

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

FRANKLIN RESOURCES INC
Form 13F-HR
November 09, 2012

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

Form 13F
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2012

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 November 5, 2012
[Signature] [City,State] [Date]

Report Type (Check only one.):

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

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 14
 Form 13F Information Table Entry Total: 3266
 Form 13F Information Table Value Total: 154,722,793
 (thousands)

List of Other Included Managers:

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

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

FORM 13F INFORMATION TABLE
 FOR THE PERIOD ENDED 09/30/2012
 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 AMT	SH/ PRN	PUT/ CALL	INVEST MENT DISCRE TION	
3M CO	COM	88579Y101	3096	33500	SH		DEFINE	
3M CO	COM	88579Y101	105359	1140000	SH		DEFINE	
3M CO	COM	88579Y101	22635	244919	SH		DEFINE	

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

3M CO	COM	88579Y101	23563	254960	SH	DEFINE
7 DAYS GROUP HLDGS LTD	ADR	81783J101	612	52686	SH	DEFINE
AAR CORP	COM	000361105	59847	3644741	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	28050	1500000	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	9678	517527	SH	DEFINE
ABBOTT LABS	COM	002824100	321922	4695482	SH	DEFINE
ABBOTT LABS	COM	002824100	134616	1963470	SH	DEFINE
ABBOTT LABS	COM	002824100	55705	812498	SH	DEFINE
ABBOTT LABS	COM	002824100	1337	19500	SH	DEFINE
ABBOTT LABS	COM	002824100	34202	498860	SH	DEFINE
ABBOTT LABS	COM	002824100	9223	134520	SH	DEFINE
ABBOTT LABS	COM	002824100	39071	569884	SH	DEFINE
ABBOTT LABS	COM	002824100	2714	39580	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	2012	59315	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	11	325	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	4212	124180	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	4617	136110	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	8594	253360	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	3413	100500	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	4977	146740	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	55128	1625250	SH	DEFINE
ABERCROMBIE & FITCH CO	CL A	002896207	25572	753904	SH	DEFINE
ABM INDS INC	COM	000957100	72119	3809784	SH	DEFINE
ABM INDS INC	COM	000957100	60	3175	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2652	37872	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	14768	210876	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	9038	129056	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2879	41115	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	4016	57340	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	106194	1516411	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	21156	302099	SH	DEFINE
ACE LTD	SHS	H0023R105	48633	643300	SH	DEFINE
ACE LTD	SHS	H0023R105	27797	367685	SH	DEFINE
ACE LTD	SHS	H0023R105	1444	19100	SH	DEFINE
ACE LTD	SHS	H0023R105	827546	10946363	SH	DEFINE
ACE LTD	SHS	H0023R105	6024	79686	SH	DEFINE
ACE LTD	SHS	H0023R105	4756	62915	SH	DEFINE
ACE LTD	SHS	H0023R105	5556	73489	SH	DEFINE
ACE LTD	SHS	H0023R105	5282	69870	SH	DEFINE
ACE LTD	SHS	H0023R105	65394	865002	SH	DEFINE
ACE LTD	SHS	H0023R105	139677	1847576	SH	DEFINE
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	7465	717100	SH	DEFINE
ACME PACKET INC	COM	004764106	86363	5050463	SH	DEFINE
ACME PACKET INC	COM	004764106	431	25200	SH	DEFINE
ACME PACKET INC	COM	004764106	159	9280	SH	DEFINE
ACME PACKET INC	COM	004764106	2090	122198	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	656	58175	SH	DEFINE
ADOBE SYS INC	COM	00724F101	3612	111275	SH	DEFINE
ADVANTAGE OIL & GAS LTD	COM	00765F101	10565	2823100	SH	DEFINE
ADVENT SOFTWARE INC	COM	007974108	7162	291500	SH	DEFINE
ADVENT SOFTWARE INC	COM	007974108	558	22700	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	17970	375700	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	636	13300	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	2930	61250	SH	DEFINE
AEGERION PHARMACEUTICALS INC	COM	00767E102	11111	749700	SH	DEFINE
AEGERION PHARMACEUTICALS INC	COM	00767E102	213	14400	SH	DEFINE
AETNA INC NEW	COM	00817Y108	36842	930350	SH	DEFINE
AETNA INC NEW	COM	00817Y108	344	8694	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	69655	566300	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2218	18035	SH	DEFINE
AFLAC INC	COM	001055102	56994	1190349	SH	DEFINE
AFLAC INC	COM	001055102	103373	2159000	SH	DEFINE

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

AFLAC INC	COM	001055102	22036	460233	SH	DEFINE
AFLAC INC	COM	001055102	350	7313	SH	DEFINE
AFLAC INC	COM	001055102	48	1000	SH	DEFINE
AGCO CORP	COM	001084102	1946	40993	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	89938	2339100	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	8222	213829	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	12	300	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	1776	46200	SH	DEFINE
AGL RES INC	COM	001204106	180858	4420870	SH	DEFINE
AGL RES INC	COM	001204106	103	2513	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	12109	233400	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	519	10000	SH	DEFINE
AGRIUM INC	COM	008916108	122	1175	SH	DEFINE
AGRIUM INC	COM	008916108	99	960	SH	DEFINE
AGRIUM INC	COM	008916108	101442	977966	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	390022	4716102	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	47966	580000	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	13291	160709	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	12	150	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	1753	21200	SH	DEFINE
AIRGAS INC	COM	009363102	68997	838350	SH	DEFINE
AIRGAS INC	COM	009363102	165	2000	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	6198	162000	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	409	10683	SH	DEFINE
ALAMO GROUP INC	COM	011311107	7432	220000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	56096	1600000	SH	DEFINE
ALBEMARLE CORP	COM	012653101	327574	6218180	SH	DEFINE
ALCO STORES INC	COM	001600105	1661	238000	SH	DEFINE
ALCOA INC	COM	013817101	3563	402600	SH	DEFINE
ALCOA INC	COM	013817101	1207	136400	SH	DEFINE
ALCOA INC	COM	013817101	248	28002	SH	DEFINE
ALCOA INC	COM	013817101	5166	583770	SH	DEFINE
ALCOA INC	COM	013817101	14282	1613820	SH	DEFINE
ALCOA INC	COM	013817101	2137	241450	SH	DEFINE
ALCOA INC	COM	013817101	3939	445090	SH	DEFINE
ALEXANDER & BALDWIN INC NEW	COM	014491104	787	26655	SH	DEFINE
ALEXANDERS INC	COM	014752109	222504	520489	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	7173	97560	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	134896	1179160	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	504	4409	SH	DEFINE
ALIGN TECHNOLOGY INC	COM	016255101	1849	50000	SH	DEFINE
ALKERMES PLC	SHS	G01767105	8059	388400	SH	DEFINE
ALKERMES PLC	SHS	G01767105	477	22980	SH	DEFINE
ALKERMES PLC	SHS	G01767105	634	30570	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	38	110	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	268657	778851	SH	DEFINE
ALLEGiant TRAVEL CO	COM	01748X102	75089	1185108	SH	DEFINE
ALLEGiant TRAVEL CO	COM	01748X102	750	11845	SH	DEFINE
ALLEGiant TRAVEL CO	COM	01748X102	228	3600	SH	DEFINE
ALLEGiant TRAVEL CO	COM	01748X102	3159	49854	SH	DEFINE
ALLERGAN INC	COM	018490102	219982	2402060	SH	DEFINE
ALLERGAN INC	COM	018490102	38049	415475	SH	DEFINE
ALLERGAN INC	COM	018490102	591	6450	SH	DEFINE
ALLETE INC	COM NEW	018522300	41740	1000000	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	42537	299660	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	7	46	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	NOTE	1.750% 8/0018581AD0	27352	15070000	PRN	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	64443	4181918	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	11275	731637	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	68248	1572900	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	90	2070	SH	DEFINE
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	13673	1100000	SH	DEFINE

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

ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	3	250	SH	DEFINE
ALLSTATE CORP	COM	020002101	5747	145100	SH	DEFINE
ALLSTATE CORP	COM	020002101	2093	52835	SH	DEFINE
ALLSTATE CORP	COM	020002101	3631	91670	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	7863	1196850	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	5	708	SH	DEFINE
ALPS ETF TR	ALERIAN MLP	00162Q866	587	35450	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	7260	398900	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	577	31700	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	2482	136357	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	7844	234930	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	11110	332741	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	477430	14298562	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	5342	160000	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	32072	2545340	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	270	21400	SH	DEFINE
AMAZON COM INC	COM	023135106	222959	876680	SH	DEFINE
AMAZON COM INC	COM	023135106	48683	191424	SH	DEFINE
AMAZON COM INC	COM	023135106	1729	6800	SH	DEFINE
AMAZON COM INC	COM	023135106	636	2500	SH	DEFINE
AMAZON COM INC	COM	023135106	2213	8700	SH	DEFINE
AMAZON COM INC	COM	023135106	31154	122500	SH	DEFINE
AMAZON COM INC	COM	023135106	1017	4000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	13193	518600	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	21868	859577	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	229113	9006008	SH	DEFINE
AMERICAN ASSETS TR INC	COM	024013104	8262	308400	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	902372	20536460	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	9245	210404	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	47016	826870	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	62865	1105619	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	1638	28800	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	12965	228011	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	7066	124270	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	4985	87670	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	495	8710	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	11222	197370	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	8780	154421	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	322505	5671922	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	54668	961453	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	224	6843	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	761968	23237806	SH	DEFINE
AMERICAN NATL INS CO	COM	028591105	31246	435000	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	7229	607000	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	154468	2163720	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	48685	681955	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	2070	29000	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	27892	390700	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	964	13500	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	23944	1198980	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	107474	2900000	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	6794	183325	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	2274	40107	SH	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	2417	62445	SH	DEFINE
AMETEK INC NEW	COM	031100100	69056	1947995	SH	DEFINE
AMETEK INC NEW	COM	031100100	6561	185080	SH	DEFINE
AMGEN INC	COM	031162100	138283	1639976	SH	DEFINE
AMGEN INC	COM	031162100	5967	70765	SH	DEFINE
AMGEN INC	COM	031162100	193463	2294383	SH	DEFINE
AMGEN INC	COM	031162100	14243	168921	SH	DEFINE
AMGEN INC	COM	031162100	8613	102149	SH	DEFINE
AMGEN INC	COM	031162100	60395	716259	SH	DEFINE

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

AMGEN INC	COM	031162100	854	10130	SH	DEFINE
AMGEN INC	COM	031162100	30066	356473	SH	DEFINE
AMGEN INC	COM	031162100	3315	39320	SH	DEFINE
AMGEN INC	COM	031162100	15434	183040	SH	DEFINE
AMGEN INC	COM	031162100	768124	9109630	SH	DEFINE
AMGEN INC	COM	031162100	83207	986806	SH	DEFINE
ANACOR PHARMACEUTICALS INC	COM	032420101	6444	979285	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	174352	2493586	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	34668	495821	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	1650	23600	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	245	3500	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	33445	853400	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	3280	83700	SH	DEFINE
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	133084	3199892	PRN	DEFINE
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	379	9110	PRN	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	298833	8525904	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	90	2580	SH	DEFINE
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	564	6566	SH	DEFINE
ANIKA THERAPEUTICS INC	COM	035255108	300	20000	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	2089	124050	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	792	47026	SH	DEFINE
ANNIES INC	COM	03600T104	803	17915	SH	DEFINE
ANSYS INC	COM	03662Q105	113898	1551750	SH	DEFINE
ANTHERA PHARMACEUTICALS INC	COM	03674U102	3313	3333100	SH	DEFINE
AON PLC	SHS CL A	G0408V102	34	657	SH	DEFINE
AON PLC	SHS CL A	G0408V102	1940	37100	SH	DEFINE
APACHE CORP	COM	037411105	3022	34950	SH	DEFINE
APACHE CORP	COM	037411105	27372	316550	SH	DEFINE
APACHE CORP	COM	037411105	21107	244093	SH	DEFINE
APACHE CORP	COM	037411105	725983	8395766	SH	DEFINE
APACHE CORP	COM	037411105	821	9500	SH	DEFINE
APACHE CORP	PFD CONV SER D	037411808	96017	1973625	SH	DEFINE
APACHE CORP	PFD CONV SER D	037411808	5578	114665	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	75	2893	SH	DEFINE
APARTMENT INVT & MGMT CO	CL A	03748R101	12215	470000	SH	DEFINE
APOGEE ENTERPRISES INC	COM	037598109	50003	2548578	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	17055	587090	SH	DEFINE
APPLE INC	COM	037833100	1072565	1607410	SH	DEFINE
APPLE INC	COM	037833100	332931	498954	SH	DEFINE
APPLE INC	COM	037833100	5371	8050	SH	DEFINE
APPLE INC	COM	037833100	1968	2950	SH	DEFINE
APPLE INC	COM	037833100	2202	3300	SH	DEFINE
APPLE INC	COM	037833100	3320	4976	SH	DEFINE
APPLE INC	COM	037833100	30307	45420	SH	DEFINE
APPLE INC	COM	037833100	1068	1600	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	25152	607090	SH	DEFINE
APPLIED MATLS INC	COM	038222105	202	18122	SH	DEFINE
APPLIED MATLS INC	COM	038222105	669	59940	SH	DEFINE
APPLIED MATLS INC	COM	038222105	1	110	SH	DEFINE
APPLIED MATLS INC	COM	038222105	2941	263260	SH	DEFINE
APPLIED MATLS INC	COM	038222105	640	57303	SH	DEFINE
APPLIED MATLS INC	COM	038222105	7136	639140	SH	DEFINE
APPLIED MATLS INC	COM	038222105	27166	2433130	SH	DEFINE
APTARGROUP INC	COM	038336103	12236	236630	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	1791	300000	SH	DEFINE
ARCELORMITTAL SA LUXEMBOURG	NOTE 5.000% 5/1	103938LAK0	10309	10098000	PRN	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	19370	464737	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	703	16870	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	46031	1104400	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	273839	10075010	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	1712	62999	SH	DEFINE
ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	795	51540	SH	DEFINE

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

ARGO GROUP INTL HLDGS LTD	COM	G0464B107	3700	114242	SH	DEFINE
ARIAD PHARMACEUTICALS INC	COM	04033A100	26575	1097000	SH	DEFINE
ARIBA INC	COM NEW	04033V203	448	10000	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	2059	260000	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	7171	905450	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	25182	900000	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	56	2000	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	399	14260	SH	DEFINE
ARQULE INC	COM	04269E107	4215	824909	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	928	27540	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	474	14050	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	702	20820	SH	DEFINE
ASHLAND INC NEW	COM	044209104	21423	299200	SH	DEFINE
ASHLAND INC NEW	COM	044209104	280	3912	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	13688	255000	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	1707	31791	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	54102	1774430	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	3830	125616	SH	DEFINE
ASPEN TECHNOLOGY INC	COM	045327103	12925	500000	SH	DEFINE
ASPEN TECHNOLOGY INC	COM	045327103	259	10000	SH	DEFINE
ASSOCIATED BANC CORP	COM	045487105	4153	315352	SH	DEFINE
ASSURANT INC	COM	04621X108	28236	757000	SH	DEFINE
ASTEC INDS INC	COM	046224101	43850	1387223	SH	DEFINE
ASTORIA FINL CORP	COM	046265104	143	14453	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	837	17490	SH	DEFINE
AT&T INC	COM	00206R102	973368	25818791	SH	DEFINE
AT&T INC	COM	00206R102	42298	1121967	SH	DEFINE
AT&T INC	COM	00206R102	1653	43851	SH	DEFINE
AT&T INC	COM	00206R102	16	420	SH	DEFINE
AT&T INC	COM	00206R102	164	4340	SH	DEFINE
AT&T INC	COM	00206R102	625	16570	SH	DEFINE
AT&T INC	COM	00206R102	2275	60340	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	1092	11904	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	3010	32800	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	2976	69236	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM NEW	049079205	42	975	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	67811	1492000	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	100	2200	SH	DEFINE
AURICO GOLD INC	COM	05155C105	10499	1494100	SH	DEFINE
AURIZON MINES LTD	COM	05155P106	8321	1585800	SH	DEFINE
AUTODESK INC	COM	052769106	26696	800000	SH	DEFINE
AUTODESK INC	COM	052769106	9251	277219	SH	DEFINE
AUTODESK INC	COM	052769106	2403	72000	SH	DEFINE
AUTODESK INC	COM	052769106	33871	1015000	SH	DEFINE
AUTODESK INC	COM	052769106	1101	33000	SH	DEFINE
AUTOLIV INC	COM	052800109	66044	1065736	SH	DEFINE
AUTOLIV INC	COM	052800109	901	14540	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	41062	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	23915	407686	SH	DEFINE
AUXILIUM PHARMACEUTICALS INC	COM	05334D107	15026	614300	SH	DEFINE
AUXILIUM PHARMACEUTICALS INC	COM	05334D107	269	11000	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	71514	2051160	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	2449	70240	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	242	6950	SH	DEFINE
AVALON RARE METALS INC	COM	053470100	1	22600	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	341	2511	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	15106	111082	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	14701	462000	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	199	6268	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	10	300	SH	DEFINE
AVISTA CORP	COM	05379B107	15637	607500	SH	DEFINE
AVISTA CORP	COM	05379B107	84	3250	SH	DEFINE

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

AVIVA PLC	ADR	05382A104	11	1041	SH	DEFINE
AVIVA PLC	ADR	05382A104	8729	838561	SH	DEFINE
AVON PRODS INC	COM	054303102	6271	393144	SH	DEFINE
AVON PRODS INC	COM	054303102	6	400	SH	OTHER
AVON PRODS INC	COM	054303102	163346	10241087	SH	DEFINE
AVON PRODS INC	COM	054303102	43523	2728696	SH	DEFINE
AXIS CAPITAL HOLDINGS INV	SHS	G0692U109	3	99	SH	DEFINE
AXIS CAPITAL HOLDINGS INV	SHS	G0692U109	35472	1015800	SH	DEFINE
B/E AEROSPACE INC	COM	073302101	29794	707700	SH	DEFINE
B/E AEROSPACE INC	COM	073302101	7	175	SH	DEFINE
BABCOCK & WILCOX CO NEW	COM	05615F102	1831	71900	SH	DEFINE
BABCOCK & WILCOX CO NEW	COM	05615F102	1	58	SH	DEFINE
BABCOCK & WILCOX CO NEW	COM	05615F102	5149	202040	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	53532	458240	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	7002	59941	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	34672	296800	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	724	6173	SH	DEFINE
BAKER HUGHES INC	COM	057224107	3238	71600	SH	DEFINE
BAKER HUGHES INC	COM	057224107	15067	333127	SH	DEFINE
BAKER HUGHES INC	COM	057224107	480	10623	SH	DEFINE
BAKER HUGHES INC	COM	057224107	460503	10181356	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1339	29600	SH	DEFINE
BAKER HUGHES INC	COM	057224107	4742	104840	SH	DEFINE
BAKER HUGHES INC	COM	057224107	37266	823924	SH	DEFINE
BAKER HUGHES INC	COM	057224107	476	10520	SH	DEFINE
BAKER HUGHES INC	COM	057224107	32070	708835	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1499	33141	SH	DEFINE
BAKER HUGHES INC	COM	057224107	13288	293790	SH	DEFINE
BAKER HUGHES INC	COM	057224107	605428	13385540	SH	DEFINE
BAKER HUGHES INC	COM	057224107	60708	1342196	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	6767	283000	SH	DEFINE
BALL CORP	COM	058498106	681	16100	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	16	1000	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	300633	18707569	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	13615	847247	SH	DEFINE
BANCO MACRO SA	SPON ADR B	05961W105	3	212	SH	DEFINE
BANCO MACRO SA	SPON ADR B	05961W105	5340	376574	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	3	467	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	3752	502903	SH	DEFINE
BANCOLOMBIA S A	SPON ADR PEF	05968L102	65872	1103202	SH	DEFINE
BANK HAWAII CORP	COM	062540109	299	6550	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	139	2350	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	826	13998	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	248786	4210728	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	303	5525	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	10168	185454	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	2247	41000	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	439588	8016850	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	100002	1824100	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1057	19278	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1069	19500	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1514	171500	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	325356	36846691	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2635	298417	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	10085	1142073	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1253	141858	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	101242	11465654	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	10325	1169330	SH	DEFINE
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	968869	888871	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4867	215158	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	4160	183894	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	5161	228160	SH	DEFINE

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

BANK OF NEW YORK MELLON CORP	COM	064058100	6344	280440	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	16327	721775	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	972	42983	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1093	48333	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	6015	265930	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	6464	285760	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	27527	1216939	SH	DEFINE
BANRO CORP	COM	066800103	48194	10362000	SH	DEFINE
BANRO CORP	COM	066800103	2537	545900	SH	DEFINE
BAR HBR BANKSHARES	COM	066849100	5641	156768	SH	DEFINE
BARCLAYS BK PLC	DJUBS CMDT ETN3606738C778		1335	30205	SH	DEFINE
BARCLAYS BK PLC	DJUBS CMDT ETN3606738C778		3714	84016	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	3	250	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	224	16133	SH	DEFINE
BARD C R INC	COM	067383109	10465	100000	SH	DEFINE
BARD C R INC	COM	067383109	1199	11457	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	419579	10047400	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	843	20180	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	10818	258956	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	1793	144000	SH	DEFINE
BAXTER INTL INC	COM	071813109	24104	400000	SH	DEFINE
BAXTER INTL INC	COM	071813109	3568	59209	SH	DEFINE
BAYTEX ENERGY CORP	COM	07317Q105	1225	25800	SH	DEFINE
BAYTEX ENERGY CORP	COM	07317Q105	34418	724412	SH	DEFINE
BAZAARVOICE INC	COM	073271108	2273	150000	SH	DEFINE
BB&T CORP	COM	054937107	197	5950	SH	DEFINE
BB&T CORP	COM	054937107	6218	187520	SH	DEFINE
BB&T CORP	COM	054937107	7963	240150	SH	DEFINE
BB&T CORP	COM	054937107	1200	36180	SH	DEFINE
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M100	3612	880972	SH	DEFINE
BCE INC	COM NEW	05534B760	2715	61795	SH	DEFINE
BCE INC	COM NEW	05534B760	123576	2809684	SH	DEFINE
BEAM INC	COM	073730103	1157	20100	SH	DEFINE
BEAM INC	COM	073730103	565	9818	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	327128	4164054	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	6995	89045	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	385	4895	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	47	600	SH	DEFINE
BEMIS INC	COM	081437105	76647	2435549	SH	DEFINE
BEMIS INC	COM	081437105	5033	159915	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	95260	6238370	SH	DEFINE
BERKLEY W R CORP	COM	084423102	1860	49600	SH	DEFINE
BERKLEY W R CORP	COM	084423102	446	11908	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1327	10	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	24417	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	4910	37	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	28593	324189	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	88	1000	SH	DEFINE
BEST BUY INC	COM	086516101	251	14575	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	33434	487300	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	5341	77839	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	27333	437610	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	248630	1666081	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	2239	15001	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	466	3120	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	8117	201565	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	15243	7300000	PRN	DEFINE
BIOSPECIFICS TECHNOLOGIES CO	COM	090931106	3858	198650	SH	DEFINE
BLACKROCK INC	COM	09247X101	448802	2517108	SH	DEFINE
BLACKROCK INC	COM	09247X101	40134	225095	SH	DEFINE
BLACKROCK INC	COM	09247X101	1872	10500	SH	DEFINE
BLACKROCK INC	COM	09247X101	492	2760	SH	DEFINE

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

BLACKROCK INC	COM	09247X101	445	2494	SH	DEFINE
BLACKROCK MUNIHOLDNGS QLTY I	COM	09254A101	203	13000	SH	DEFINE
BLACKROCK MUNIYIELD NY QLTY	COM	09255E102	178	11772	SH	DEFINE
BLACKROCK NY MUNI INC QLTY T	COM	09249U105	612	36750	SH	DEFINE
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	4	250	SH	DEFINE
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	61721	4322164	SH	DEFINE
BLUE NILE INC	COM	09578R103	12066	325308	SH	DEFINE
BLUE NILE INC	COM	09578R103	404	10900	SH	DEFINE
BLUE NILE INC	COM	09578R103	1141	30760	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	373	9002	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	7536	270109	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	558	20000	SH	DEFINE
BOEING CO	COM	097023105	129989	1867120	SH	DEFINE
BOEING CO	COM	097023105	6048	86873	SH	DEFINE
BOEING CO	COM	097023105	637	9143	SH	DEFINE
BORGWARNER INC	COM	099724106	643	9300	SH	DEFINE
BORGWARNER INC	COM	099724106	245443	3551463	SH	DEFINE
BORGWARNER INC	COM	099724106	20239	292849	SH	DEFINE
BORGWARNER INC	COM	099724106	1382	20000	SH	DEFINE
BORGWARNER INC	COM	099724106	496	7171	SH	DEFINE
BOSTON BEER INC	CL A	100557107	81961	731990	SH	DEFINE
BOSTON BEER INC	CL A	100557107	750	6700	SH	DEFINE
BOSTON BEER INC	CL A	100557107	222	1980	SH	DEFINE
BOSTON BEER INC	CL A	100557107	3571	31896	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	534	4830	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	35470	320680	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	265675	46284785	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	54898	2223493	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	948	38400	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	8239	333712	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	1045533	24682075	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	4040	95362	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	279	6587	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	11918	281342	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	8	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	7450	175870	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	3820	40707	SH	DEFINE
BRADY CORP	CL A	104674106	152757	5217097	SH	DEFINE
BRADY CORP	CL A	104674106	29	1000	SH	DEFINE
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	10991	901600	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	38849	2080800	SH	DEFINE
BRIGHTCOVE INC	COM	10921T101	2814	240898	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	23207	687627	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	121719	2407885	SH	DEFINE
BROADCOM CORP	CL A	111320107	26045	753180	SH	DEFINE
BROADCOM CORP	CL A	111320107	5134	148478	SH	DEFINE
BROADCOM CORP	CL A	111320107	10	300	SH	OTHER
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	228	9754	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	2132	91400	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	7035	1189320	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	34281	5795572	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	461	77970	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	28594	4832731	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	1022	172724	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	6436	1088090	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	216981	36683120	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	26414	4465570	SH	DEFINE
BROOKDALE SR LIVING INC	NOTE 2.750% 6/	1112463AA2	27648	25120000	PRN	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	3563	103295	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	1484	43015	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	204054	5912103	SH	DEFINE
BROOKFIELD OFFICE PPTYS INC	COM	112900105	2742	165093	SH	DEFINE

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

BROOKFIELD OFFICE PPTYS INC	COM	112900105	1564	94100	SH	DEFINE
BROOKFIELD OFFICE PPTYS INC	COM	112900105	5640	339440	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	58922	3675758	SH	DEFINE
BRUNSWICK CORP	COM	117043109	39786	1758100	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	406	8462	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	88849	1036249	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	840	9800	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	231	2700	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	3740	43626	SH	DEFINE
BUNGE LIMITED	COM	G16962105	811	12094	SH	DEFINE
BUNGE LIMITED	COM	G16962105	31035	462870	SH	DEFINE
BUNGE LIMITED	COM	G16962105	10036	149672	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	17114	292300	SH	DEFINE
C&J ENERGY SVCS INC	COM	12467B304	12930	649750	SH	DEFINE
C&J ENERGY SVCS INC	COM	12467B304	448	22500	SH	DEFINE
C&J ENERGY SVCS INC	COM	12467B304	1779	89414	SH	DEFINE
CA INC	COM	12673P105	236	9172	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	1095	69075	SH	DEFINE
CABOT CORP	COM	127055101	42377	1158800	SH	DEFINE
CABOT CORP	COM	127055101	84	2300	SH	DEFINE
CABOT OIL & GAS CORP	COM	127097103	15178	338050	SH	DEFINE
CABOT OIL & GAS CORP	COM	127097103	455	10125	SH	DEFINE
CAE INC	COM	124765108	6006	560896	SH	DEFINE
CAESARS ENTMT CORP	COM	127686103	2109	310091	SH	DEFINE
CALIFORNIA WTR SVC GROUP	COM	130788102	216	11600	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	10131	1650000	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	21095	3435723	SH	DEFINE
CALLON PETE CO DEL	COM	13123X102	32821	5336818	SH	DEFINE
CALPINE CORP	COM NEW	131347304	33286	1924060	SH	DEFINE
CALPINE CORP	COM NEW	131347304	9	503	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	87	1351	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	16044	248790	SH	DEFINE
CAMECO CORP	COM	13321L108	195	10045	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	125620	2240400	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	6197	110516	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	521	9300	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	245	7040	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	20331	659204	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	68	2220	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	186717	6053671	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	3613	117200	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	44429	503550	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	8072	91488	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	224707	2540125	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	41445	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	2246	27091	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	57509	693119	SH	DEFINE
CANON INC	ADR	138006309	991	30955	SH	DEFINE
CANON INC	ADR	138006309	284	8859	SH	DEFINE
CAPE BANCORP INC	COM	139209100	14	1500	SH	DEFINE
CAPE BANCORP INC	COM	139209100	2477	264663	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	5149	90310	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	670	11745	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	11691	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	608	15604	SH	DEFINE
CAREFUSION CORP	COM	14170T101	40591	1429760	SH	DEFINE
CAREFUSION CORP	COM	14170T101	1	18	SH	DEFINE
CARLISLE COS INC	COM	142339100	87994	1694794	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	43728	1200000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	229	6290	SH	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	4460	1042117	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	4903	85800	SH	DEFINE

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

CASEYS GEN STORES INC	COM	147528103	560	9800	SH	DEFINE
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	1482	320000	SH	DEFINE
CATAMARAN CORP	COM	148887102	21243	216830	SH	DEFINE
CATAMARAN CORP	COM	148887102	388	3963	SH	DEFINE
CATAMARAN CORP	COM	148887102	170	1740	SH	DEFINE
CATAMARAN CORP	COM	148887102	2832	28900	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	67976	790050	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	22636	263084	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	11	125	SH	DEFINE
CATO CORP NEW	CL A	149205106	46182	1554422	SH	DEFINE
CBL & ASSOC PPTYS INC	COM	124830100	8419	394500	SH	DEFINE
CBRE GROUP INC	CL A	12504L109	22497	1221990	SH	DEFINE
CBRE GROUP INC	CL A	12504L109	227	12350	SH	DEFINE
CBS CORP NEW	CL B	124857202	46	1279	SH	DEFINE
CBS CORP NEW	CL B	124857202	518163	14262665	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	2961	37864	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	604	7720	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	405858	5186496	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1134	29900	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	137010	3614060	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	4129	108923	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	392	10340	SH	DEFINE
CELGENE CORP	COM	151020104	128508	1682040	SH	DEFINE
CELGENE CORP	COM	151020104	87557	1146035	SH	DEFINE
CELGENE CORP	COM	151020104	1650	21600	SH	DEFINE
CELLDEX THERAPEUTICS INC NEW	COM	15117B103	5946	943840	SH	DEFINE
CEMEX SAB DE CV	NOTE 3.250% 3/1151290BB8		75397	76015000	PRN	DEFINE
CEMEX SAB DE CV	NOTE 3.750% 3/1151290BC6		97601	98400000	PRN	DEFINE
CENOVUS ENERGY INC	COM	15135U109	155	4450	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	1008	28910	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	40	1140	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	119557	3426600	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	3624	103939	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	97337	4569800	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	47	2200	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	3	450	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	2515	424062	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	112	18970	SH	DEFINE
CENTRAL EUROPEAN MEDIA	NOTE 5.000%11/1153443AH9		9595	10100000	PRN	DEFINE
CENTRAL GOLDTRUST	TR UNIT	153546106	841	12341	SH	DEFINE
CENTURYLINK INC	COM	156700106	239956	5939500	SH	DEFINE
CENTURYLINK INC	COM	156700106	23474	581045	SH	DEFINE
CEPHEID	COM	15670R107	3451	100000	SH	DEFINE
CERADYNE INC	COM	156710105	48897	2001500	SH	DEFINE
CERNER CORP	COM	156782104	144632	1868390	SH	DEFINE
CERNER CORP	COM	156782104	7965	102900	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	5116	23020	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	3358	15110	SH	DEFINE
CHART INDS INC	COM PAR \$0.01	16115Q308	1846	25000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	107353	2229100	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	2480	51500	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1849	38399	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	104551	2170900	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	9871	204953	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1108	23000	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	31257	1291628	SH	DEFINE
CHEMOCENTRYX INC	COM	16383L106	4975	427734	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	30995	1642563	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	283	15000	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5148	272804	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2664	141190	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	27403	1452200	SH	DEFINE

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

CHESAPEAKE ENERGY CORP	COM	165167107	25113	1330406	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5726	303437	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	220127	11665470	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	17783	942370	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	548683	4707300	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	866197	7431343	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	100865	865349	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	1818	15600	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	6901	59209	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	5178	44421	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	57730	495285	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	593	5090	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	18484	158576	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	1429	12260	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	23376	200550	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	417032	3577834	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	56224	482361	SH	DEFINE
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	2393	62825	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	23	525	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	9	219	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	8018	184871	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	12681	229068	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	17	304	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	8176	147683	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	2257	102880	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	15	254	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	13656	235572	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	72233	1246040	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	108708	342340	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	7055	22218	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	318	1000	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	432	1360	SH	DEFINE
CHOICE HOTELS INTL INC	COM	169905106	9597	300000	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	11128	3170450	SH	DEFINE
CHUBB CORP	COM	171232101	73816	967700	SH	DEFINE
CHUBB CORP	COM	171232101	24456	320611	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	13769	255026	SH	DEFINE
CIBER INC	COM	17163B102	4874	1404700	SH	DEFINE
CIBER INC	COM	17163B102	399	114900	SH	DEFINE
CIENA CORP	COM NEW	171779309	263	19315	SH	DEFINE
CIGNA CORPORATION	COM	125509109	1950	41348	SH	DEFINE
CIGNA CORPORATION	COM	125509109	666408	14127788	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	10858	185450	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	831	14190	SH	DEFINE
CINTAS CORP	COM	172908105	55705	1343898	SH	DEFINE
CINTAS CORP	COM	172908105	249	6000	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	18475	489408	SH	DEFINE
CISCO SYS INC	COM	17275R102	113326	5936390	SH	DEFINE
CISCO SYS INC	COM	17275R102	23164	1213389	SH	DEFINE
CISCO SYS INC	COM	17275R102	497812	26077096	SH	DEFINE
CISCO SYS INC	COM	17275R102	10048	526357	SH	DEFINE
CISCO SYS INC	COM	17275R102	7730	404950	SH	DEFINE
CISCO SYS INC	COM	17275R102	39123	2049377	SH	DEFINE
CISCO SYS INC	COM	17275R102	532	27850	SH	DEFINE
CISCO SYS INC	COM	17275R102	36005	1885550	SH	DEFINE
CISCO SYS INC	COM	17275R102	1750	91670	SH	DEFINE
CISCO SYS INC	COM	17275R102	13120	687270	SH	DEFINE
CISCO SYS INC	COM	17275R102	737372	38626070	SH	DEFINE
CISCO SYS INC	COM	17275R102	80539	4218926	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	347369	8818710	SH	DEFINE
CITI TRENDS INC	COM	17306X102	4424	352400	SH	DEFINE
CITI TRENDS INC	COM	17306X102	334	26600	SH	DEFINE

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

CITI TRENDS INC	COM	17306X102	1575	125481	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	22305	230000	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	495	5105	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	10	100	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	30053	918500	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	10834	331112	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	221	6756	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	475260	14525035	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	12671	387257	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	5394	164860	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	46356	1416756	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	446	13628	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	29966	915564	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	1656	50601	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	8167	249590	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	488899	14941904	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	51647	1578451	SH	DEFINE
CITIZENS CMNTY BANCORP INC M	COM	174903104	841	143700	SH	DEFINE
CITRIX SYS INC	COM	177376100	177893	2323250	SH	DEFINE
CITRIX SYS INC	COM	177376100	19080	249178	SH	DEFINE
CITRIX SYS INC	COM	177376100	168	2200	SH	DEFINE
CITRIX SYS INC	COM	177376100	491	6410	SH	DEFINE
CLARCOR INC	COM	179895107	2215	49620	SH	DEFINE
CLECO CORP NEW	COM	12561W105	29386	700000	SH	DEFINE
CLECO CORP NEW	COM	12561W105	126	3000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	7783	198900	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	51	1300	SH	DEFINE
CLOROX CO DEL	COM	189054109	3008	41746	SH	DEFINE
CME GROUP INC	COM	12572Q105	19527	340780	SH	DEFINE
CME GROUP INC	COM	12572Q105	232	4050	SH	DEFINE
CMS ENERGY CORP	COM	125896100	70650	3000000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	0	9	SH	DEFINE
CMS ENERGY CORP	NOTE 5.500% 6/1	125896BD1	20535	12000000	PRN	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	12096	312000	SH	DEFINE
CNO FINL GROUP INC	COM	12621E103	58289	6040302	SH	DEFINE
COACH INC	COM	189754104	4155	74165	SH	DEFINE
COAST DISTR SYS	COM	190345108	100	47700	SH	DEFINE
COBALT INTL ENERGY INC	COM	19075F106	11297	507260	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	2307	455000	SH	DEFINE
COCA COLA CO	COM	191216100	76884	2026990	SH	DEFINE
COCA COLA CO	COM	191216100	44197	1165213	SH	DEFINE
COCA COLA ENTERPRISES INC NE	COM	19122T109	435834	13937765	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	9215	400837	SH	DEFINE
COGNEX CORP	COM	192422103	8424	243600	SH	DEFINE
COGNEX CORP	COM	192422103	664	19200	SH	DEFINE
COGNEX CORP	COM	192422103	2120	61308	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	68601	981130	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	1052	15045	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	4916	70000	SH	DEFINE
COHERENT INC	COM	192479103	38	825	SH	DEFINE
COHERENT INC	COM	192479103	2123	46303	SH	DEFINE
COHU INC	COM	192576106	24777	2638630	SH	DEFINE
COINSTAR INC	COM	19259P300	8551	190100	SH	DEFINE
COINSTAR INC	COM	19259P300	643	14300	SH	DEFINE
COINSTAR INC	COM	19259P300	2953	65654	SH	DEFINE
COINSTAR INC	NOTE 4.000% 9/01	19259PAF9	18358	14000000	PRN	DEFINE
COLFAX CORP	COM	194014106	7580	206700	SH	DEFINE
COLFAX CORP	COM	194014106	620	16900	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	115968	1081586	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	14403	134329	SH	DEFINE
COLUMBIA SPORTSWEAR CO	COM	198516106	6157	114020	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	112517	3145558	SH	DEFINE

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

COMCAST CORP NEW	CL A	20030N101	7601	212506	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	14	400	SH	OTHER
COMCAST CORP NEW	CL A	20030N101	2416	67540	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	523	14625	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	9439	263880	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	43208	1207940	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	5036	144703	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	3018	86734	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	200423	5759285	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	8890	255462	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1643	47200	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1839	52839	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	531	15270	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	16357	469783	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1256	36094	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	8032	230815	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	699029	20087028	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	57519	1652836	SH	DEFINE
COMERICA INC	COM	200340107	18056	581500	SH	DEFINE
COMERICA INC	COM	200340107	76042	2449010	SH	DEFINE
COMERICA INC	COM	200340107	29	939	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	31912	2417600	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	3	200	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	115217	3953918	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	48945	833821	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	523	8910	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	80928	1134563	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	113742	2919460	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	5620	101169	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	45094	1400000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	196	6100	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	1169	36290	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	7079	219790	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	4139	150000	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	181	6550	SH	DEFINE
CONCHO RES INC	COM	20605P101	7719	81470	SH	DEFINE
CONCHO RES INC	COM	20605P101	24	250	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1899	25755	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	10550	184500	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	700445	12249820	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	27382	478874	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	4925	86140	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	27	466	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	532101	17707172	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	62405	1042000	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	838	13989	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	952	29437	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	1642	129700	SH	DEFINE
CONTINENTAL RESOURCES INC	COM	212015101	461	6000	SH	DEFINE
CON-WAY INC	COM	205944101	488	17812	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	397	4880	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	113785	1400084	SH	DEFINE
CORE LABORATORIES N V	COM	N22717107	7896	65000	SH	DEFINE
CORE LABORATORIES N V	COM	N22717107	18	150	SH	DEFINE
CORESITE RLTY CORP	COM	21870Q105	3219	119500	SH	DEFINE
CORNERSTONE ONDEMAND INC	COM	21925Y103	2300	75000	SH	DEFINE
CORNING INC	COM	219350105	24886	1892500	SH	DEFINE
CORNING INC	COM	219350105	30862	2346890	SH	DEFINE
CORNING INC	COM	219350105	7070	537620	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	53093	530265	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	1202	12000	SH	DEFINE
COVANCE INC	COM	222816100	9338	200000	SH	DEFINE

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

COVANCE INC	COM	222816100	2	50	SH	DEFINE
COVANTA HLDG CORP	COM	22282E102	448	26100	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	775	18600	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	1301	21900	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	25254	425000	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	22625	380765	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	12	200	SH	OTHER
COVIDIEN PLC	SHS	G2554F113	2824	47520	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	22517	378940	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	183860	1467590	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	21	971	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	19162	905982	SH	DEFINE
CREE INC	COM	225447101	3266	127937	SH	DEFINE
CRH PLC	ADR	12626K203	10	502	SH	DEFINE
CRH PLC	ADR	12626K203	9021	469827	SH	DEFINE
CRH PLC	ADR	12626K203	214	11150	SH	DEFINE
CROSS A T CO	CL A	227478104	5870	588800	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	16133	251680	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	6	100	SH	DEFINE
CROWN CASTLE INTL CORP	COM	228227104	166	2590	SH	DEFINE
CSX CORP	COM	126408103	3055	147226	SH	DEFINE
CTC MEDIA INC	COM	12642X106	37786	4147726	SH	DEFINE
CTRIIP COM INTL LTD	AMERICAN DEP SHS	22943F100	243	14415	SH	DEFINE
CUBESMART	COM	229663109	2573	199900	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	345	6000	SH	DEFINE
CUMMINS INC	COM	231021106	45881	497560	SH	DEFINE
CUMMINS INC	COM	231021106	42308	458820	SH	DEFINE
CUMMINS INC	COM	231021106	1706	18500	SH	DEFINE
CUMMINS INC	COM	231021106	302	3270	SH	DEFINE
CURIS INC	COM	231269101	3437	830300	SH	DEFINE
CUTWATER SELECT INCOME FD	COM	232229104	413	20000	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	64271	1327364	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	10642	219793	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	909425	18781983	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	10441	215630	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	5898	121810	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	26003	537020	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	681	14070	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	3764	77740	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1280	26442	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	13286	274390	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	544562	11246632	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	79120	1634031	SH	DEFINE
CYTEC INDS INC	COM	232820100	23	350	SH	DEFINE
CYTEC INDS INC	COM	232820100	7378	112600	SH	DEFINE
CYTEC INDS INC	COM	232820100	253	3860	SH	DEFINE
CYTEC INDS INC	COM	232820100	483	7370	SH	DEFINE
CYTOKINETICS INC	COM	23282W100	717	861200	SH	DEFINE
DANAHER CORP DEL	COM	235851102	100632	1824700	SH	DEFINE
DANAHER CORP DEL	COM	235851102	30276	548973	SH	DEFINE
DANAHER CORP DEL	COM	235851102	2316	42000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	31424	569800	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1020	18500	SH	DEFINE
DARDEN RESTAURANTS INC	COM	237194105	18302	328292	SH	DEFINE
DARDEN RESTAURANTS INC	COM	237194105	1617	29000	SH	DEFINE
DARDEN RESTAURANTS INC	COM	237194105	3173	56910	SH	DEFINE
DAVITA INC	COM	23918K108	92446	892250	SH	DEFINE
DCP MIDSTREAM PARTNERS LP	COM UT LTD PTN	23311P100	729	15700	SH	DEFINE
DDR CORP	COM	23317H102	18557	1208142	SH	DEFINE
DEERE & CO	COM	244199105	16498	200000	SH	DEFINE
DEERE & CO	COM	244199105	16023	194240	SH	DEFINE
DELL INC	COM	24702R101	14411	1461587	SH	DEFINE

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

DELL INC	COM	24702R101	168	17000	SH	DEFINE
DELL INC	COM	24702R101	3896	395163	SH	DEFINE
DELL INC	COM	24702R101	3382	343050	SH	DEFINE
DELL INC	COM	24702R101	15285	1550205	SH	DEFINE
DELL INC	COM	24702R101	344	34930	SH	DEFINE
DELL INC	COM	24702R101	21800	2210449	SH	DEFINE
DELL INC	COM	24702R101	712	72174	SH	DEFINE
DELL INC	COM	24702R101	6270	635870	SH	DEFINE
DELL INC	COM	24702R101	121710	12343806	SH	DEFINE
DELL INC	COM	24702R101	19008	1927820	SH	DEFINE
DELTA APPAREL INC	COM	247368103	10241	743700	SH	DEFINE
DEMANDWARE INC	COM	24802Y105	1588	50000	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	284	7450	SH	DEFINE
DESCARTES SYSTEMS GROUP INC	COM	249906108	2970	339200	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	2795	46200	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	88395	1461080	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	20495	338754	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	12	200	SH	OTHER
DEVON ENERGY CORP NEW	COM	25179M103	1252	20700	SH	DEFINE
DEVRY INC DEL	COM	251893103	6536	287180	SH	DEFINE
DEX ONE CORP	COM	25212W100	16860	13488053	SH	DEFINE
DEXCOM INC	COM	252131107	15724	1046200	SH	DEFINE
DEXCOM INC	COM	252131107	863	57400	SH	DEFINE
DEXCOM INC	COM	252131107	2992	199043	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	35262	312800	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	78538	696690	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	2108	18700	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	6214	55125	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	6581	100000	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	211	3200	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	111625	2152840	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	93	1800	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	16924	242292	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	7858	112500	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	9399	460960	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	37	1800	SH	DEFINE
DIGITALGLOBE INC	COM NEW	25389M877	13	656	SH	DEFINE
DIRECTV	COM	25490A309	51758	986610	SH	DEFINE
DIRECTV	COM	25490A309	1438	27407	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	337	8472	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	38296	642230	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	577	9670	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	86878	1550280	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	49	870	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	174500	3337792	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	68382	1308000	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	4420	84537	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	812	15530	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	242344	4635506	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	12906	246860	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	1924	530000	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	182471	3540367	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	68	1315	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	340	6600	SH	DEFINE
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743105	722	8300	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	559232	10563510	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	5086	96065	SH	DEFINE
DOMTAR CORP	COM NEW	257559203	109441	1397889	SH	DEFINE
DONALDSON INC	COM	257651109	49800	1434740	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	9065	392950	SH	DEFINE
DOVER CORP	COM	260003108	382576	6430936	SH	DEFINE
DOVER CORP	COM	260003108	3061	51452	SH	DEFINE

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

DOW CHEM CO	COM	260543103	853254	29463180	SH	DEFINE
DOW CHEM CO	COM	260543103	4869	168122	SH	DEFINE
DOW CHEM CO	COM	260543103	7216	249180	SH	DEFINE
DOW CHEM CO	COM	260543103	14338	495100	SH	DEFINE
DOW CHEM CO	COM	260543103	18277	630765	SH	DEFINE
DOW CHEM CO	COM	260543103	6200	214090	SH	DEFINE
DOW CHEM CO	COM	260543103	21465	741210	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	543	12200	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	293131	6582775	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	11476	208240	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	28053	928600	SH	DEFINE
DRIL-QUIP INC	COM	262037104	11095	154360	SH	DEFINE
DTE ENERGY CO	COM	233331107	1217	20300	SH	DEFINE
DTE ENERGY CO	COM	233331107	192108	3205000	SH	DEFINE
DTE ENERGY CO	COM	233331107	208	3465	SH	DEFINE
DTS INC	COM	23335C101	3115	133800	SH	DEFINE
DTS INC	COM	23335C101	2			