

FRANKLIN CAPITAL CORP  
 Form N-23C-1  
 June 11, 2001

(Do not use this space)

|       |                                    |              |
|-------|------------------------------------|--------------|
| ----- | UNITED STATES                      | -----        |
| ----- | SECURITIES AND EXCHANGE COMMISSION | OMB APPROVAL |
| ----- | WASHINGTON, D.C. 20549             | -----        |
| ----- | FORM N-23C-1                       | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              | -----        |
| ----- | -----                              |              |

Edgar Filing: FRANKLIN CAPITAL CORP - Form N-23C-1

(Name)

Date of Statement: June 11, 2001

Chief Financial Officer

-----  
(Title)

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION  
SUSTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A  
RECENTLY VALID OMB CONTROL NUMBER.

SEC 1580 (5/97)