE
QUESTAR CORP	COM	748356102	2991	52886	SH	DEFINE
R H DONNELLEY CORP	COM NEW	74955W307	652	128930	SH	DEFINE
R H DONNELLEY CORP	COM NEW	74955W307	1	237	SH	DEFINE
RADIAN GROUP INC	COM	750236101	8743	1330700	SH	DEFINE
RADIOSHACK CORP	COM	750438103	865	53207	SH	DEFINE
RAIT FINANCIAL TRUST	COM	749227104	5342	769165	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	103227	2227600	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	38766	600000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	6277	97155	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	266	4150	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	71	1101	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	173499	2685327	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	7076	109520	SH	DEFINE
RC2 CORP	COM	749388104	6132	292400	SH	DEFINE
REALNETWORKS INC	COM	75605L104	82	14262	SH	DEFINE
REDDY ICE HLDGS INC	COM	75734R105	412	31600	SH	DEFINE
REDWOOD TR INC	COM	758075402	55	1500	SH	DEFINE
REDWOOD TR INC	COM	758075402	7979	219500	SH	DEFINE
REED ELSEVIER N V	SPONSORED ADR	758204200	8	216	SH	DEFINE

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

REED ELSEVIER N V	SPONSORED ADR	758204200	27345	714160	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	5682	294560	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	414	6400	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	850	13122	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	790	12200	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	414	6400	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	21512	332343	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	61	945	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	220	3400	SH	DEFINE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	252	12758	SH	DEFINE
REGIS CORP MINN	COM	758932107	55634	2023800	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	162244	2710389	SH	DEFINE
RELIANT ENERGY INC	COM	75952B105	97	4107	SH	DEFINE
RELIANT ENERGY INC	COM	75952B105	26	1130	SH	DEFINE
RELIANT ENERGY INC	COM	75952B105	39470	1668905	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	471	9075	SH	DEFINE
RENOVIS INC	COM	759885106	1521	644810	SH	DEFINE
REPROS THERAPEUTICS INC	COM	76028H100	5933	607000	SH	DEFINE
REPROS THERAPEUTICS INC	COM	76028H100	293	30000	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	264	7675	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	14250	408435	SH	DEFINE
REPSOL YPF S A	SPONSORED ADR	76026T205	18210	529219	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	73593	655730	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	308	2745	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	593	5285	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	372	3316	SH	DEFINE
RESMED INC	COM	761152107	15870	376240	SH	DEFINE
RESMED INC	COM	761152107	143	3384	SH	DEFINE
REUTERS GROUP PLC	SPONSORED ADR	76132M102	934	13479	SH	DEFINE
REVLON INC	CL A	761525500	17	16666	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	414	7020	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	629575	10664721	SH	DEFINE
RF MICRODEVICES INC	COM	749941100	781	293700	SH	DEFINE
RF MICRODEVICES INC	COM	749941100	70	26300	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	5548	466200	SH	DEFINE
RIGHTNOW TECHNOLOGIES INC	COM	76657R106	8148	685108	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	14026	34056	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	38351	93120	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	412	1000	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	14942	1005485	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	0	30	SH	DEFINE
RLI CORP	COM	749607107	97003	1956895	SH	DEFINE
RLI CORP	COM	749607107	0	8	SH	DEFINE
RLI CORP	COM	749607107	78	1575	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	64053	2488460	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	7722	300000	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	180	7000	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	959	37273	SH	DEFINE
ROCKFORD CORP	COM	77316P101	920	575000	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	427	7435	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	5715	100000	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	588	10285	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	2	38	SH	DEFINE
ROHM & HAAS CO	COM	775371107	3401	62883	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	266102	4476824	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	5	76	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	155	2600	SH	DEFINE
ROWAN COS INC	COM	779382100	24972	606400	SH	DEFINE
ROWAN COS INC	COM	779382100	4439	108200	SH	DEFINE
ROWAN COS INC	COM	779382100	21	500	SH	DEFINE
ROWAN COS INC	COM	779382100	593	14400	SH	DEFINE
ROWAN COS INC	COM	779382100	2	56	SH	DEFINE

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

ROYAL BK CDA MONTREAL QUE	COM	780087102	402	8640	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF T	780097713	480	19600	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SP ADR REP SHS	780097721	342	50500	SH	DEFINE
ROYAL BK SCOTLAND GROUP PLC	SP ADR REP SHS	780097721	13186	1936280	SH	DEFINE
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	258	7843	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	338	5013	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	6471	96034	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	25931	393128	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	6853	101706	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	170272	2527037	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	315528	4574200	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	19314	280000	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	32745	474698	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	1	16	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	14180	205570	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	12514	181410	SH	DEFINE
ROYAL KPN NV	SPONSORED ADR	780641205	2	100	SH	DEFINE
ROYAL KPN NV	SPONSORED ADR	780641205	13416	786407	SH	DEFINE
RPM INTL INC	COM	749685103	48162	2300000	SH	DEFINE
RPM INTL INC	COM	749685103	8192	391222	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	6329	140000	SH	DEFINE
RUSS BERRIE & CO	COM	782233100	34159	2429500	SH	DEFINE
RUTHS CHRIS STEAK HSE INC	COM	783332109	781	113000	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	53458	1890300	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	1356	47940	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	868	30688	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	1741	51000	SH	DEFINE
SAFEWAY INC	COM NEW	786514208	486	16571	SH	DEFINE
SAIC INC	COM	78390X101	2329	125300	SH	DEFINE
SAIC INC	COM	78390X101	1	45	SH	DEFINE
SAKS INC	COM	79377W108	21823	1750000	SH	DEFINE
SAKS INC	COM	79377W108	0	16	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	73688	1273330	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	171	2950	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	284	4913	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	8513	1233700	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	2	250	SH	DEFINE
SALLY BEAUTY HLDGS INC	COM	79546E104	8	1200	SH	DEFINE
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	253	6808	SH	DEFINE
SANDISK CORP	COM	80004C101	2163	95825	SH	DEFINE
SANDISK CORP	COM	80004C101	135	6000	SH	DEFINE
SANDRIDGE ENERGY INC	COM	80007P307	5999	153300	SH	DEFINE
SANDRIDGE ENERGY INC	COM	80007P307	2	43	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	1782	200000	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	2451	65291	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	593	15791	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	25940	698069	SH	DEFINE
SANOFI AVENTIS	SPONSORED ADR	80105N105	266	7073	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	14959	301783	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	2	49	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	24563	500068	SH	DEFINE
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	50621	1021200	SH	DEFINE
SAPIENT CORP	COM	803062108	19991	2872205	SH	DEFINE
SAPIENT CORP	COM	803062108	146	21000	SH	DEFINE
SARA LEE CORP	COM	803111103	986	70501	SH	DEFINE
SARA LEE CORP	COM	803111103	11	800	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	1282	26503	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	14	296	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	69210	1430260	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	7	320	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	267	11800	SH	DEFINE
SATYAM COMPUTER SERVICES LTD	ADR	804098101	9885	437590	SH	DEFINE

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

SAUL CTRS INC	COM		804395101	503	10008	SH	DEFINE
SBA COMMUNICATIONS CORP	COM		78388J106	98564	3304175	SH	DEFINE
SBA COMMUNICATIONS CORP	COM		78388J106	830	27818	SH	DEFINE
SCANA CORP NEW	COM		80589M102	43896	1200000	SH	DEFINE
SCANA CORP NEW	COM		80589M102	957	26175	SH	DEFINE
SCANSOURCE INC	COM		806037107	11469	316996	SH	DEFINE
SCHEIN HENRY INC	COM		806407102	86086	1499750	SH	DEFINE
SCHEIN HENRY INC	COM		806407102	289	5040	SH	DEFINE
SCHEIN HENRY INC	COM		806407102	1671	29108	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	70895	4908670	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	1729	120000	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	3738	259427	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	33	2270	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	597	41420	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	215	14920	SH	DEFINE
SCHERING PLOUGH CORP	COM		806605101	1323	91829	SH	DEFINE
SCHERING PLOUGH CORP	PFD CONV MAN07		806605705	126384	825000	SH	DEFINE
SCHERING PLOUGH CORP	PFD CONV MAN07		806605705	490	3200	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	111531	1282190	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	3480	40000	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	114153	1312098	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	87	1000	SH	OTHER
SCHLUMBERGER LTD	COM		806857108	3383	38880	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	29	330	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	559	6430	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	209	2400	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	383	4401	SH	DEFINE
SCHLUMBERGER LTD	COM		806857108	1436	16500	SH	DEFINE
SCHLUMBERGER LTD	DBCV	1.500% 6/08	806857AC2	16844	7000000	PRN	DEFINE
SCHOLASTIC CORP	COM		807066105	374	12342	SH	DEFINE
SCHOLASTIC CORP	COM		807066105	11010	363740	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM		808513105	1019	54116	SH	DEFINE
SCHWEITZER-MAUDUIT INTL INC	COM		808541106	804	34724	SH	DEFINE
SCHWEITZER-MAUDUIT INTL INC	COM		808541106	3	134	SH	DEFINE
SCIENTIFIC GAMES CORP	CL A		80874P109	250	11836	SH	DEFINE
SCIENTIFIC GAMES CORP	CL A		80874P109	1	70	SH	DEFINE
SEACOR HOLDINGS INC	COM		811904101	758	8880	SH	DEFINE
SEACOR HOLDINGS INC	COM		811904101	86	1003	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	145	6910	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	3255	155424	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	10968	524025	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	5452	260344	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	19479	930230	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	86267	4132512	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	48	2386	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	2243	107100	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	680200	32483303	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	20728	989857	SH	DEFINE
SEAGATE TECHNOLOGY	SHS		G7945J104	630	30077	SH	DEFINE
SEALY CORP	COM		812139301	13312	1751580	SH	DEFINE
SEARS HLDGS CORP	COM		812350106	226	2218	SH	DEFINE
SECURITY CAPITAL ASSURANCE	COM		G8018D107	2219	4268000	SH	DEFINE
SEI INVESTMENTS CO	COM		784117103	82141	3326888	SH	DEFINE
SEI INVESTMENTS CO	COM		784117103	1322	53547	SH	DEFINE
SELECT COMFORT CORP	COM		81616X103	4701	1305830	SH	DEFINE
SELECTIVE INS GROUP INC	COM		816300107	31044	1300000	SH	DEFINE
SEMPRA ENERGY	COM		816851109	98932	1856900	SH	DEFINE
SEMPRA ENERGY	COM		816851109	358	6722	SH	DEFINE
SEMPRA ENERGY	COM		816851109	40	760	SH	DEFINE
SEMPRA ENERGY	COM		816851109	659	12370	SH	DEFINE
SEMPRA ENERGY	COM		816851109	265	4970	SH	DEFINE
SEMPRA ENERGY	COM		816851109	1	21	SH	DEFINE

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

SEMTECH CORP	COM	816850101	9690	676200	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	2533	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	5389	256600	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	5220	803200	SH	DEFINE
SEQUENOM INC	COM NEW	817337405	228	35000	SH	DEFINE
SERVICE CORP INTL	COM	817565104	644	63500	SH	DEFINE
SERVICE CORP INTL	COM	817565104	27973	2758690	SH	DEFINE
SERVICE CORP INTL	COM	817565104	730	71990	SH	DEFINE
SHARPER IMAGE CORP	COM	820013100	153	900219	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	255	5000	SH	DEFINE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	10376	100039	SH	DEFINE
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	333	3152	SH	DEFINE
SHIP FINANCE INTERNATIONAL L	SHS	G81075106	289	11000	SH	DEFINE
SHIRE PLC	SPONSORED ADR	82481R106	1814	31300	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	3158	233378	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	8175	1528100	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	19781	3696071	SH	DEFINE
SHUTTERFLY INC	COM	82568P304	5126	344700	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	1412	12961	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	22390	205530	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	2	16	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	36803	340864	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	40493	371700	SH	DEFINE
SIERRA PAC RES NEW	COM	826428104	83307	6596000	SH	DEFINE
SIERRA PAC RES NEW	COM	826428104	37890	3000000	SH	DEFINE
SIERRA PAC RES NEW	COM	826428104	25	1972	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1497	25100	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	16523	277000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	23860	400000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	3470	58166	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	4460	174910	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	311	12200	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	159426	5054820	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	308	9775	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	14	430	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	242	7670	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	91	2900	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	1873	59379	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	446	4800	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	10375	111667	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	3066	33000	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	1598	17200	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	82197	884968	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	142	1525	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	1134	12200	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	15176	200000	SH	DEFINE
SIMON PPTY GROUP INC NEW	PFD CONV I 6%	828806802	220	2899	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	31072	1143200	SH	DEFINE
SIRF TECHNOLOGY HLDGS INC	COM	82967H101	272	53450	SH	DEFINE
SIRTRIS PHARMACEUTICALS INC	COM	82968A105	1590	122400	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	51	2380	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	7335	339420	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	3261	150919	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	14162	655360	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	1791	82880	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	3924	180018	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	7347	339968	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	55088	2549209	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	38460	1779737	SH	DEFINE
SKILLED HEALTHCARE GROUP INC	CL A	83066R107	631	57500	SH	DEFINE
SKYWEST INC	COM	830879102	32210	1525100	SH	DEFINE
SKYWEST INC	COM	830879102	17	800	SH	DEFINE

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

SL GREEN RLTY CORP	COM	78440X101	51	623	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	603	7400	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	293	3600	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	15722	193000	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	163	2000	SH	DEFINE
SLM CORP	COM	78442P106	15	1000	SH	DEFINE
SLM CORP	COM	78442P106	351807	22919699	SH	DEFINE
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	1194	18100	SH	DEFINE
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	608	9211	SH	DEFINE
SMITH A O	COM	831865209	40805	1241400	SH	DEFINE
SMITH INTL INC	COM	832110100	253945	3954080	SH	DEFINE
SMITH INTL INC	COM	832110100	1812	28204	SH	DEFINE
SMITH INTL INC	COM	832110100	295	4600	SH	DEFINE
SMITH INTL INC	COM	832110100	3436	53496	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	47089	1827970	SH	DEFINE
SMITHTOWN BANCORP INC	COM	832449102	1655	79147	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	1556	30751	SH	DEFINE
SOHU COM INC	COM	83408W103	4355	96500	SH	DEFINE
SOHU COM INC	COM	83408W103	15044	332000	SH	DEFINE
SOMAXON PHARMACEUTICALS INC	COM	834453102	2669	561900	SH	DEFINE
SOMAXON PHARMACEUTICALS INC	COM	834453102	309	65000	SH	DEFINE
SONUS NETWORKS INC	COM	835916107	2658	772600	SH	DEFINE
SONUS NETWORKS INC	COM	835916107	193	56100	SH	DEFINE
SONY CORP	ADR NEW	835699307	1739	43400	SH	DEFINE
SONY CORP	ADR NEW	835699307	829	20695	SH	DEFINE
SONY CORP	ADR NEW	835699307	82	2055	SH	DEFINE
SONY CORP	ADR NEW	835699307	13801	339594	SH	DEFINE
SONY CORP	ADR NEW	835699307	11097	276930	SH	DEFINE
SONY CORP	ADR NEW	835699307	6248	155937	SH	DEFINE
SONY CORP	ADR NEW	835699307	289	7200	SH	DEFINE
SOURCEFORGE INC	COM	83616W101	4571	2296462	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	315	8984	SH	DEFINE
SOUTHERN CO	COM	842587107	1157147	32495000	SH	DEFINE
SOUTHERN CO	COM	842587107	820	23027	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	5010	48250	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	165	1592	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	2472	290840	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	1986	160200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	1578	127660	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	808	65200	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	1347	108664	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	12	950	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	207	16690	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	81	6500	SH	DEFINE
SOUTHWEST GAS CORP	COM	844895102	11184	400000	SH	DEFINE
SOUTHWEST GAS CORP	COM	844895102	1	37	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	121294	3600766	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	687	20400	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	1772	52608	SH	DEFINE
SOVEREIGN BANCORP INC	COM	845905108	57526	6172451	SH	DEFINE
SOVRAN SELF STORAGE INC	COM	84610H108	252	5900	SH	DEFINE
SPANSION INC	COM CL A	84649R101	11000	4000000	SH	DEFINE
SPARTON CORP	COM	847235108	1382	335497	SH	DEFINE
SPDR INDEX SHS FDS	MIDEAST AFRICA	78463X806	1281	20310	SH	DEFINE
SPDR SERIES TRUST	LEH MUN BD ETF	78464A458	293	13362	SH	DEFINE
SPDR TR	UNIT SER 1	78462F103	4468	33859	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	499091	21938050	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1872	82292	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	228	10000	SH	DEFINE
SPHERION CORP	COM	848420105	4820	787628	SH	DEFINE
SPHERION CORP	COM	848420105	8	1260	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	18542	2773881	SH	DEFINE

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

SPRINT NEXTEL CORP	COM SER 1	852061100	502	74974	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	121533	18168826	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	25	3693	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	448	67015	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	6668	996560	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	368480	55079270	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	3688	551260	SH	DEFINE
SPSS INC	COM	78462K102	12302	317179	SH	DEFINE
SPX CORP	COM	784635104	401	3820	SH	DEFINE
ST JOE CO	COM	790148100	21	500	SH	DEFINE
ST JOE CO	COM	790148100	99729	2323187	SH	DEFINE
ST JUDE MED INC	COM	790849103	1589	36800	SH	DEFINE
ST JUDE MED INC	COM	790849103	206	4766	SH	DEFINE
STAMPS COM INC	COM NEW	852857200	477	46500	SH	DEFINE
STANCORP FINL GROUP INC	COM	852891100	92481	1938400	SH	DEFINE
STANDARD MICROSYSTEMS CORP	COM	853626109	10788	369700	SH	DEFINE
STANDARD PAC CORP NEW	COM	85375C101	12150	2500000	SH	DEFINE
STANDARD REGISTER CO	COM	853887107	273	35000	SH	DEFINE
STANLEY INC	COM	854532108	8789	298327	SH	DEFINE
STANLEY INC	COM	854532108	2286	77600	SH	DEFINE
STANLEY INC	COM	854532108	6735	228661	SH	DEFINE
STANLEY WKS	COM	854616109	268	5625	SH	DEFINE
STAPLES INC	COM	855030102	7834	354313	SH	DEFINE
STAPLES INC	COM	855030102	178	8050	SH	OTHER
STARBUCKS CORP	COM	855244109	1457	83240	SH	DEFINE
STARBUCKS CORP	COM	855244109	1868	106717	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	10864	209930	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	5179	100085	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	259	5000	SH	DEFINE
STATE STR CORP	COM	857477103	218222	2762300	SH	DEFINE
STATE STR CORP	COM	857477103	16903	213958	SH	DEFINE
STATE STR CORP	COM	857477103	217	2750	SH	OTHER
STATOILHYDRO ASA	SPONSORED ADR	85771P102	1427	47780	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	120246	3639400	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	1843	55782	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	615	18600	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	53392	1617939	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	17057	516889	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	8859	1496510	SH	DEFINE
STERICYCLE INC	COM	858912108	56975	1106310	SH	DEFINE
STERICYCLE INC	COM	858912108	405	7859	SH	DEFINE
STERIS CORP	COM	859152100	29328	1093100	SH	DEFINE
STERIS CORP	COM	859152100	156	5829	SH	DEFINE
STRAYER ED INC	COM	863236105	27572	180800	SH	DEFINE
STRAYER ED INC	COM	863236105	2	10	SH	DEFINE
STREETTRACKS GOLD TR	GOLD SHS	863307104	5425	60025	SH	DEFINE
STRYKER CORP	COM	863667101	53033	815260	SH	DEFINE
STRYKER CORP	COM	863667101	13546	208238	SH	DEFINE
STRYKER CORP	COM	863667101	335	5156	SH	DEFINE
SUN COMMUNITIES INC	COM	866674104	27	1300	SH	DEFINE
SUN COMMUNITIES INC	COM	866674104	301	14700	SH	DEFINE
SUN COMMUNITIES INC	COM	866674104	158	7700	SH	DEFINE
SUN COMMUNITIES INC	COM	866674104	7988	389770	SH	DEFINE
SUN COMMUNITIES INC	COM	866674104	86	4200	SH	DEFINE
SUN MICROSYSTEMS INC	COM NEW	866810203	6212	400000	SH	DEFINE
SUN MICROSYSTEMS INC	COM NEW	866810203	323	20800	SH	DEFINE
SUNCOR ENERGY INC	COM	867229106	1325	13755	SH	DEFINE
SUNOCO INC	COM	86764P109	20687	394300	SH	DEFINE
SUNOCO INC	COM	86764P109	401	7646	SH	DEFINE
SUNOPTA INC	COM	8676EP108	22313	4375189	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	166782	2238390	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	149	2000	SH	DEFINE

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

SUNPOWER CORP	COM CL A	867652109	9095	122070	SH	DEFINE
SUNPOWER CORP	COM CL A	867652109	2345	31475	SH	DEFINE
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	1629	40160	SH	DEFINE
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	7524	185400	SH	DEFINE
SUN-TIMES MEDIA GROUP INC	COM	86688Q100	3636	5049459	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	52692	955609	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	1372	24885	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	74	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	23931	604100	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	7548	190549	SH	DEFINE
SUPERIOR UNIFORM GP INC	COM	868358102	4558	456300	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	6089	512995	SH	DEFINE
SYCAMORE NETWORKS INC	COM	871206108	0	100	SH	DEFINE
SYCAMORE NETWORKS INC	COM	871206108	9925	2711630	SH	DEFINE
SYMANTEC CORP	COM	871503108	1056	63560	SH	DEFINE
SYMS CORP	COM	871551107	17360	1430000	SH	DEFINE
SYNAPTICS INC	COM	87157D109	1941	81300	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	9770	166986	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	293	5000	SH	DEFINE
SYSCO CORP	COM	871829107	9260	319098	SH	DEFINE
T-3 ENERGY SRVCS INC	COM	87306E107	4600	108200	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	264	25730	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	19377	1886754	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	267	26000	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	106	10290	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	14744	1435660	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	661	64410	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	18914	1859801	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	36344	3538899	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	20475	1993670	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	484	47100	SH	DEFINE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	4	160	SH	DEFINE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	5044	197630	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	4574	258400	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	2614	540000	SH	DEFINE
TARGET CORP	COM	87612E106	65554	1293705	SH	DEFINE
TARGET CORP	COM	87612E106	14086	277937	SH	DEFINE
TARGET CORP	COM	87612E106	152	3000	SH	OTHER
TARGET CORP	COM	87612E106	38	750	SH	DEFINE
TARGET CORP	COM	87612E106	1962	38715	SH	DEFINE
TARGET CORP	COM	87612E106	46631	920105	SH	DEFINE
TARGET CORP	COM	87612E106	3673	73812	SH	DEFINE
TARGET CORP	COM	87612E106	868	17119	SH	DEFINE
TARGET CORP	COM	87612E106	403	7950	SH	DEFINE
TARGET CORP	COM	87612E106	24020	473951	SH	DEFINE
TATA MTRS LTD	SPONSORED ADR	876568502	3446	220595	SH	DEFINE
TATA MTRS LTD	SPONSORED ADR	876568502	59	3729	SH	DEFINE
TATA MTRS LTD	SPONSORED ADR	876568502	3374	215977	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	96	1834	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	1136	21800	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	573	11000	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	28477	547042	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	307	5900	SH	DEFINE
TD AMERITRADE HLDG CORP	COM	87236Y108	518	31400	SH	DEFINE
TECO ENERGY INC	COM	872375100	181986	11409800	SH	DEFINE
TECO ENERGY INC	COM	872375100	1537	96333	SH	DEFINE
TECO ENERGY INC	COM	872375100	1274	82125	SH	DEFINE
TECO ENERGY INC	COM	872375100	4715	295617	SH	DEFINE
TECO ENERGY INC	COM	872375100	1845	115771	SH	DEFINE
TECO ENERGY INC	COM	872375100	84924	5324410	SH	DEFINE
TECO ENERGY INC	COM	872375100	255	16000	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	8851	322799	SH	DEFINE

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

TECUMSEH PRODS CO	CL A	878895200	36816	1200000	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	77665	1828699	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	29	681	SH	DEFINE
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	284	10690	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	8005	170310	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	2256	48000	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	254	5400	SH	DEFINE
TELEFLEX INC	COM	879369106	60069	1259041	SH	DEFINE
TELEFLEX INC	COM	879369106	23855	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	143	3000	SH	DEFINE
TELEFLEX INC	COM	879369106	62	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	8638	99852	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	35408	409298	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	53	612	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	179687	2077068	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	4679	54082	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	47949	550754	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	38657	446847	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	317189	3666499	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	150	3990	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	2700	71804	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	20210	537508	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	75587	2010284	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	812	21600	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	14366	390163	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	107716	2864796	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	238958	6355257	SH	DEFINE
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	197136	5242984	SH	DEFINE
TELEPHONE & DATA SYS INC	COM	879433100	204	5200	SH	DEFINE
TELETECH HOLDINGS INC	COM	879939106	6135	273150	SH	DEFINE
TELETECH HOLDINGS INC	COM	879939106	449	20000	SH	DEFINE
TELLABS INC	COM	879664100	1	160	SH	DEFINE
TELLABS INC	COM	879664100	2888	529950	SH	DEFINE
TELLABS INC	COM	879664100	18	3370	SH	DEFINE
TELLABS INC	COM	879664100	26365	4837618	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	4369	104400	SH	DEFINE
TEMPLE INLAND INC	COM	879868107	724	56890	SH	DEFINE
TEMPLE INLAND INC	COM	879868107	132648	10428257	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	7	300	SH	DEFINE
TEMPLETON DRAGON FD INC	COM	88018T101	330	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	39	2800	SH	DEFINE
TEMPLETON EMERG MKTS INCOME	COM	880192109	258	18532	SH	SOLE
TEMPLETON EMERGING MKTS FD I	COM	880191101	318	16138	SH	DEFINE
TEMPLETON GLOBAL INCOME FD	COM	880198106	320	33401	SH	DEFINE
TEMPLETON RUS AND EAST EUR F	COM	88022F105	637	11143	SH	SOLE
TENARIS S A	SPONSORED ADR	88031M109	6	121	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	41416	830889	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	78	13830	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	245	43342	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	284749	50312813	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	21120	3731390	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	307	54300	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	21	3880	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	523	92342	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	101	17910	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	9315	1645752	SH	DEFINE
TENNECO INC	COM	880349105	13028	466300	SH	DEFINE
TEREX CORP NEW	COM	880779103	475	7600	SH	DEFINE
TEREX CORP NEW	COM	880779103	160092	2561551	SH	DEFINE
TEREX CORP NEW	COM	880779103	22988	367802	SH	DEFINE
TEREX CORP NEW	COM	880779103	1894	30300	SH	DEFINE
TEREX CORP NEW	COM	880779103	528	8455	SH	DEFINE

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

TEREX CORP NEW	COM	880779103	2260	36163	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	87545	2439900	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	10836	300000	SH	DEFINE
TERRA INDS INC	COM	880915103	3	83	SH	DEFINE
TERRA INDS INC	COM	880915103	422	11885	SH	DEFINE
TESCO CORP	COM	88157K101	6706	279600	SH	DEFINE
TESCO CORP	COM	88157K101	4803	200549	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	41108	890020	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	40166	869574	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	328	7100	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	22	470	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	3	55	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	102	2200	SH	DEFINE
TEXAS INDS INC	COM	882491103	40815	679000	SH	DEFINE
TEXAS INDS INC	COM	882491103	59	974	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	49273	1742940	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	14559	515000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	28483	1007527	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	198	7000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	33	1150	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	629	22260	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	240	8500	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	261	9224	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	283	10000	SH	DEFINE
TEXTRON INC	COM	883203101	58191	1050000	SH	DEFINE
TEXTRON INC	COM	883203101	452	8160	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	7366	129592	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	847	14898	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	18185	500000	SH	DEFINE
THOMSON	SPONSORED ADR	885118109	7004	1012124	SH	DEFINE
THOMSON	SPONSORED ADR	885118109	1174	168500	SH	DEFINE
THOR INDS INC	COM	885160101	56173	1886900	SH	DEFINE
TIDEWATER INC	COM	886423102	14940	271100	SH	DEFINE
TIDEWATER INC	COM	886423102	11	200	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	2707	64708	SH	DEFINE
TIM HORTONS INC	COM	88706M103	325	9543	SH	DEFINE
TIM HORTONS INC	COM	88706M103	35989	1076287	SH	DEFINE
TIMBERLAND CO	CL A	887100105	11977	872300	SH	DEFINE
TIMBERLAND CO	CL A	887100105	0	30	SH	DEFINE
TIME WARNER CABLE INC	CL A	88732J108	196674	7873297	SH	DEFINE
TIME WARNER INC	COM	887317105	202	14400	SH	DEFINE
TIME WARNER INC	COM	887317105	18927	1350000	SH	DEFINE
TIME WARNER INC	COM	887317105	4480	319516	SH	DEFINE
TIME WARNER INC	COM	887317105	1332	95000	SH	DEFINE
TIME WARNER INC	COM	887317105	624595	44551283	SH	DEFINE
TIME WARNER INC	COM	887317105	14184	1012450	SH	DEFINE
TIME WARNER INC	COM	887317105	3081	219740	SH	DEFINE
TIME WARNER INC	COM	887317105	22567	1610486	SH	DEFINE
TIME WARNER INC	COM	887317105	75531	5391957	SH	DEFINE
TIME WARNER INC	COM	887317105	3183	228275	SH	DEFINE
TIME WARNER INC	COM	887317105	1282	91410	SH	DEFINE
TIME WARNER INC	COM	887317105	924401	65934464	SH	DEFINE
TIME WARNER INC	COM	887317105	37079	2644755	SH	DEFINE
TIME WARNER INC	COM	887317105	976	69610	SH	DEFINE
TIME WARNER TELECOM INC	CL A	887319101	3306	213400	SH	DEFINE
TIME WARNER TELECOM INC	CL A	887319101	54343	3508280	SH	DEFINE
TIMKEN CO	COM	887389104	37691	1268200	SH	DEFINE
TJX COS INC NEW	COM	872540109	1048	31691	SH	DEFINE
TJX COS INC NEW	COM	872540109	2	75	SH	DEFINE
TOLL BROTHERS INC	COM	889478103	21	900	SH	DEFINE
TOMOTHERAPY INC	COM	890088107	8379	583900	SH	DEFINE
TOMOTHERAPY INC	COM	890088107	880	61350	SH	DEFINE

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

TORCHMARK CORP	COM	891027104	3892	64750	SH	DEFINE
TORCHMARK CORP	COM	891027104	589	9800	SH	DEFINE
TORCHMARK CORP	COM	891027104	18619	309920	SH	DEFINE
TORCHMARK CORP	COM	891027104	5632	93700	SH	DEFINE
TORCHMARK CORP	COM	891027104	1126	18730	SH	DEFINE
TORCHMARK CORP	COM	891027104	80269	1336460	SH	DEFINE
TORCHMARK CORP	COM	891027104	1541	25630	SH	DEFINE
TORCHMARK CORP	COM	891027104	406855	6768504	SH	DEFINE
TORCHMARK CORP	COM	891027104	6979	116110	SH	DEFINE
TORCHMARK CORP	COM	891027104	1184	19690	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	485	7903	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	0	1	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	10912	147500	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	6338	85639	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	32315	436636	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	16249	219548	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	33213	452857	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	4878	65910	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	221	2191	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	1655	16400	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	8099	78033	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	10169	100790	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	84103	2128105	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	2766	70001	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	194	4900	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	1303	32983	SH	DEFINE
TRANE INC	COM	892893108	716	15600	SH	DEFINE
TRANE INC	COM	892893108	115889	2524810	SH	DEFINE
TRANSATLANTIC HLDGS INC	COM	893521104	898	13531	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	11767	305410	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	308	8000	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	18897	139818	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	2058	15222	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	24814	183534	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	2350	17378	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	369359	2731984	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	554	4100	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	7	53	SH	DEFINE
TRANSOCEAN INC NEW	SHS	G90073100	38	278	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	27514	575000	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2247	46957	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	105184	2198279	SH	DEFINE
TREDEGAR CORP	COM	894650100	15921	874320	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	158539	5545262	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	8350	292052	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	1630	57000	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	2134	74648	SH	DEFINE
TRINITY INDS INC	COM	896522109	78442	2943400	SH	DEFINE
TRINITY INDS INC	COM	896522109	1554	58322	SH	DEFINE
TRIPLE-S MGMT CORP	CL B	896749108	1059	60000	SH	DEFINE
TRIZETTO GROUP INC	COM	896882107	6943	416000	SH	DEFINE
TRUMP ENTMT RESORTS INC	COM	89816T103	18512	5141843	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	56305	6333559	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	54	6085	SH	DEFINE
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	3631	118050	SH	DEFINE
TUESDAY MORNING CORP	COM NEW	899035505	19779	3818300	SH	DEFINE
TUMBLEWEED COMMUNICATIONS CO	COM	899690101	1509	1236678	SH	DEFINE
TUMBLEWEED COMMUNICATIONS CO	COM	899690101	120	98622	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	2155	103180	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	267	12800	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	2178	104270	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	143	6860	SH	DEFINE

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

TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	60856	2902209	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	13102	605177	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	2006	96030	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	55489	2656247	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	35357	1692512	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	1311	38192	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	13299	387513	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	715	20828	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	323405	9423644	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	11569	337363	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	5266	153432	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	14405	419716	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	60743	1772604	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	1203	35574	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	647	18850	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	442620	12896854	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	11823	344499	SH	DEFINE
TYCO ELECTRONICS LTD	COM NEW	G9144P105	497	14491	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	1676	38052	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	17070	387513	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	836	18983	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	286767	6509830	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	10240	232223	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	4735	107482	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	12139	275576	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	56008	1270717	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	1577	35392	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	855	19410	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	456372	10360314	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	13062	296519	SH	DEFINE
TYCO INTL LTD BERMUDA	SHS	G9143X208	638	14491	SH	DEFINE
U S G CORP	COM NEW	903293405	3627	98480	SH	DEFINE
U S G CORP	COM NEW	903293405	119520	3246052	SH	DEFINE
UAL CORP	COM NEW	902549807	1560	72460	SH	DEFINE
UBS AG	SHS NEW	H89231338	101	3500	SH	DEFINE
UBS AG	SHS NEW	H89231338	16682	600718	SH	DEFINE
UBS AG	SHS NEW	H89231338	40149	1394070	SH	DEFINE
UDR INC	COM	902653104	223	9100	SH	DEFINE
UDR INC	COM	902653104	211	8615	SH	DEFINE
UDR INC	COM	902653104	1297	52900	SH	DEFINE
UDR INC	COM	902653104	628	25600	SH	DEFINE
UDR INC	COM	902653104	33920	1384200	SH	DEFINE
UDR INC	COM	902653104	353	14400	SH	DEFINE
UIL HLDG CORP	COM	902748102	6942	230400	SH	DEFINE
UIL HLDG CORP	COM	902748102	2	61	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	18836	1839500	SH	DEFINE
UMB FINL CORP	COM	902788108	7696	186800	SH	DEFINE
UMB FINL CORP	COM	902788108	210	5094	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	4344	118700	SH	DEFINE
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E107	671785	5759536	SH	DEFINE
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E107	2047	17550	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	26748	793000	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	1771	52501	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	2557	76907	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	47759	1428346	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	651	19310	SH	DEFINE
UNION PAC CORP	COM	907818108	37614	300000	SH	DEFINE
UNION PAC CORP	COM	907818108	16947	135163	SH	DEFINE
UNIT CORP	COM	909218109	27158	479400	SH	DEFINE
UNIT CORP	COM	909218109	4	64	SH	DEFINE
UNITED AMER INDEMNITY LTD	CL A	90933T109	4183	217168	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	4736	253140	SH	DEFINE

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

UNITED NAT FOODS INC	COM	911163103	243	13000	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	146	7800	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	24572	336510	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	14446	197840	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	13303	182360	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	62	850	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	4914	67658	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	42750	586180	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	4172	57464	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2101	28770	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	949821	13007685	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	25640	351140	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	1109	15190	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	92602	729900	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	571	4500	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	1009	7950	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	234599	3408874	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	82314	1196126	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	58497	850000	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	62784	912293	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	3028	44000	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	23	340	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	4738	68840	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	200	2900	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	450	6535	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	1348	39220	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	8497	247279	SH	DEFINE
UNITRIN INC	COM	913275103	216	6120	SH	DEFINE
UNIVERSAL CORP VA	COM	913456109	47791	729300	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	63728	1979125	SH	DEFINE
UNIVERSAL HLTH SVCS INC	CL B	913903100	215	4000	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	7922	675400	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	12318	1049842	SH	DEFINE
UNUM GROUP	COM	91529Y106	1075	48850	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	966	30812	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	170904	5281324	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	27305	843800	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	8412	259959	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	162	5000	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	775752	23972255	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1405	43284	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	2395	74020	SH	DEFINE
V F CORP	COM	918204108	442	5708	SH	DEFINE
V F CORP	COM	918204108	38755	500000	SH	DEFINE
V F CORP	COM	918204108	5669	73135	SH	DEFINE
V F CORP	COM	918204108	310	4000	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	60121	1245000	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	5372	111240	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	348	7200	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	251	5200	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	13	1000	SH	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	79089	6164750	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	10842	220800	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	1244	25327	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	423	4486	SH	DEFINE
VANGUARD WORLD FD	MEGA GRWTH IND	921910816	582	12880	SH	DEFINE
VARIAN INC	COM	922206107	12279	212000	SH	DEFINE
VARIAN INC	COM	922206107	8742	150934	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	109091	2329009	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	13035	278280	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	1174	25062	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	32856	1167175	SH	DEFINE

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

VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	13	450	SH	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	0	9	SH	DEFINE
VCA ANTECH INC	COM	918194101	45894	1678010	SH	DEFINE
VCA ANTECH INC	COM	918194101	319	11651	SH	DEFINE
VECTREN CORP	COM	92240G101	16098	600000	SH	DEFINE
VECTREN CORP	COM	92240G101	268	9979	SH	DEFINE
VENTAS INC	COM	92276F100	112	2500	SH	DEFINE
VENTAS INC	COM	92276F100	137371	3058861	SH	DEFINE
VENTAS INC	COM	92276F100	1257	28000	SH	DEFINE
VENTAS INC	COM	92276F100	638	14200	SH	DEFINE
VENTAS INC	COM	92276F100	32364	720877	SH	DEFINE
VENTAS INC	COM	92276F100	53	1176	SH	DEFINE
VENTAS INC	COM	92276F100	346	7700	SH	DEFINE
VERIFONE HLDGS INC	COM	92342Y109	59301	3736700	SH	DEFINE
VERIFONE HLDGS INC	COM	92342Y109	800	50400	SH	DEFINE
VERIFONE HLDGS INC	COM	92342Y109	897	56497	SH	DEFINE
VERIGY LTD	SHS	Y93691106	923	48974	SH	DEFINE
VERIGY LTD	SHS	Y93691106	77	4077	SH	DEFINE
VERISIGN INC	COM	92343E102	18858	567330	SH	DEFINE
VERISIGN INC	COM	92343E102	155	4661	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	498293	13670590	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	48945	1342797	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	87	2400	SH	OTHER
VERIZON COMMUNICATIONS	COM	92343V104	267204	7330864	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	15	420	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	1753	49151	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	91	2500	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	1692	46408	SH	DEFINE
VERIZON COMMUNICATIONS	COM	92343V104	510	14000	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	13662	574700	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	191	8000	SH	DEFINE
VIACOM INC NEW	CL A	92553P102	3963	100000	SH	DEFINE
VIACOM INC NEW	CL A	92553P102	713	17989	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	176	4430	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1981	50000	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1267	31983	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	466107	11764883	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	14357	362800	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	4614	116460	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	29390	741790	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	125801	3179401	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	3050	78216	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	2116	53410	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1024229	25851318	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	32813	828205	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1085	27390	SH	DEFINE
VIASAT INC	COM	92552V100	18178	836917	SH	DEFINE
VIASAT INC	COM	92552V100	5367	247120	SH	DEFINE
VIASAT INC	COM	92552V100	374	17200	SH	DEFINE
VIASAT INC	COM	92552V100	7955	366278	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	11021	214000	SH	DEFINE
VION PHARMACEUTICALS INC	COM	927624502	230	154442	SH	DEFINE
VIRGIN MEDIA INC	COM	92769L101	459790	32680240	SH	DEFINE
VIOPHARMA INC	COM	928241108	4218	471700	SH	DEFINE
VIOPHARMA INC	COM	928241108	268	30000	SH	DEFINE
VIRTUAL RADIOLOGIC CORPORATI	COM	92826B104	306	20000	SH	DEFINE
VIVUS INC	COM	928551100	2702	448266	SH	DEFINE
VMWARE INC	CL A COM	928563402	1595	37245	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	28788	975523	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	266	9000	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	578	19576	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	31264	1007304	SH	DEFINE

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

VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	82690	2802117	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	207	7000	SH	DEFINE
VOLCOM INC	COM	92864N101	2852	141130	SH	DEFINE
VOLCOM INC	COM	92864N101	263	13000	SH	DEFINE
VOLTAIRE LTD	ORD SHS	M97613109	1510	302509	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	397	4600	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	331	3835	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	2388	27700	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	1233	14300	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	63359	734513	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	120	1395	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	664	7700	SH	DEFINE
WABASH NATL CORP	COM	929566107	37380	4157900	SH	DEFINE
WABCO HLDGS INC	COM	92927K102	214	4696	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	1985	73500	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	138291	5122147	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	8918	330313	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	14	510	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	243	9010	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	90	3330	SH	DEFINE
WACHOVIA CORP NEW	COM	929903102	3	125	SH	DEFINE
WAL MART STORES INC	COM	931142103	257161	4881560	SH	DEFINE
WAL MART STORES INC	COM	931142103	17933	340540	SH	DEFINE
WAL MART STORES INC	COM	931142103	20447	388136	SH	DEFINE
WAL MART STORES INC	COM	931142103	278	5270	SH	DEFINE
WAL MART STORES INC	COM	931142103	422237	8015482	SH	DEFINE
WAL MART STORES INC	COM	931142103	38	720	SH	DEFINE
WAL MART STORES INC	COM	931142103	4878	92600	SH	DEFINE
WAL MART STORES INC	COM	931142103	221	4200	SH	DEFINE
WAL MART STORES INC	COM	931142103	65	1230	SH	DEFINE
WALGREEN CO	COM	931422109	14901	391330	SH	DEFINE
WALGREEN CO	COM	931422109	11771	309026	SH	DEFINE
WALGREEN CO	COM	931422109	22	570	SH	DEFINE
WALGREEN CO	COM	931422109	284	7450	SH	DEFINE
WALGREEN CO	COM	931422109	251	6600	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	57665	1462100	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	6582	166890	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	513	13000	SH	DEFINE
WARNACO GROUP INC	COM NEW	934390402	316	8000	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	13480	1308770	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	241032	23401370	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	885	85962	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	146763	14249366	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	8	820	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	157	15197	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	61	5900	SH	DEFINE
WASHINGTON MUT INC	COM	939322103	29	2800	SH	DEFINE
WASHINGTON MUT INC	CONV7.75%SER R	939322814	18275	25740	SH	DEFINE
WASHINGTON MUT INC	CONV7.75%SER R	939322814	343810	484240	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	986	1491	SH	DEFINE
WASHINGTON SVGS BK FSB BOWIE	COM	92934C101	575	104900	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	17404	518600	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	783	23329	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	1100	32772	SH	DEFINE
WATERS CORP	COM	941848103	158149	2839317	SH	DEFINE
WATERS CORP	COM	941848103	27850	500000	SH	DEFINE
WATERS CORP	COM	941848103	956	17160	SH	DEFINE
WATERS CORP	COM	941848103	31	550	SH	DEFINE
WATERS CORP	COM	941848103	540	9700	SH	DEFINE
WATERS CORP	COM	941848103	206	3700	SH	DEFINE
WATERS CORP	COM	941848103	2046	36726	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	50413	1719400	SH	DEFINE

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

WATSON PHARMACEUTICALS INC	COM	942683103	134	4570	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	3	100	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	44957	1533330	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	16067	547940	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	995	33930	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	36523	1245680	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	125417	4277748	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	2157	73502	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	1598	54510	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	33683	1148805	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	25263	861630	SH	DEFINE	
WATSON PHARMACEUTICALS INC	COM	942683103	1286	43850	SH	DEFINE	
WATTS WATER TECHNOLOGIES INC	CL A	942749102	28787	1027000	SH	DEFINE	
WATTS WATER TECHNOLOGIES INC	CL A	942749102	3	90	SH	DEFINE	
WATTS WATER TECHNOLOGIES INC	CL A	942749102	45	1600	SH	DEFINE	
WEATHERFORD INTERNATIONAL LT	COM	G95089101	33428	461400	SH	DEFINE	
WEATHERFORD INTERNATIONAL LT	COM	G95089101	289	3982	SH	DEFINE	
WELLPOINT INC	COM	94973V107	35429	803120	SH	DEFINE	
WELLPOINT INC	COM	94973V107	1994	45179	SH	DEFINE	
WELLPOINT INC	COM	94973V107	40	910	SH	DEFINE	
WELLPOINT INC	COM	94973V107	702	15910	SH	DEFINE	
WELLPOINT INC	COM	94973V107	260	5900	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	1202	41300	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	511396	17573760	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	23084	793261	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	151	5200	SH	OTHER	
WELLS FARGO & CO NEW	COM	949746101	7069	242930	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	17867	613753	SH	DEFINE	
WELLS FARGO & CO NEW	COM	949746101	2567	88198	SH	DEFINE	
WERNER ENTERPRISES INC	COM	950755108	9280	500000	SH	DEFINE	
WERNER ENTERPRISES INC	COM	950755108	9280	500000	SH	DEFINE	
WESCO INTL INC	NOTE	1.750%11/195082PAG0	4169	5000000	PRN	DEFINE	
WEST MARINE INC	COM	954235107	17314	2484100	SH	DEFINE	
WEST MARINE INC	COM	954235107	56	8000	SH	DEFINE	
WEST MARINE INC	COM	954235107	15401	2209546	SH	DEFINE	
WEST PHARMACEUTICAL SVSC INC	COM	955306105	164450	3718073	SH	DEFINE	
WESTAR ENERGY INC	COM	95709T100	18396	807900	SH	DEFINE	
WESTERN DIGITAL CORP	COM	958102105	1729	63925	SH	DEFINE	
WESTERN DIGITAL CORP	COM	958102105	495	18310	SH	DEFINE	
WESTERN UN CO	COM	959802109	183	8600	SH	DEFINE	
WESTERN UN CO	COM	959802109	2255	106005	SH	DEFINE	
WESTFIELD FINANCIAL INC NEW	COM	96008P104	1990	204000	SH	DEFINE	
WESTLAKE CHEM CORP	COM	960413102	55708	4268800	SH	DEFINE	
WEYERHAEUSER CO	COM	962166104	1474	22665	SH	DEFINE	
WEYERHAEUSER CO	COM	962166104	1117160	17177221	SH	DEFINE	
WEYERHAEUSER CO	COM	962166104	260	4000	SH	DEFINE	
WHITE MTNS INS GROUP LTD	COM	G9618E107	360	750	SH	DEFINE	
WHITE MTNS INS GROUP LTD	COM	G9618E107	977576	2036640	SH	DEFINE	
WHITE RIVER CAPITAL INC	COM	96445P105	11120	722550	SH	DEFINE	
WHOLE FOODS MKT INC	COM	966837106	4838	146747	SH	DEFINE	
WHOLE FOODS MKT INC	COM	966837106	165	5000	SH	DEFINE	
WHOLE FOODS MKT INC	COM	966837106	198	6000	SH	DEFINE	
WILLIAMS COS INC DEL	COM	969457100	26384	800000	SH	DEFINE	
WILLIAMS COS INC DEL	COM	969457100	7327	222175	SH	DEFINE	
WILLIAMS PARTNERS L P	COM	UNIT L P	96950F104	545	17300	SH	DEFINE
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	1422	42300	SH	DEFINE	
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	5710	169900	SH	DEFINE	
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	50	1500	SH	DEFINE	
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	260089	7738448	SH	DEFINE	
WILMINGTON TRUST CORP	COM	971807102	342	10987	SH	DEFINE	
WILMINGTON TRUST CORP	COM	971807102	56	1800	SH	DEFINE	
WINDSTREAM CORP	COM	97381W104	6638	555495	SH	DEFINE	

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

WINDSTREAM CORP	COM	97381W104	179	15000	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	0	25	SH	DEFINE
WINNEBAGO INDS INC	COM	974637100	31414	1858800	SH	DEFINE
WIPRO LTD	SPON ADR 1 SH	97651M109	3812	330630	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	43990	1000000	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	748	17005	SH	DEFINE
WMS INDS INC	COM	929297109	809	22500	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	128363	4424780	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	2146	73991	SH	DEFINE
WPP GROUP PLC	SPON ADR 0905	929309409	1795	30100	SH	DEFINE
WRIGLEY WM JR CO	COM	982526105	601	9570	SH	DEFINE
WUXI PHARMATECH CAYMAN INC	SPONS ADR SHS	929352102	510	22800	SH	DEFINE
WYETH	COM	983024100	201900	4834760	SH	DEFINE
WYETH	COM	983024100	25056	600000	SH	DEFINE
WYETH	COM	983024100	19705	471874	SH	DEFINE
WYETH	COM	983024100	2130	51000	SH	DEFINE
WYETH	COM	983024100	0	1	SH	DEFINE
WYETH	COM	983024100	310	7419	SH	DEFINE
WYETH	COM	983024100	209	5000	SH	DEFINE
WYNDHAM WORLDWIDE CORP	COM	98310W108	4	208	SH	DEFINE
WYNDHAM WORLDWIDE CORP	COM	98310W108	56784	2746033	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	17177	861000	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	47880	2400000	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	335	16802	SH	DEFINE
XENOPORT INC	COM	98411C100	3238	80000	SH	DEFINE
XINYUAN REAL ESTATE CO LTD	SPONS ADR	98417P105	1597	190400	SH	DEFINE
XL CAP LTD	CL A	G98255105	245	8303	SH	DEFINE
XL CAP LTD	CL A	G98255105	2942	99550	SH	DEFINE
XL CAP LTD	CL A	G98255105	1725	58371	SH	DEFINE
XL CAP LTD	CL A	G98255105	5687	192460	SH	DEFINE
XL CAP LTD	CL A	G98255105	213	7200	SH	DEFINE
XL CAP LTD	CL A	G98255105	692	23402	SH	DEFINE
XL CAP LTD	CL A	G98255105	5271	178387	SH	DEFINE
XM SATELLITE RADIO HLDGS INC	CL A	983759101	1046	90000	SH	DEFINE
XM SATELLITE RADIO HLDGS INC	CL A	983759101	439	37750	SH	DEFINE
XM SATELLITE RADIO HLDGS INC	CL A	983759101	3	247	SH	DEFINE
XM SATELLITE RADIO HLDGS INC	CL A	983759101	23	1950	SH	DEFINE
XTO ENERGY INC	COM	98385X106	19262	311633	SH	DEFINE
XTO ENERGY INC	COM	98385X106	305	4932	SH	DEFINE
XYRATEX LTD	COM	G98268108	10673	594900	SH	DEFINE
YAHOO INC	COM	984332106	46288	1600000	SH	DEFINE
YAHOO INC	COM	984332106	5171	178750	SH	DEFINE
YAHOO INC	COM	984332106	125791	4348119	SH	DEFINE
YAHOO INC	COM	984332106	289	10000	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	32888	2249527	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	16	1118	SH	DEFINE
YRC WORLDWIDE INC	COM	984249102	9184	700000	SH	DEFINE
YUM BRANDS INC	COM	988498101	1554	41768	SH	DEFINE
ZALE CORP NEW	COM	988858106	80526	4075200	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	3270	42000	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	4983	64000	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	39743	510444	SH	DEFINE
ZOLTEK COS INC	COM	98975W104	414	15600	SH	DEFINE
ZUMIEZ INC	COM	989817101	40211	2562857	SH	DEFINE
ZUMIEZ INC	COM	989817101	3358	214000	SH	DEFINE
ZUMIEZ INC	COM	989817101	229	14600	SH	DEFINE
ZUMIEZ INC	COM	989817101	0	16	SH	DEFINE

GRAND TOTAL

138146835

