

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

FRANKLIN RESOURCES INC
Form 13F-HR
May 08, 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: March 31, 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 May 3, 2012
[Signature] [City,State] [Date]

Report Type (Check only one.):
[x] 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: 3534
 Form 13F Information Table Value Total: 152,139,381
 (thousands)

List of Other Included Managers:

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

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

FORM 13F INFORMATION TABLE
 FOR THE PERIOD ENDED 03/31/2012
 REPORTING MANAGER: FRANKLIN RESOURCES, INC.

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
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	3167	35500	SH		DEFINE
3M CO	COM	88579Y101	104809	1174861	SH		DEFINE
3M CO	COM	88579Y101	22951	257273	SH		DEFINE
3M CO	COM	88579Y101	20529	230120	SH		DEFINE
3M CO	COM	88579Y101	656	7355	SH		DEFINE

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

7 DAYS GROUP HLDGS LTD	ADR	81783J101	4576	365189	SH	DEFINE
AAR CORP	COM	000361105	47706	2614000	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	52939	2593780	SH	DEFINE
ABB LTD	SPONSORED ADR	000375204	14624	716501	SH	DEFINE
ABBOTT LABS	COM	002824100	428751	6995440	SH	DEFINE
ABBOTT LABS	COM	002824100	106361	1735380	SH	DEFINE
ABBOTT LABS	COM	002824100	49514	807871	SH	DEFINE
ABBOTT LABS	COM	002824100	1195	19500	SH	DEFINE
ABBOTT LABS	COM	002824100	30443	496706	SH	DEFINE
ABBOTT LABS	COM	002824100	1349	22014	SH	DEFINE
ABBOTT LABS	COM	002824100	8663	141340	SH	DEFINE
ABBOTT LABS	COM	002824100	55926	912484	SH	DEFINE
ABBOTT LABS	COM	002824100	11549	188430	SH	DEFINE
ABITIBIBOWATER INC	COM NEW	003687209	5533	382957	SH	DEFINE
ABM INDS INC	COM	000957100	108113	4449084	SH	DEFINE
ABM INDS INC	COM	000957100	77	3175	SH	DEFINE
ABOVENET INC	COM	00374N107	358895	4334480	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	3110	48213	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	13268	205713	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	10127	157006	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2516	39015	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	2	24	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	8370	129760	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	102373	1587171	SH	DEFINE
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	37741	585129	SH	DEFINE
ACE LTD	SHS	H0023R105	46270	632100	SH	DEFINE
ACE LTD	SHS	H0023R105	22432	306443	SH	DEFINE
ACE LTD	SHS	H0023R105	1398	19100	SH	DEFINE
ACE LTD	SHS	H0023R105	803222	10972970	SH	DEFINE
ACE LTD	SHS	H0023R105	6492	88686	SH	DEFINE
ACE LTD	SHS	H0023R105	4707	64310	SH	DEFINE
ACE LTD	SHS	H0023R105	5775	78890	SH	DEFINE
ACE LTD	SHS	H0023R105	6326	86420	SH	DEFINE
ACE LTD	SHS	H0023R105	66089	902862	SH	DEFINE
ACE LTD	SHS	H0023R105	161962	2212598	SH	DEFINE
ACHILLION PHARMACEUTICALS IN	COM	00448Q201	5276	550700	SH	DEFINE
ACME PACKET INC	COM	004764106	100131	3638473	SH	DEFINE
ACME PACKET INC	COM	004764106	460	16700	SH	DEFINE
ACME PACKET INC	COM	004764106	1990	72300	SH	DEFINE
ACME PACKET INC	COM	004764106	10	370	SH	DEFINE
ACTIVISION BLIZZARD INC	COM	00507V109	1052	82055	SH	DEFINE
ADOBE SYS INC	COM	00724F101	3432	100025	SH	DEFINE
ADVANTAGE OIL & GAS LTD	COM	00765F101	8860	2637500	SH	DEFINE
ADVENT SOFTWARE INC	COM	007974108	5217	203800	SH	DEFINE
ADVENT SOFTWARE INC	COM	007974108	648	25300	SH	DEFINE
ADVENT SOFTWARE INC	COM	007974108	2847	111200	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	4963	56000	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	523	5900	SH	DEFINE
ADVISORY BRD CO	COM	00762W107	2437	27500	SH	DEFINE
AEGERION PHARMACEUTICALS INC	COM	00767E102	9038	653500	SH	DEFINE
AEGERION PHARMACEUTICALS INC	COM	00767E102	231	16700	SH	DEFINE
AEGERION PHARMACEUTICALS INC	COM	00767E102	1075	77700	SH	DEFINE
AEROVIRONMENT INC	COM	008073108	2277	84913	SH	DEFINE
AETNA INC NEW	COM	00817Y108	54209	1080720	SH	DEFINE
AETNA INC NEW	COM	00817Y108	429	8550	SH	DEFINE
AETNA INC NEW	COM	00817Y108	72	1440	SH	DEFINE
AETNA INC NEW	COM	00817Y108	3130	62405	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	62697	560750	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	2360	21105	SH	DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	1957	17500	SH	DEFINE
AFLAC INC	COM	001055102	56308	1224349	SH	DEFINE
AFLAC INC	COM	001055102	99120	2155253	SH	DEFINE

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

AFLAC INC	COM	001055102	18302	397962	SH	DEFINE
AFLAC INC	COM	001055102	17	360	SH	DEFINE
AFLAC INC	COM	001055102	382	8300	SH	DEFINE
AFLAC INC	COM	001055102	1141	24812	SH	DEFINE
AGCO CORP	COM	001084102	1983	42010	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	153658	3452199	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	9007	202348	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	13	300	SH	OTHER
AGILENT TECHNOLOGIES INC	COM	00846U101	2056	46200	SH	DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	32	730	SH	DEFINE
AGL RES INC	COM	001204106	153580	3915870	SH	DEFINE
AGL RES INC	COM	001204106	99	2513	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	7791	233400	SH	DEFINE
AGNICO EAGLE MINES LTD	COM	008474108	7	200	SH	DEFINE
AGRIUM INC	COM	008916108	97	1125	SH	DEFINE
AGRIUM INC	COM	008916108	82	950	SH	DEFINE
AGRIUM INC	COM	008916108	91921	1064847	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	343095	3737419	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	50541	550552	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	17440	189983	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	78	850	SH	OTHER
AIR PRODS & CHEMS INC	COM	009158106	1946	21200	SH	DEFINE
AIRGAS INC	COM	009363102	890	10000	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	1872	51000	SH	DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	15	400	SH	DEFINE
ALAMO GROUP INC	COM	011311107	7214	240000	SH	DEFINE
ALASKA AIR GROUP INC	COM	011659109	57312	1600000	SH	DEFINE
ALBEMARLE CORP	COM	012653101	281143	4398355	SH	DEFINE
ALBEMARLE CORP	COM	012653101	54441	851700	SH	DEFINE
ALBEMARLE CORP	COM	012653101	17	259	SH	DEFINE
ALCOA INC	COM	013817101	4084	407600	SH	DEFINE
ALCOA INC	COM	013817101	1558	155500	SH	DEFINE
ALCOA INC	COM	013817101	324	32336	SH	DEFINE
ALCOA INC	COM	013817101	7150	713580	SH	DEFINE
ALCOA INC	COM	013817101	13089	1306250	SH	DEFINE
ALCOA INC	COM	013817101	2123	211910	SH	DEFINE
ALCOA INC	COM	013817101	4530	452120	SH	DEFINE
ALEXANDER & BALDWIN INC	COM	014482103	1340	27656	SH	DEFINE
ALEXANDERS INC	COM	014752109	210975	535632	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	11790	161220	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	88116	948900	SH	DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	382	4109	SH	DEFINE
ALKERMES PLC	SHS	G01767105	5441	293300	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	36	110	SH	DEFINE
ALLEGHANY CORP DEL	COM	017175100	187474	569656	SH	DEFINE
ALLEGIANANT TRAVEL CO	COM	01748X102	65272	1197658	SH	DEFINE
ALLEGIANANT TRAVEL CO	COM	01748X102	924	16945	SH	DEFINE
ALLEGIANANT TRAVEL CO	COM	01748X102	4158	76300	SH	DEFINE
ALLEGIANANT TRAVEL CO	COM	01748X102	3614	66306	SH	DEFINE
ALLERGAN INC	COM	018490102	156432	1639230	SH	DEFINE
ALLERGAN INC	COM	018490102	37279	390639	SH	DEFINE
ALLETE INC	COM NEW	018522300	33797	814574	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	37725	299500	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	44	346	SH	DEFINE
ALLIANCE DATA SYSTEMS CORP	NOTE	1.750% 8/018581AD0	27717	17070000	PRN	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	67617	4331662	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	12793	819570	SH	DEFINE
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	489	31340	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	68138	1572900	SH	DEFINE
ALLIANT ENERGY CORP	COM	018802108	85	1970	SH	DEFINE
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	42362	2551930	SH	DEFINE
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	4	250	SH	DEFINE

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

ALLSTATE CORP	COM	020002101	5020	152500	SH	DEFINE
ALLSTATE CORP	COM	020002101	2312	70241	SH	DEFINE
ALLSTATE CORP	COM	020002101	3114	94605	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	69075	4541450	SH	DEFINE
ALPHA NATURAL RESOURCES INC	COM	02076X102	76	4981	SH	DEFINE
ALPS ETF TR	ALERIAN MLP	00162Q866	290	17400	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	3354	174679	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	413	21500	SH	DEFINE
ALTRA HOLDINGS INC	COM	02208R106	2158	112400	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	8611	278930	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	10050	325564	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	640636	20752684	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	18	590	SH	DEFINE
ALTRIA GROUP INC	COM	02209S103	4964	160800	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	12584	1111600	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	257	22700	SH	DEFINE
AMARIN CORP PLC	SPONS ADR NEW	023111206	1078	95200	SH	DEFINE
AMAZON COM INC	COM	023135106	194128	958610	SH	DEFINE
AMAZON COM INC	COM	023135106	43020	212436	SH	DEFINE
AMAZON COM INC	COM	023135106	1681	8300	SH	DEFINE
AMAZON COM INC	COM	023135106	38	190	SH	DEFINE
AMAZON COM INC	COM	023135106	2531	12500	SH	DEFINE
AMAZON COM INC	COM	023135106	32665	161300	SH	DEFINE
AMAZON COM INC	COM	023135106	2633	13000	SH	DEFINE
AMAZON COM INC	COM	023135106	12	59	SH	DEFINE
AMAZON COM INC	COM	023135106	1175	5800	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	12877	518600	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	21964	884571	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	16884	680000	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	254936	10267271	SH	DEFINE
AMERICAN ASSETS TR INC	COM	024013104	5976	262110	SH	DEFINE
AMERICAN CAMPUS CMNTYS INC	COM	024835100	3118	69720	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	679594	17615190	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	7480	193885	SH	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	24	620	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	50340	870026	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	62708	1083792	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	58	1000	SH	OTHER
AMERICAN EXPRESS CO	COM	025816109	1666	28800	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	17720	306255	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	7231	124970	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	6986	120740	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	532	9200	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	12416	214580	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	8946	154621	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	390396	6747260	SH	DEFINE
AMERICAN EXPRESS CO	COM	025816109	77999	1348063	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	66	2138	SH	DEFINE
AMERICAN INTL GROUP INC	COM NEW	026874784	474730	15398299	SH	DEFINE
AMERICAN NATL INS CO	COM	028591105	36826	507800	SH	DEFINE
AMERICAN PAC CORP	COM	028740108	5880	781900	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	119158	1890800	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	40107	636417	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	2206	35000	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	27836	441700	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	2080	33000	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	25	404	SH	DEFINE
AMERICAN TOWER CORP NEW	COM	03027X100	977	15500	SH	DEFINE
AMERICAN WOODMARK CORP	COM	030506109	21981	1221180	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	98687	2900000	SH	DEFINE
AMERICAN WTR WKS CO INC NEW	COM	030420103	6088	178905	SH	DEFINE
AMERIPRISE FINL INC	COM	03076C106	1707	29883	SH	DEFINE

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

AMERISOURCEBERGEN CORP	COM	03073E105	1960	49395	SH	DEFINE
AMETEK INC NEW	COM	031100100	62965	1297980	SH	DEFINE
AMETEK INC NEW	COM	031100100	3014	62132	SH	DEFINE
AMGEN INC	COM	031162100	117356	1726060	SH	DEFINE
AMGEN INC	COM	031162100	4743	69765	SH	DEFINE
AMGEN INC	COM	031162100	575812	8469059	SH	DEFINE
AMGEN INC	COM	031162100	14714	216421	SH	DEFINE
AMGEN INC	COM	031162100	8197	120569	SH	DEFINE
AMGEN INC	COM	031162100	57282	842505	SH	DEFINE
AMGEN INC	COM	031162100	904	13290	SH	DEFINE
AMGEN INC	COM	031162100	35089	516053	SH	DEFINE
AMGEN INC	COM	031162100	3540	52072	SH	DEFINE
AMGEN INC	COM	031162100	15974	234940	SH	DEFINE
AMGEN INC	COM	031162100	918677	13511950	SH	DEFINE
AMGEN INC	COM	031162100	115641	1700856	SH	DEFINE
AMYLIN PHARMACEUTICALS INC	COM	032346108	8419	337300	SH	DEFINE
AMYLIN PHARMACEUTICALS INC	COM	032346108	14	562	SH	DEFINE
ANACOR PHARMACEUTICALS INC	COM	032420101	4565	775094	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	251368	3208680	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	31708	404750	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	1849	23600	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	90	1150	SH	DEFINE
ANADARKO PETE CORP	COM	032511107	17	221	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	5164	127820	SH	DEFINE
ANALOG DEVICES INC	COM	032654105	3052	75541	SH	DEFINE
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	109717	2548000	PRN	DEFINE
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	3279	76145	PRN	DEFINE
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	43	1000	PRN	OTHER
ANGLOGOLD ASHANTI HLDGS FIN	MAND BD CV 13	03512Q206	631	14653	PRN	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	222030	6013803	SH	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	39	1068	SH	DEFINE
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	185	2550	SH	DEFINE
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	103165	1418655	SH	DEFINE
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	15	206	SH	DEFINE
ANIKA THERAPEUTICS INC	COM	035255108	251	20000	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	1051	66420	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	2548	161045	SH	DEFINE
ANNALY CAP MGMT INC	COM	035710409	744	47026	SH	DEFINE
ANSYS INC	COM	03662Q105	86183	1325480	SH	DEFINE
ANSYS INC	COM	03662Q105	36	549	SH	DEFINE
ANTHERA PHARMACEUTICALS INC	COM	03674U102	1225	554219	SH	DEFINE
AON CORP	COM	037389103	1820	37100	SH	DEFINE
AON CORP	COM	037389103	362	7380	SH	DEFINE
APACHE CORP	COM	037411105	3495	34800	SH	DEFINE
APACHE CORP	COM	037411105	34536	343850	SH	DEFINE
APACHE CORP	COM	037411105	25748	256357	SH	DEFINE
APACHE CORP	COM	037411105	635372	6325886	SH	DEFINE
APACHE CORP	COM	037411105	2375	23650	SH	DEFINE
APACHE CORP	PFD CONV SER D	037411808	19589	352700	SH	DEFINE
APACHE CORP	PFD CONV SER D	037411808	7513	135265	SH	DEFINE
APACHE CORP	PFD CONV SER D	037411808	22	400	SH	OTHER
APOGEE ENTERPRISES INC	COM	037598109	32807	2533378	SH	DEFINE
APOLLO GROUP INC	CL A	037604105	23416	606000	SH	DEFINE
APPLE INC	COM	037833100	1040316	1735390	SH	DEFINE
APPLE INC	COM	037833100	318064	530576	SH	DEFINE
APPLE INC	COM	037833100	120	200	SH	OTHER
APPLE INC	COM	037833100	14136	23580	SH	DEFINE
APPLE INC	COM	037833100	168	280	SH	DEFINE
APPLE INC	COM	037833100	2098	3500	SH	DEFINE
APPLE INC	COM	037833100	4118	6870	SH	DEFINE
APPLE INC	COM	037833100	29074	48500	SH	DEFINE
APPLE INC	COM	037833100	2398	4000	SH	DEFINE

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

APPLE INC	COM	037833100	237	396	SH	DEFINE
APPLE INC	COM	037833100	959	1600	SH	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	26055	633490	SH	DEFINE
APPLIED MATLS INC	COM	038222105	278	22322	SH	DEFINE
APTARGROUP INC	COM	038336103	16805	306830	SH	DEFINE
ARBOR RLTY TR INC	COM	038923108	1677	300000	SH	DEFINE
ARCELOMITTAL SA LUXEMBOURG	NOTE	5.000% 5/103938LAK0	17621	16348000	PRN	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	17307	464737	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	628	16870	SH	DEFINE
ARCH CAP GROUP LTD	ORD	G0450A105	25357	680900	SH	DEFINE
ARCH COAL INC	COM	039380100	3372	314863	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	203018	6412456	SH	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	2751	86898	SH	DEFINE
ARCOS DORADOS HOLDINGS INC	SHS	CLASS -A - G0457F107	267	14740	SH	DEFINE
ARDEA BIOSCIENCES INC	COM	03969P107	6822	313520	SH	DEFINE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	3412	114242	SH	DEFINE
ARIAD PHARMACEUTICALS INC	COM	04033A100	6404	401500	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	9405	500000	SH	DEFINE
ARKANSAS BEST CORP DEL	COM	040790107	16359	869680	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	25461	900000	SH	DEFINE
ARM HLDGS PLC	SPONSORED ADR	042068106	45	1600	SH	DEFINE
ARQULE INC	COM	04269E107	6625	945000	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	1156	27540	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	497	11830	SH	DEFINE
ARROW ELECTRS INC	COM	042735100	874	20820	SH	DEFINE
ARTIO GLOBAL INVS INC	COM	CL A 04315B107	6333	1327628	SH	DEFINE
ARUBA NETWORKS INC	COM	043176106	39325	1765050	SH	DEFINE
ARUBA NETWORKS INC	COM	043176106	13	567	SH	DEFINE
ASHLAND INC NEW	COM	044209104	18318	300000	SH	DEFINE
ASHLAND INC NEW	COM	044209104	2	33	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	8524	170000	SH	DEFINE
ASML HOLDING N V	NY REG SHS	N07059186	1588	31670	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	52886	1892830	SH	DEFINE
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	3510	125616	SH	DEFINE
ASPEN TECHNOLOGY INC	COM	045327103	7186	350000	SH	DEFINE
ASSOCIATED BANC CORP	COM	045487105	4402	315352	SH	DEFINE
ASSURANT INC	COM	04621X108	32696	807300	SH	DEFINE
ASTEC INDS INC	COM	046224101	42839	1174302	SH	DEFINE
ASTORIA FINL CORP	COM	046265104	143	14453	SH	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	767	17247	SH	DEFINE
AT&T INC	COM	00206R102	815060	26098624	SH	DEFINE
AT&T INC	COM	00206R102	35151	1125540	SH	DEFINE
AT&T INC	COM	00206R102	80	2556	SH	DEFINE
AT&T INC	COM	00206R102	1583	50683	SH	DEFINE
AT&T INC	COM	00206R102	770	24650	SH	DEFINE
AT&T INC	COM	00206R102	796	25498	SH	DEFINE
AT&T INC	COM	00206R102	1580	50600	SH	DEFINE
AT&T INC	COM	00206R102	517	16570	SH	DEFINE
AT&T INC	COM	00206R102	2727	87320	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	921	12426	SH	DEFINE
ATHENAHEALTH INC	COM	04685W103	4188	56509	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM	NEW 049079205	2517	69236	SH	DEFINE
ATLANTIC TELE NETWORK INC	COM	NEW 049079205	35	975	SH	DEFINE
ATMEL CORP	COM	049513104	5342	541800	SH	DEFINE
ATMEL CORP	COM	049513104	3	322	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	68031	1515500	SH	DEFINE
ATWOOD OCEANICS INC	COM	050095108	99	2200	SH	DEFINE
AURICO GOLD INC	COM	05155C105	11696	1312100	SH	DEFINE
AURIZON MINES LTD	COM	05155P106	7102	1451300	SH	DEFINE
AUTODESK INC	COM	052769106	33856	800000	SH	DEFINE
AUTODESK INC	COM	052769106	6678	157800	SH	DEFINE
AUTODESK INC	COM	052769106	2243	53000	SH	DEFINE

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

AUTODESK INC	COM	052769106	29816	704539	SH	DEFINE
AUTODESK INC	COM	052769106	2328	55000	SH	DEFINE
AUTODESK INC	COM	052769106	1016	24000	SH	DEFINE
AUTOLIV INC	COM	052800109	71458	1065736	SH	DEFINE
AUTOLIV INC	COM	052800109	945	14100	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	38633	700000	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	23078	418159	SH	DEFINE
AUTOMATIC DATA PROCESSING IN	COM	053015103	88	1600	SH	OTHER
AUXILIUM PHARMACEUTICALS INC	COM	05334D107	13320	717300	SH	DEFINE
AUXILIUM PHARMACEUTICALS INC	COM	05334D107	316	17000	SH	DEFINE
AUXILIUM PHARMACEUTICALS INC	COM	05334D107	1400	75400	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	159757	4099480	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	2734	70150	SH	DEFINE
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	32	813	SH	DEFINE
AVALON RARE METALS INC	COM	053470100	1	28400	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	359	2542	SH	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	16222	114761	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	13920	462000	SH	DEFINE
AVERY DENNISON CORP	COM	053611109	9	300	SH	DEFINE
AVISTA CORP	COM	05379B107	16074	628400	SH	DEFINE
AVISTA CORP	COM	05379B107	83	3250	SH	DEFINE
AVIVA PLC	ADR	05382A104	9663	909876	SH	DEFINE
AVON PRODS INC	COM	054303102	7676	396494	SH	DEFINE
AVON PRODS INC	COM	054303102	8	400	SH	OTHER
AVON PRODS INC	COM	054303102	1025	52920	SH	DEFINE
AVON PRODS INC	COM	054303102	8132	420030	SH	DEFINE
AVON PRODS INC	COM	054303102	833	43040	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	2	65	SH	DEFINE
AXIS CAPITAL HOLDINGS	SHS	G0692U109	30499	919490	SH	DEFINE
BABCOCK & WILCOX CO NEW	COM	05615F102	1851	71900	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	74615	511870	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	9598	65844	SH	DEFINE
BAIDU INC	SPON ADR REP A	056752108	23600	161900	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1501	35800	SH	DEFINE
BAKER HUGHES INC	COM	057224107	128047	3053089	SH	DEFINE
BAKER HUGHES INC	COM	057224107	619	14763	SH	DEFINE
BAKER HUGHES INC	COM	057224107	308929	7365975	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1026	24470	SH	DEFINE
BAKER HUGHES INC	COM	057224107	3100	73910	SH	DEFINE
BAKER HUGHES INC	COM	057224107	32249	768930	SH	DEFINE
BAKER HUGHES INC	COM	057224107	466	11110	SH	DEFINE
BAKER HUGHES INC	COM	057224107	26696	636487	SH	DEFINE
BAKER HUGHES INC	COM	057224107	1255	29923	SH	DEFINE
BAKER HUGHES INC	COM	057224107	9842	234660	SH	DEFINE
BAKER HUGHES INC	COM	057224107	506519	12077230	SH	DEFINE
BAKER HUGHES INC	COM	057224107	49874	1189186	SH	DEFINE
BALDWIN & LYONS INC	CL B	057755209	6334	283000	SH	DEFINE
BALL CORP	COM	058498106	755	17600	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	9333	533300	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	381167	21780910	SH	DEFINE
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	16387	936397	SH	DEFINE
BANCO MACRO SA	SPON ADR B	05961W105	5217	266060	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	18	2000	SH	DEFINE
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	2121	231300	SH	DEFINE
BANCO SANTANDER SA	ADR	05964H105	3635	473876	SH	DEFINE
BANK HAWAII CORP	COM	062540109	317	6550	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	91	1525	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	937	15775	SH	DEFINE
BANK MONTREAL QUE	COM	063671101	195997	3296259	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	227	4050	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	8895	158804	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	2348	42000	SH	DEFINE

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

BANK NOVA SCOTIA HALIFAX	COM	064149107	363438	6486343	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	83219	1486397	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	2516	45000	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1080	19278	SH	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	1093	19500	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	1655	172900	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	838438	87611051	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2694	281521	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	2940	307220	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	9408	983023	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	292	30480	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	3579	373900	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	109736	11466664	SH	DEFINE
BANK OF AMERICA CORPORATION	COM	060505104	14086	1471910	SH	DEFINE
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	860011	878548	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1448	60000	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	5192	215158	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	5047	209153	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	9136	378600	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	6067	251440	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	20181	836342	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	9122	378029	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	1360	56341	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	5653	234260	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	6895	285760	SH	DEFINE
BANK OF NEW YORK MELLON CORP	COM	064058100	42564	1763929	SH	DEFINE
BANRO CORP	COM	066800103	46482	10042000	SH	DEFINE
BANRO CORP	COM	066800103	2833	611600	SH	DEFINE
BAR HBR BANKSHARES	COM	066849100	5197	156768	SH	DEFINE
BARCLAYS BK PLC	DJUBS CMDT ETN3606738C778		1278	30205	SH	DEFINE
BARCLAYS BK PLC	DJUBS CMDT ETN3606738C778		20	475	SH	DEFINE
BARCLAYS BK PLC	DJUBS CMDT ETN3606738C778		3743	88452	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	17	1120	SH	DEFINE
BARCLAYS PLC	ADR	06738E204	249	16425	SH	DEFINE
BARD C R INC	COM	067383109	9872	100000	SH	DEFINE
BARD C R INC	COM	067383109	1190	12057	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	17315	665700	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	218	8400	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	19	740	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	1079	41500	SH	DEFINE
BARRETT BILL CORP	COM	06846N104	3978	152925	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	275147	6328181	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	974	22395	SH	DEFINE
BARRICK GOLD CORP	COM	067901108	8702	200206	SH	DEFINE
BASSETT FURNITURE INDS INC	COM	070203104	1325	144000	SH	DEFINE
BAXTER INTL INC	COM	071813109	23912	400000	SH	DEFINE
BAXTER INTL INC	COM	071813109	3728	62361	SH	DEFINE
BAYTEX ENERGY CORP	COM	07317Q105	1337	25800	SH	DEFINE
BAYTEX ENERGY CORP	COM	07317Q105	43	825	SH	DEFINE
BAYTEX ENERGY CORP	COM	07317Q105	36214	697361	SH	DEFINE
BAZAARVOICE INC	COM	073271108	2484	125000	SH	DEFINE
BB&T CORP	COM	054937107	116	3710	SH	DEFINE
BB&T CORP	COM	054937107	7562	240890	SH	DEFINE
BB&T CORP	COM	054937107	8197	261130	SH	DEFINE
BB&T CORP	COM	054937107	7142	227530	SH	DEFINE
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M100	5312	880972	SH	DEFINE
BCE INC	COM NEW	05534B760	2666	66556	SH	DEFINE
BCE INC	COM NEW	05534B760	113150	2825362	SH	DEFINE
BE AEROSPACE INC	COM	073302101	12096	260300	SH	DEFINE
BE AEROSPACE INC	COM	073302101	10	221	SH	DEFINE
BEAM INC	COM	073730103	1699	29000	SH	DEFINE
BEAM INC	COM	073730103	553	9440	SH	DEFINE

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

BECTON DICKINSON & CO	COM	075887109	355273	4575313	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	7760	99940	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	421	5423	SH	DEFINE
BECTON DICKINSON & CO	COM	075887109	101	1300	SH	DEFINE
BEMIS INC	COM	081437105	86594	2681749	SH	DEFINE
BEMIS INC	COM	081437105	5273	163300	SH	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	108451	6576800	SH	DEFINE
BERKLEY W R CORP	COM	084423102	2091	57900	SH	DEFINE
BERKLEY W R CORP	COM	084423102	430	11908	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	1341	11	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	22430	184	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	4510	37	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	244	2	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	30019	369915	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	122	1500	SH	DEFINE
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	81	1000	SH	DEFINE
BEST BUY INC	COM	086516101	341	14420	SH	DEFINE
BEST BUY INC	COM	086516101	2360	99645	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	4344	60000	SH	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	9553	131947	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	24970	406810	SH	DEFINE
BHP BILLITON PLC	SPONSORED ADR	05545E209	6	95	SH	DEFINE
BIG 5 SPORTING GOODS CORP	COM	08915P101	5650	720602	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	202367	1606462	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	492	3904	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	20	159	SH	DEFINE
BIOGEN IDEC INC	COM	09062X103	2739	21740	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	10087	294498	SH	DEFINE
BIOMARIN PHARMACEUTICAL INC	NOTE 1.875% 4/20	09061GAD3	18411	10300000	PRN	DEFINE
BIOSPECIFICS TECHNOLOGIES CO	COM	090931106	3187	201450	SH	DEFINE
BLACKROCK INC	COM	09247X101	190402	929242	SH	DEFINE
BLACKROCK INC	COM	09247X101	34869	170177	SH	DEFINE
BLACKROCK INC	COM	09247X101	1578	7700	SH	DEFINE
BLACKROCK INC	COM	09247X101	31	150	SH	DEFINE
BLACKROCK INC	COM	09247X101	387	1891	SH	DEFINE
BLACKROCK INC	COM	09247X101	1257	6134	SH	DEFINE
BLACKROCK MUNIHOLDNGS QLT Y I	COM	09254A101	183	13000	SH	DEFINE
BLACKROCK MUNIYIELD NY QLT Y	COM	09255E102	165	11792	SH	DEFINE
BLACKROCK NY MUNI INC QLT Y T	COM	09249U105	558	36750	SH	DEFINE
BLUE NILE INC	COM	09578R103	16926	513219	SH	DEFINE
BLUE NILE INC	COM	09578R103	383	11600	SH	DEFINE
BLUE NILE INC	COM	09578R103	1791	54300	SH	DEFINE
BLUE NILE INC	COM	09578R103	1429	43329	SH	DEFINE
BMC SOFTWARE INC	COM	055921100	277	6907	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	6543	247294	SH	DEFINE
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	529	20000	SH	DEFINE
BOEING CO	COM	097023105	296945	3992800	SH	DEFINE
BOEING CO	COM	097023105	5804	78044	SH	DEFINE
BOEING CO	COM	097023105	69	930	SH	DEFINE
BOEING CO	COM	097023105	711	9554	SH	DEFINE
BOEING CO	COM	097023105	1361	18297	SH	DEFINE
BORGWARNER INC	COM	099724106	296568	3516333	SH	DEFINE
BORGWARNER INC	COM	099724106	13578	160989	SH	DEFINE
BORGWARNER INC	COM	099724106	1687	20000	SH	DEFINE
BORGWARNER INC	COM	099724106	69	815	SH	DEFINE
BORGWARNER INC	COM	099724106	37	435	SH	DEFINE
BOSTON BEER INC	CL A	100557107	75965	711350	SH	DEFINE
BOSTON BEER INC	CL A	100557107	726	6800	SH	DEFINE
BOSTON BEER INC	CL A	100557107	3193	29900	SH	DEFINE
BOSTON BEER INC	CL A	100557107	2166	20279	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	313	2980	SH	DEFINE
BOSTON PROPERTIES INC	COM	101121101	29055	276743	SH	DEFINE

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

BOSTON SCIENTIFIC CORP	COM	101137107	18	3000	SH	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	303699	50785745	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	74480	2665703	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	1025	36700	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	4549	162800	SH	DEFINE
BOTTOMLINE TECH DEL INC	COM	101388106	13439	480983	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	801029	17800652	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	4309	95754	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	285	6344	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	11362	252487	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	8	180	SH	DEFINE
BP PLC	SPONSORED ADR	055622104	10363	230280	SH	DEFINE
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	5575	44525	SH	DEFINE
BRADY CORP	CL A	104674106	173176	5353197	SH	DEFINE
BRADY CORP	CL A	104674106	65	2000	SH	DEFINE
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	8768	763800	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	32	632	SH	DEFINE
BRE PROPERTIES INC	CL A	05564E106	3119	61700	SH	DEFINE
BRIGGS & STRATTON CORP	COM	109043109	38761	2161800	SH	DEFINE
BRIGHTCOVE INC	COM	10921T101	5024	202598	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	23125	685180	SH	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	24	700	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	126103	2642010	SH	DEFINE
BRISTOW GROUP INC	COM	110394103	142	2980	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	138	1366	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	7576	74850	SH	DEFINE
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	6	61	SH	DEFINE
BROADCOM CORP	CL A	111320107	26836	682840	SH	DEFINE
BROADCOM CORP	CL A	111320107	5027	127925	SH	DEFINE
BROADCOM CORP	CL A	111320107	12	300	SH	OTHER
BROADCOM CORP	CL A	111320107	40	1010	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	170	7129	SH	DEFINE
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	1989	83200	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	7355	1279140	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	21178	3683153	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	550	95720	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	32399	5634021	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	1831	318503	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	5436	945430	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	209249	36391130	SH	DEFINE
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	30153	5243920	SH	DEFINE
BROOKDALE SR LIVING INC	NOTE 2.750% 6/1	112463AA2	23581	25120000	PRN	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	3184	101095	SH	DEFINE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	149140	4726306	SH	DEFINE
BROOKFIELD OFFICE PPTYS INC	COM	112900105	2866	165093	SH	DEFINE
BROOKFIELD OFFICE PPTYS INC	COM	112900105	2363	135815	SH	DEFINE
BROOKFIELD OFFICE PPTYS INC	COM	112900105	5510	316740	SH	DEFINE
BROWN SHOE INC NEW	COM	115736100	35204	3814118	SH	DEFINE
BRUNSWICK CORP	COM	117043109	47182	1832300	SH	DEFINE
BT GROUP PLC	ADR	05577E101	290	8020	SH	DEFINE
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	408	6672	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	85976	948019	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	816	9000	SH	DEFINE
BUFFALO WILD WINGS INC	COM	119848109	3564	39300	SH	DEFINE
BUNGE LIMITED	COM	G16962105	677	9894	SH	DEFINE
BUNGE LIMITED	COM	G16962105	31419	459080	SH	DEFINE
BUNGE LIMITED	COM	G16962105	11180	163352	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	24054	367300	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	958	14630	SH	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	1	19	SH	DEFINE
C&J ENERGY SVCS INC	COM	12467B304	9117	512500	SH	DEFINE
C&J ENERGY SVCS INC	COM	12467B304	290	16300	SH	DEFINE

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

C&J ENERGY SVCS INC	COM	12467B304	1215	68300	SH	DEFINE
CA INC	COM	12673P105	203	7350	SH	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	1030	70175	SH	DEFINE
CABOT CORP	COM	127055101	51401	1204340	SH	DEFINE
CABOT CORP	COM	127055101	120	2800	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	966	261000	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	119	32290	SH	DEFINE
CADENCE PHARMACEUTICALS INC	COM	12738T100	542	146410	SH	DEFINE
CAE INC	COM	124765108	11439	1115196	SH	DEFINE
CAL DIVE INTL INC	NOTE 3.250%12/1	1127914AB5	7105	7000000	PRN	DEFINE
CALIFORNIA WTR SVC GROUP	COM	130788102	211	11600	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	11154	1650000	SH	DEFINE
CALLAWAY GOLF CO	COM	131193104	17354	2567143	SH	DEFINE
CALLON PETE CO DEL	COM	13123X102	33569	5336818	SH	DEFINE
CALPINE CORP	COM NEW	131347304	45053	2617843	SH	DEFINE
CALPINE CORP	COM NEW	131347304	9	503	SH	DEFINE
CALPINE CORP	COM NEW	131347304	21	1230	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	89	1351	SH	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	13784	209640	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	154151	2917870	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	6266	118606	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	692	13100	SH	DEFINE
CAMERON INTERNATIONAL CORP	COM	13342B105	14	260	SH	DEFINE
CAMPBELL SOUP CO	COM	134429109	344	10165	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	19431	586279	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	27	800	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	149936	4523028	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	4138	125100	SH	DEFINE
CANADIAN NAT RES LTD	COM	136385101	388	11700	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	39916	502525	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	8036	101168	SH	DEFINE
CANADIAN NATL RY CO	COM	136375102	159306	2004234	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	37975	500000	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	1966	25891	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	4672	61545	SH	DEFINE
CANADIAN PAC RY LTD	COM	13645T100	167	2200	SH	DEFINE
CANON INC	ADR	138006309	1639	34380	SH	DEFINE
CANON INC	ADR	138006309	381	8001	SH	DEFINE
CAPE BANCORP INC	COM	139209100	12	1500	SH	DEFINE
CAPE BANCORP INC	COM	139209100	2112	264663	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	6403	114880	SH	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	398	7136	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	12933	300000	SH	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	587	13605	SH	DEFINE
CARDIOME PHARMA CORP	COM NEW	14159U202	234	331441	SH	DEFINE
CAREFUSION CORP	COM	14170T101	59164	2281700	SH	DEFINE
CAREFUSION CORP	COM	14170T101	10	393	SH	DEFINE
CARLISLE COS INC	COM	142339100	87514	1753094	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	38496	1200000	SH	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	13	417	SH	DEFINE
CASELLA WASTE SYS INC	CL A	147448104	9744	1564027	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	4670	84200	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	743	13400	SH	DEFINE
CASEYS GEN STORES INC	COM	147528103	2662	48000	SH	DEFINE
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	1445	430000	SH	DEFINE
CATALYST HEALTH SOLUTIONS IN	COM	14888B103	516	8100	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	88767	833340	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	30253	284012	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	23	220	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	269	2525	SH	DEFINE
CATERPILLAR INC DEL	COM	149123101	738	6931	SH	DEFINE
CATO CORP NEW	CL A	149205106	45577	1648948	SH	DEFINE

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

CBL & ASSOC PPTYS INC	COM	124830100	6336	334900	SH	DEFINE
CBS CORP NEW	CL B	124857202	174	5138	SH	DEFINE
CBS CORP NEW	CL B	124857202	35460	1045708	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	2797	36664	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	581	7590	SH	DEFINE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	308425	4034526	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	1381	29900	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	326590	7072102	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	11426	247425	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	69	1500	SH	OTHER
CELANESE CORP DEL	COM SER A	150870103	85	1830	SH	DEFINE
CELANESE CORP DEL	COM SER A	150870103	32	686	SH	DEFINE
CELESTICA INC	SUB VTG SHS	15101Q108	773	80400	SH	DEFINE
CELGENE CORP	COM	151020104	132245	1705930	SH	DEFINE
CELGENE CORP	COM	151020104	80607	1039820	SH	DEFINE
CELGENE CORP	COM	151020104	16	200	SH	OTHER
CELGENE CORP	COM	151020104	1225	15800	SH	DEFINE
CELGENE CORP	COM	151020104	13	166	SH	DEFINE
CELL THERAPEUTICS INC	COM NO PAR NEW	150934602	3485	2680500	SH	DEFINE
CELLDEX THERAPEUTICS INC NEW	COM	15117B103	3935	773140	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	92	2550	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	729	20285	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	47	1300	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	77274	2146678	SH	DEFINE
CENOVUS ENERGY INC	COM	15135U109	3985	110939	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	90116	4569800	SH	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	20	1000	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	0	37	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	4226	451488	SH	DEFINE
CENTRAIS ELETRICAS BRASILEIR	SPONSORED ADR	15234Q207	178	18970	SH	DEFINE
CENTRAL GOLDTRUST	TR UNIT	153546106	787	12341	SH	DEFINE
CENTURYLINK INC	COM	156700106	229349	5934000	SH	DEFINE
CENTURYLINK INC	COM	156700106	20850	539459	SH	DEFINE
CENTURYLINK INC	COM	156700106	39	1000	SH	OTHER
CEPHEID	COM	15670R107	2092	50000	SH	DEFINE
CERADYNE INC	COM	156710105	66341	2037500	SH	DEFINE
CERNER CORP	COM	156782104	147779	1940370	SH	DEFINE
CERNER CORP	COM	156782104	6593	86565	SH	DEFINE
CERNER CORP	COM	156782104	35	455	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	16902	92540	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	13	70	SH	DEFINE
CF INDS HLDGS INC	COM	125269100	3750	20530	SH	DEFINE
CHARMING SHOPPES INC	COM	161133103	13172	2232500	SH	DEFINE
CHART INDS INC	COM PAR \$0.01	16115Q308	733	10000	SH	DEFINE
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	132293	2085000	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	102120	1599620	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	836	13100	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1350	21140	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	3381	52959	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	49463	774800	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	12	182	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	2443	38260	SH	DEFINE
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	19660	307952	SH	DEFINE
CHEFS WHSE INC	COM	163086101	2328	100600	SH	DEFINE
CHEFS WHSE INC	COM	163086101	289	12500	SH	DEFINE
CHEFS WHSE INC	COM	163086101	1319	57000	SH	DEFINE
CHELSEA THERAPEUTICS INTL LT	COM	163428105	1022	399292	SH	DEFINE
CHEMICAL FINL CORP	COM	163731102	29970	1278567	SH	DEFINE
CHEMOCENTRYX INC	COM	16383L106	4275	401000	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	927	40000	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	150137	6479823	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	541	23356	SH	DEFINE

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

CHESAPEAKE ENERGY CORP	COM	165167107	7316	315744	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	2806	121090	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	31514	1360110	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	24137	1041686	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5890	254197	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	5201	224490	SH	DEFINE
CHESAPEAKE ENERGY CORP	COM	165167107	13001	561100	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	421743	3932700	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	564133	5260467	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	86796	809364	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	161	1500	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	10321	96239	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	5085	47421	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	56717	528878	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	732	6830	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	28358	264435	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	3941	36748	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	22878	213330	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	393167	3666232	SH	DEFINE
CHEVRON CORP NEW	COM	166764100	51223	477651	SH	DEFINE
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	1192	27600	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	20	525	SH	DEFINE
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	7665	197184	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	13516	245385	SH	DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	11392	206828	SH	DEFINE
CHINA SOUTHN AIRLS LTD	SPON ADR CL H	169409109	3237	136970	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	22	400	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	8750	159386	SH	DEFINE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	9498	173010	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	141397	338270	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	2228	5330	SH	DEFINE
CHIPOTLE MEXICAN GRILL INC	COM	169656105	11	26	SH	DEFINE
CHRISTOPHER & BANKS CORP	COM	171046105	5958	3203454	SH	DEFINE
CHUBB CORP	COM	171232101	69829	1010400	SH	DEFINE
CHUBB CORP	COM	171232101	73	1054	SH	DEFINE
CHUBB CORP	COM	171232101	22561	326447	SH	DEFINE
CHUBB CORP	COM	171232101	69	1000	SH	DEFINE
CHUNGHWA TELECOM CO LTD	SPON ADR NEW11	17133Q502	234	7603	SH	DEFINE
CHURCH & DWIGHT INC	COM	171340102	8729	177452	SH	DEFINE
CIBER INC	COM	17163B102	4143	977100	SH	DEFINE
CIBER INC	COM	17163B102	517	121900	SH	DEFINE
CIBER INC	COM	17163B102	2344	552721	SH	DEFINE
CIGNA CORPORATION	COM	125509109	2193	44528	SH	DEFINE
CIGNA CORPORATION	COM	125509109	401318	8148595	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	14603	193500	SH	DEFINE
CIMAREX ENERGY CO	COM	171798101	1249	16543	SH	DEFINE
CINTAS CORP	COM	172908105	52573	1343898	SH	DEFINE
CINTAS CORP	COM	172908105	235	6000	SH	DEFINE
CIRCOR INTL INC	COM	17273K109	19190	576808	SH	DEFINE
CISCO SYS INC	COM	17275R102	261460	12362156	SH	DEFINE
CISCO SYS INC	COM	17275R102	27165	1284419	SH	DEFINE
CISCO SYS INC	COM	17275R102	550276	26017770	SH	DEFINE
CISCO SYS INC	COM	17275R102	13469	636822	SH	DEFINE
CISCO SYS INC	COM	17275R102	7981	377350	SH	DEFINE
CISCO SYS INC	COM	17275R102	42669	2017440	SH	DEFINE
CISCO SYS INC	COM	17275R102	812	38380	SH	DEFINE
CISCO SYS INC	COM	17275R102	44351	2096850	SH	DEFINE
CISCO SYS INC	COM	17275R102	2253	106532	SH	DEFINE
CISCO SYS INC	COM	17275R102	13699	647690	SH	DEFINE
CISCO SYS INC	COM	17275R102	809439	38271340	SH	DEFINE
CISCO SYS INC	COM	17275R102	95461	4513526	SH	DEFINE
CIT GROUP INC	COM NEW	125581801	205087	4973021	SH	DEFINE

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

CIT GROUP INC	COM NEW	125581801	197077	4778790	SH	DEFINE
CITI TRENDS INC	COM	17306X102	2066	180300	SH	DEFINE
CITI TRENDS INC	COM	17306X102	250	21800	SH	DEFINE
CITI TRENDS INC	COM	17306X102	976	85200	SH	DEFINE
CITI TRENDS INC	COM	17306X102	1857	162060	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	212682	2054300	SH	DEFINE
CITIGROUP INC	UNIT 99/99/9999	172967416	711	6868	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	37957	1038500	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	284570	7785764	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	260	7116	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	440594	12054545	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	15653	428270	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	5014	137180	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	46673	1276974	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	526	14388	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	32462	888084	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	2137	58464	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	7310	199990	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	492097	13463664	SH	DEFINE
CITIGROUP INC	COM NEW	172967424	56453	1544551	SH	DEFINE
CITIZENS CMNTY BANCORP INC M	COM	174903104	871	143700	SH	DEFINE
CITRIX SYS INC	COM	177376100	195818	2481530	SH	DEFINE
CITRIX SYS INC	COM	177376100	22659	287145	SH	DEFINE
CITRIX SYS INC	COM	177376100	174	2200	SH	DEFINE
CITRIX SYS INC	COM	177376100	29	363	SH	DEFINE
CLARCOR INC	COM	179895107	3677	74894	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	2814	41800	SH	DEFINE
CLEAN HARBORS INC	COM	184496107	436	6470	SH	DEFINE
CLECO CORP NEW	COM	12561W105	27755	700000	SH	DEFINE
CLECO CORP NEW	COM	12561W105	119	3000	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	13163	190050	SH	DEFINE
CLIFFS NATURAL RESOURCES INC	COM	18683K101	90	1300	SH	DEFINE
CLOROX CO DEL	COM	189054109	2802	40753	SH	DEFINE
CME GROUP INC	COM	12572Q105	10043	34710	SH	DEFINE
CME GROUP INC	COM	12572Q105	327	1130	SH	DEFINE
CME GROUP INC	COM	12572Q105	29	100	SH	DEFINE
CMS ENERGY CORP	COM	125896100	39600	1800000	SH	DEFINE
CMS ENERGY CORP	COM	125896100	33	1500	SH	DEFINE
CMS ENERGY CORP	NOTE 5.500% 6/1	125896BD1	24000	1500000	PRN	DEFINE
CNH GLOBAL N V	SHS NEW	N20935206	18850	474800	SH	DEFINE
CNO FINL GROUP INC	COM	12621E103	45125	5800062	SH	DEFINE
COACH INC	COM	189754104	5811	75195	SH	DEFINE
COAST DISTR SYS	COM	190345108	141	60171	SH	DEFINE
COBALT INTL ENERGY INC	COM	19075F106	15895	529310	SH	DEFINE
COBRA ELECTRS CORP	COM	191042100	1895	475000	SH	DEFINE
COCA COLA CO	COM	191216100	19139	258600	SH	DEFINE
COCA COLA CO	COM	191216100	41779	564507	SH	DEFINE
COCA COLA ENTERPRISES INC NE	COM	19122T109	421994	14755027	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	32	300	SH	DEFINE
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	6891	65060	SH	DEFINE
COGENT COMM GROUP INC	COM NEW	19239V302	11969	627321	SH	DEFINE
COGNEX CORP	COM	192422103	7108	167800	SH	DEFINE
COGNEX CORP	COM	192422103	860	20300	SH	DEFINE
COGNEX CORP	COM	192422103	3969	93700	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	115593	1502180	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	1279	16620	SH	DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	23	295	SH	DEFINE
COHERENT INC	COM	192479103	48	825	SH	DEFINE
COHERENT INC	COM	192479103	10834	185728	SH	DEFINE
COHU INC	COM	192576106	31355	2757705	SH	DEFINE
COINSTAR INC	COM	19259P300	10498	165200	SH	DEFINE
COINSTAR INC	COM	19259P300	1309	20600	SH	DEFINE

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

COINSTAR INC	COM	19259P300	5802	91300	SH	DEFINE
COINSTAR INC	NOTE	4.000% 9/019259PAF9	23678	14000000	PRN	DEFINE
COLFAX CORP	COM	194014106	5113	145100	SH	DEFINE
COLFAX CORP	COM	194014106	652	18500	SH	DEFINE
COLFAX CORP	COM	194014106	2823	80100	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	105757	1081586	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	14802	151385	SH	DEFINE
COLGATE PALMOLIVE CO	COM	194162103	110	1125	SH	DEFINE
COLONIAL PPTYS TR	COM SH BEN INT	195872106	11070	509410	SH	DEFINE
COLONY FINL INC	COM	19624R106	14379	877827	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	106769	3557778	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	4443	148041	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	12	400	SH	OTHER
COMCAST CORP NEW	CL A	20030N101	68	2280	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1631	54340	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	487	16225	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	1078	35927	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	10247	341460	SH	DEFINE
COMCAST CORP NEW	CL A	20030N101	47293	1575900	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	6111	207082	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	2715	92011	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	201698	6834916	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	9302	315212	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1970	66770	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1563	52965	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	902	30570	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	5604	189823	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	1910	64720	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	6385	216355	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	742985	25177409	SH	DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	63219	2142306	SH	DEFINE
COMERICA INC	COM	200340107	13523	417900	SH	DEFINE
COMERICA INC	COM	200340107	113817	3517210	SH	DEFINE
COMERICA INC	COM	200340107	30	939	SH	DEFINE
COMERICA INC	COM	200340107	28	860	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	37281	2515600	SH	DEFINE
COMMERCIAL METALS CO	COM	201723103	3	200	SH	DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	171382	7706017	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	52475	1057120	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	621	12510	SH	DEFINE
COMMVAULT SYSTEMS INC	COM	204166102	2849	57400	SH	DEFINE
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A102	257	3350	SH	DEFINE
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	4389	184560	SH	DEFINE
COMPANIA CERVECERIAS UNIDAS	SPONSORED ADR	204429104	62266	791278	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	5773	143203	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	6589	163470	SH	DEFINE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	90365	2241750	SH	DEFINE
COMPUTER PROGRAMS & SYS INC	COM	205306103	8721	154301	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	41916	1400000	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	258	8630	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	1087	36290	SH	DEFINE
COMPUTER SCIENCES CORP	COM	205363104	4369	145920	SH	DEFINE
COMSTOCK RES INC	COM NEW	205768203	4546	287202	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	3414	130000	SH	DEFINE
CONAGRA FOODS INC	COM	205887102	193	7350	SH	DEFINE
CONCHO RES INC	COM	20605P101	65270	639400	SH	DEFINE
CONCHO RES INC	COM	20605P101	23	230	SH	DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	1478	25755	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	14145	186100	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	810737	10666190	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	31935	420143	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	49	650	SH	DEFINE

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

CONOCOPHILLIPS	COM	20825C104	9396	123617	SH	DEFINE
CONOCOPHILLIPS	COM	20825C104	2095	27557	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	5548	162700	SH	DEFINE
CONSOL ENERGY INC	COM	20854P109	278960	8180641	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	55032	942000	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	590	10098	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	1	14	SH	DEFINE
CONSOLIDATED EDISON INC	COM	209115104	737	12610	SH	DEFINE
CONSTELLATION BRANDS INC	CL A	21036P108	701	29737	SH	DEFINE
CONTINENTAL MATLS CORP	COM PAR \$0.25	211615307	2245	129700	SH	DEFINE
CON-WAY INC	COM	205944101	596	18275	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	376	4745	SH	DEFINE
COPA HOLDINGS SA	CL A	P31076105	107212	1353692	SH	DEFINE
CORE LABORATORIES N V	COM	N22717107	2631	20000	SH	DEFINE
CORE LABORATORIES N V	COM	N22717107	20	150	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	461	8000	SH	DEFINE
CORN PRODS INTL INC	COM	219023108	1452	25186	SH	DEFINE
CORNING INC	COM	219350105	9046	642500	SH	DEFINE
CORNING INC	COM	219350105	41408	2940930	SH	DEFINE
CORNING INC	COM	219350105	9220	654832	SH	DEFINE
CORNING INC	COM	219350105	29	2070	SH	DEFINE
COST PLUS INC CALIF	COM	221485105	10670	596085	SH	DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	47068	518372	SH	DEFINE
COVANCE INC	COM	222816100	9526	200000	SH	DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	219753	6178040	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	1197	21900	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	23239	425000	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	18187	332609	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	66	1200	SH	OTHER
COVIDIEN PLC	SHS	G2554F113	1	12	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	2750	50290	SH	DEFINE
COVIDIEN PLC	SHS	G2554F113	28692	524720	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	11231	85200	SH	DEFINE
CREDICORP LTD	COM	G2519Y108	214681	1628590	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	228	8000	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	798	28000	SH	DEFINE
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	12806	449192	SH	DEFINE
CREE INC	COM	225447101	9086	287245	SH	DEFINE
CRH PLC	ADR	12626K203	7720	376411	SH	DEFINE
CRH PLC	ADR	12626K203	184	8963	SH	DEFINE
CROSS A T CO	CL A	227478104	7089	588800	SH	DEFINE
CSX CORP	COM	126408103	7999	371717	SH	DEFINE
CSX CORP	COM	126408103	65	3000	SH	OTHER
CTC MEDIA INC	COM	12642X106	66481	5716354	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	122	5660	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	1303	60194	SH	DEFINE
CTRIP COM INTL LTD	AMERICAN DEP SHS	22943F100	1370	63300	SH	DEFINE
CUBESMART	COM	229663109	4983	418700	SH	DEFINE
CULLEN FROST BANKERS INC	COM	229899109	349	6000	SH	DEFINE
CUMMINS INC	COM	231021106	185577	1545960	SH	DEFINE
CUMMINS INC	COM	231021106	46416	386674	SH	DEFINE
CUMMINS INC	COM	231021106	1645	13700	SH	DEFINE
CUMMINS INC	COM	231021106	42	352	SH	DEFINE
CURIS INC	COM	231269101	3533	733000	SH	DEFINE
CVR ENERGY INC	COM	12662P108	6496	242850	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	68242	1523254	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	10062	224595	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	45	1000	SH	OTHER
CVS CAREMARK CORPORATION	COM	126650100	1071657	23920900	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	10657	237890	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	5009	111810	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	16158	360669	SH	DEFINE

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

CVS CAREMARK CORPORATION	COM	126650100	666	14860	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	2452	54730	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	1376	30721	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	12174	271750	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	518805	11580472	SH	DEFINE
CVS CAREMARK CORPORATION	COM	126650100	75441	1683941	SH	DEFINE
CYMER INC	COM	232572107	9455	189100	SH	DEFINE
CYMER INC	COM	232572107	540	10800	SH	DEFINE
CYMER INC	COM	232572107	2423	48460	SH	DEFINE
CYTEC INDS INC	COM	232820100	24	400	SH	DEFINE
CYTEC INDS INC	COM	232820100	14641	240850	SH	DEFINE
CYTEC INDS INC	COM	232820100	691	11370	SH	DEFINE
CYTEC INDS INC	COM	232820100	3887	63940	SH	DEFINE
CYTOKINETICS INC	COM	23282W100	990	861200	SH	DEFINE
DANAHER CORP DEL	COM	235851102	102993	1839160	SH	DEFINE
DANAHER CORP DEL	COM	235851102	28359	506409	SH	DEFINE
DANAHER CORP DEL	COM	235851102	2240	40000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	30128	538000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	2240	40000	SH	DEFINE
DANAHER CORP DEL	COM	235851102	25	446	SH	DEFINE
DANAHER CORP DEL	COM	235851102	1064	19000	SH	DEFINE
DARDEN RESTAURANTS INC	COM	237194105	4216	82401	SH	DEFINE
DARDEN RESTAURANTS INC	COM	237194105	1069	20900	SH	DEFINE
DAVITA INC	COM	23918K108	81038	898730	SH	DEFINE
DAVITA INC	COM	23918K108	13	139	SH	DEFINE
DCP MIDSTREAM PARTNERS LP	COM UT LTD PTN	23311P100	290	6320	SH	DEFINE
DDR CORP	COM	23317H102	14939	1023228	SH	DEFINE
DEAN FOODS CO NEW	COM	242370104	1077	88900	SH	DEFINE
DEERE & CO	COM	244199105	16180	200000	SH	DEFINE
DEERE & CO	COM	244199105	17163	212146	SH	DEFINE
DELL INC	COM	24702R101	30932	1863367	SH	DEFINE
DELL INC	COM	24702R101	282	17000	SH	DEFINE
DELL INC	COM	24702R101	8661	521743	SH	DEFINE
DELL INC	COM	24702R101	4626	278680	SH	DEFINE
DELL INC	COM	24702R101	31087	1872740	SH	DEFINE
DELL INC	COM	24702R101	612	36880	SH	DEFINE
DELL INC	COM	24702R101	37327	2248489	SH	DEFINE
DELL INC	COM	24702R101	1391	83792	SH	DEFINE
DELL INC	COM	24702R101	9467	570290	SH	DEFINE
DELL INC	COM	24702R101	226491	13644056	SH	DEFINE
DELL INC	COM	24702R101	41271	2486220	SH	DEFINE
DELTA APPAREL INC	COM	247368103	12219	743700	SH	DEFINE
DEMANDWARE INC	COM	24802Y105	930	31200	SH	DEFINE
DENDREON CORP	COM	24823Q107	11198	1050900	SH	DEFINE
DENDREON CORP	COM	24823Q107	435	40830	SH	DEFINE
DENTSPLY INTL INC NEW	COM	249030107	299	7450	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	65	1300	SH	DEFINE
DEUTSCHE BANK AG	NAMEN AKT	D18190898	292	5860	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	3378	47500	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	100769	1416890	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	24630	346312	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	14	200	SH	OTHER
DEVON ENERGY CORP NEW	COM	25179M103	1472	20700	SH	DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	50	700	SH	DEFINE
DEVRY INC DEL	COM	251893103	9282	274060	SH	DEFINE
DEX ONE CORP	COM	25212W100	19153	13488053	SH	DEFINE
DEXCOM INC	COM	252131107	23117	2216410	SH	DEFINE
DEXCOM INC	COM	252131107	622	59600	SH	DEFINE
DEXCOM INC	COM	252131107	2701	259000	SH	DEFINE
DEXCOM INC	COM	252131107	8	768	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	30320	314200	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	61857	641007	SH	DEFINE

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

DIAGEO P L C	SPON ADR NEW	25243Q205	68	700	SH	OTHER
DIAGEO P L C	SPON ADR NEW	25243Q205	1805	18700	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	7242	75050	SH	DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	1299	13465	SH	DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	234	3500	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	101856	2118470	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	91	1892	SH	DEFINE
DICKS SPORTING GOODS INC	COM	253393102	18	375	SH	DEFINE
DIGI INTL INC	COM	253798102	1472	133920	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	15025	203118	SH	DEFINE
DIGITAL RLTY TR INC	COM	253868103	9705	131200	SH	DEFINE
DIRECTV	COM CL A	25490A101	49821	1009740	SH	DEFINE
DIRECTV	COM CL A	25490A101	693	14044	SH	DEFINE
DIRECTV	COM CL A	25490A101	23	471	SH	DEFINE
DISCOVER FINL SVCS	COM	254709108	480	14401	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	38589	762630	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	287	5670	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	77868	1661001	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	88	1870	SH	DEFINE
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	34	726	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	135829	3102522	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	58400	1333936	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	79	1800	SH	OTHER
DISNEY WALT CO	COM DISNEY	254687106	4554	104027	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	680	15530	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	19	428	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	216410	4943136	SH	DEFINE
DISNEY WALT CO	COM DISNEY	254687106	13800	315210	SH	DEFINE
DIXIE GROUP INC	CL A	255519100	2120	530000	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	124130	2686807	SH	DEFINE
DOLLAR GEN CORP NEW	COM	256677105	26	566	SH	DEFINE
DOLLAR THRIFTY AUTOMOTIVE GP	COM	256743105	672	8300	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	462901	9039270	SH	DEFINE
DOMINION RES INC VA NEW	COM	25746U109	5089	99380	SH	DEFINE
DOMTAR CORP	COM NEW	257559203	110573	1159290	SH	DEFINE
DONALDSON INC	COM	257651109	51263	1434740	SH	DEFINE
DOUGLAS EMMETT INC	COM	25960P109	7560	331450	SH	DEFINE
DOVER CORP	COM	260003108	293482	4662892	SH	DEFINE
DOVER CORP	COM	260003108	1910	30352	SH	DEFINE
DOVER CORP	COM	260003108	50	800	SH	DEFINE
DOW CHEM CO	COM	260543103	4330	125000	SH	DEFINE
DOW CHEM CO	COM	260543103	6171	178141	SH	DEFINE
DOW CHEM CO	COM	260543103	2896	83610	SH	DEFINE
DOW CHEM CO	COM	260543103	12608	363885	SH	DEFINE
DOW CHEM CO	COM	260543103	6590	190250	SH	DEFINE
DOW CHEM CO	COM	260543103	9332	269390	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	492	12248	SH	DEFINE
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	312994	7783971	SH	DEFINE
DRESSER-RAND GROUP INC	COM	261608103	10203	219940	SH	DEFINE
DREW INDS INC	COM NEW	26168L205	25254	924700	SH	DEFINE
DRIL-QUIP INC	COM	262037104	11538	177460	SH	DEFINE
DTE ENERGY CO	COM	233331107	1117	20300	SH	DEFINE
DTE ENERGY CO	COM	233331107	159587	2900000	SH	DEFINE
DTE ENERGY CO	COM	233331107	210	3824	SH	DEFINE
DTS INC	COM	23335C101	2946	97500	SH	DEFINE
DTS INC	COM	23335C101	360	11900	SH	DEFINE
DTS INC	COM	23335C101	1342	44400	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	64000	1209820	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	60814	1149598	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	312	5900	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	541	10220	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	963	18209	SH	DEFINE

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

DU PONT E I DE NEMOURS & CO	COM	263534109	380	7190	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	1649	31173	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	7170	135530	SH	DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	17336	327710	SH	DEFINE
DUCKWALL-ALCO STORES INC NEW	COM	264142100	2128	238000	SH	DEFINE
DUCOMMUN INC DEL	COM	264147109	2892	243000	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	358380	17057590	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	7967	379202	SH	DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	8	397	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	33892	400000	SH	DEFINE
DUN & BRADSTREET CORP DEL NE	COM	26483E100	109	1287	SH	DEFINE
DUSA PHARMACEUTICALS INC	COM	266898105	3483	556300	SH	DEFINE
DYNAVAX TECHNOLOGIES CORP	COM	268158102	5349	1057000	SH	DEFINE
DYNEGY INC DEL	COM	26817G300	6807	12155000	SH	DEFINE
E M C CORP MASS	COM	268648102	286366	9583860	SH	DEFINE
E M C CORP MASS	COM	268648102	80147	2682298	SH	DEFINE
E M C CORP MASS	COM	268648102	45	1500	SH	OTHER
E M C CORP MASS	COM	268648102	2396	80200	SH	DEFINE
E M C CORP MASS	COM	268648102	86	2870	SH	DEFINE
E M C CORP MASS	COM	268648102	52	1726	SH	DEFINE
E M C CORP MASS	NOTE	1.750%12/0268648AM4	26355	14000000	PRN	DEFINE
EASTMAN CHEM CO	COM	277432100	213	4128	SH	DEFINE
EATON CORP	COM	278058102	5247	105300	SH	DEFINE
EATON CORP	COM	278058102	4114	82553	SH	DEFINE
EBAY INC	COM	278642103	22817	618517	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	5334	331300	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	623	38700	SH	DEFINE
ECHO GLOBAL LOGISTICS INC	COM	27875T101	2961	183900	SH	DEFINE
ECOLAB INC	COM	278865100	78755	1276000	SH	DEFINE
ECOLAB INC	COM	278865100	88736	1437720	SH	DEFINE
ECOLAB INC	COM	278865100	879	14242	SH	DEFINE
ECOLAB INC	COM	278865100	27	431	SH	DEFINE
ECOLOGY & ENVIRONMENT INC	CL A	278878103	2182	144000	SH	DEFINE
ECOPETROL S A	SPONSORED ADS	279158109	2606	42652	SH	DEFINE
EDISON INTL	COM	281020107	151973	3575000	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	53998	742440	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	856	11764	SH	DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	15	205	SH	DEFINE
EL PASO CORP	COM	28336L109	1035	35026	SH	DEFINE
EL PASO CORP	COM	28336L109	21989	744135	SH	DEFINE
ELAN PLC	ADR	284131208	9454	629800	SH	DEFINE
ELAN PLC	ADR	284131208	254	16940	SH	DEFINE
ELAN PLC	ADR	284131208	86287	5748613	SH	DEFINE
ELAN PLC	ADR	284131208	45586	3036842	SH	DEFINE
ELAN PLC	ADR	284131208	44660	2975323	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	49063	3571550	SH	DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	860	62600	SH	DEFINE
ELECTRO SCIENTIFIC INDS	COM	285229100	6868	457534	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	54080	3281560	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	7	400	SH	DEFINE
ELECTRONIC ARTS INC	COM	285512109	26	1580	SH	DEFINE
EMBRAER S A	SP ADR REP 4	COM29082A107	6	200	SH	DEFINE
EMBRAER S A	SP ADR REP 4	COM29082A107	566	17710	SH	DEFINE
EMBRAER S A	SP ADR REP 4	COM29082A107	3521	110105	SH	DEFINE
EMBRAER S A	SP ADR REP 4	COM29082A107	2089	65320	SH	DEFINE
EMBRAER S A	SP ADR REP 4	COM29082A107	142268	4448670	SH	DEFINE
EMCOR GROUP INC	COM	29084Q100	32384	1168255	SH	DEFINE
EMERSON ELEC CO	COM	291011104	120934	2317627	SH	DEFINE
EMERSON ELEC CO	COM	291011104	48044	920735	SH	DEFINE
EMERSON ELEC CO	COM	291011104	16	300	SH	OTHER
EMERSON ELEC CO	COM	291011104	1988	38100	SH	DEFINE
EMERSON ELEC CO	COM	291011104	55	1050	SH	DEFINE

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

EMERSON ELEC CO	COM	291011104	320	6125	SH	DEFINE
EMERSON ELEC CO	COM	291011104	1553	29766	SH	DEFINE
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	245	7910	SH	DEFINE
ENBRIDGE INC	COM	29250N105	103	2650	SH	DEFINE
ENBRIDGE INC	COM	29250N105	16	400	SH	DEFINE
ENBRIDGE INC	COM	29250N105	177937	4580718	SH	DEFINE
ENCANA CORP	COM	292505104	472	24005	SH	DEFINE
ENCANA CORP	COM	292505104	46876	2386392	SH	DEFINE
ENCANA CORP	COM	292505104	3532	180179	SH	DEFINE
ENCANA CORP	COM	292505104	570	29008	SH	DEFINE
ENCORE WIRE CORP	COM	292562105	14716	495000	SH	DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	1662	42900	SH	DEFINE
ENERGEN CORP	COM	29265N108	40048	814810	SH	DEFINE
ENERGIZER HLDGS INC	COM	29266R108	605	8155	SH	DEFINE
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	641	15900	SH	DEFINE
ENERGY TRANSFER PRTRNS L P	UNIT LTD PARTN	29273R109	252	5375	SH	DEFINE
ENERPLUS CORP	COM	292766102	482	21497	SH	DEFINE
ENERPLUS CORP	COM	292766102	70	3135	SH	DEFINE
ENERSYS	COM	29275Y102	3496	100900	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	214	4575	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	14087	300876	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	122	2600	SH	DEFINE
ENPRO INDS INC	COM	29355X107	60438	1470500	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	28286	534396	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	27862	526402	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	2833	53532	SH	DEFINE
ENSCO PLC	SPONSORED ADR	29358Q109	204713	3867610	SH	DEFINE
ENSTAR GROUP LIMITED	SHS	G3075P101	10864	109749	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	631089	9391210	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	1557	23172	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	98017	1458583	SH	DEFINE
ENERGY CORP NEW	COM	29364G103	21	310	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	17145	339716	SH	DEFINE
ENTERPRISE PRODS PARTNERS L	COM	293792107	9	175	SH	DEFINE
ENVESTNET INC	COM	29404K106	3635	290300	SH	DEFINE
ENVESTNET INC	COM	29404K106	440	35120	SH	DEFINE
ENVESTNET INC	COM	29404K106	2045	163300	SH	DEFINE
EQUIFAX INC	COM	294429105	22130	500000	SH	DEFINE
EQUIFAX INC	COM	294429105	1	30	SH	DEFINE
EQUINIX INC	COM NEW	29444U502	42680	271070	SH	DEFINE
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	7280	104380	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	8789	140361	SH	DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	34826	556149	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	2203	213692	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	19687	1909460	SH	DEFINE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	37898	3675880	SH	DEFINE
ERIE INDY CO	CL A	29530P102	193839	2487025	SH	DEFINE
ERIE INDY CO	CL A	29530P102	62	800	SH	DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	14929	406000	SH	DEFINE
ESPEY MFG & ELECTRS CORP	COM	296650104	2617	106000	SH	DEFINE
ESSEX PPTY TR INC	COM	297178105	12892	85090	SH	DEFINE
ESTERLINE TECHNOLOGIES CORP	COM	297425100	400	5600	SH	DEFINE
ETHAN ALLEN INTERIORS INC	COM	297602104	16348	645660	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	5683	195500	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	703	24200	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	3134	107800	SH	DEFINE
EVERCORE PARTNERS INC	CLASS A	29977A105	2134	73421	SH	DEFINE
EVEREST RE GROUP LTD	COM	G3223R108	578	6250	SH	DEFINE
EXELIS INC	COM	30162A108	744	59400	SH	DEFINE
EXELIS INC	COM	30162A108	269	21500	SH	DEFINE
EXELON CORP	COM	30161N101	718472	18323700	SH	DEFINE
EXELON CORP	COM	30161N101	251	6401	SH	DEFINE

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

EXELON CORP	COM	30161N101	510256	13013404	SH	DEFINE
EXPEDIA INC DEL	COM NEW	30212P303	6688	200000	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	74838	1609069	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	3882	83463	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	31	670	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	19	417	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	154882	2858650	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	33431	617035	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	2639	48700	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	81	1490	SH	DEFINE
EXPRESS SCRIPTS INC	COM	302182100	27	500	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	9829	745200	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	21	1567	SH	DEFINE
EXTERRAN HLDGS INC	COM	30225X103	27810	2108407	SH	DEFINE
EXTRA SPACE STORAGE INC	COM	30225T102	6532	226900	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	250311	2886100	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	839906	9684140	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	288851	3330468	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	3278	37800	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	56	650	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	16924	195137	SH	DEFINE
EXXON MOBIL CORP	COM	30231G102	2053	23675	SH	DEFINE
F M C CORP	COM NEW	302491303	2	1200	SH	DEFINE
F M C CORP	COM NEW	302491303	1105	10437	SH	DEFINE
F M C CORP	COM NEW	302491303	3196	30195	SH	DEFINE
F M C CORP	COM NEW	302491303	5237	49471	SH	DEFINE
F5 NETWORKS INC	COM	315616102	156574	1160150	SH	DEFINE
F5 NETWORKS INC	COM	315616102	21304	157856	SH	DEFINE
F5 NETWORKS INC	COM	315616102	20	150	SH	DEFINE
FABRINET	SHS	G3323L100	8264	466623	SH	DEFINE
FABRINET	SHS	G3323L100	427	24100	SH	DEFINE
FABRINET	SHS	G3323L100	1996	112700	SH	DEFINE
FABRINET	SHS	G3323L100	5554	313613	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	64505	651300	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	1099	11100	SH	DEFINE
FACTSET RESH SYS INC	COM	303075105	16	166	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	298764	4721305	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	57	900	SH	DEFINE
FAMILY DLR STORES INC	COM	307000109	120	1900	SH	DEFINE
FARMER BROS CO	COM	307675108	14906	1368761	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	14608	250439	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	1120	19200	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	4956	84961	SH	DEFINE
FARO TECHNOLOGIES INC	COM	311642102	10269	176042	SH	DEFINE
FASTENAL CO	COM	311900104	127846	2363140	SH	DEFINE
FASTENAL CO	COM	311900104	1680	31054	SH	DEFINE
FASTENAL CO	COM	311900104	920	17000	SH	DEFINE
FASTENAL CO	COM	311900104	33	612	SH	DEFINE
FBL FINL GROUP INC	CL A	30239F106	1381	40994	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	774	8000	SH	DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	15293	158000	SH	DEFINE
FEDERAL SIGNAL CORP	COM	313855108	26355	4740079	SH	DEFINE
FEDEX CORP	COM	31428X106	77156	839017	SH	DEFINE
FEDEX CORP	COM	31428X106	7172	77990	SH	DEFINE
FEDEX CORP	COM	31428X106	9443	102684	SH	DEFINE
FEDEX CORP	COM	31428X106	364	3960	SH	DEFINE
FEDEX CORP	COM	31428X106	707	7690	SH	DEFINE
FEDEX CORP	COM	31428X106	575	6250	SH	DEFINE
FEDEX CORP	COM	31428X106	2	24	SH	DEFINE
FEDEX CORP	COM	31428X106	11756	127833	SH	DEFINE
FEDEX CORP	COM	31428X106	264149	2872429	SH	DEFINE
FEDEX CORP	COM	31428X106	32203	350190	SH	DEFINE

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

FEI CO	COM	30241L109	6517	132704	SH	DEFINE
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	101049	3901500	SH	DEFINE
FERRO CORP	COM	315405100	66	11137	SH	DEFINE
FIRST CLOVER LEAF FIN CORP	COM	31969M105	1001	160101	SH	DEFINE
FIRST DEFIANCE FINL CORP	COM	32006W106	3962	235000	SH	DEFINE
FIRST REP BK SAN FRANCISCO C	COM	33616C100	22691	688867	SH	DEFINE
FIRST SOLAR INC	COM	336433107	15030	600000	SH	DEFINE
FIRST SOLAR INC	COM	336433107	14	545	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	548174	12024000	SH	DEFINE
FIRSTENERGY CORP	COM	337932107	265	5821	SH	DEFINE
FISERV INC	COM	337738108	1112	16023	SH	DEFINE
FLEXSTEEL INDS INC	COM	339382103	4342	239895	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	4361	603113	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	9	1200	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	845	116850	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	4134	571800	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	40144	5552400	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	648	89670	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	4927	681461	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	6893	953340	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	297684	41173415	SH	DEFINE
FLEXTRONICS INTL LTD	ORD	Y2573F102	168173	23260490	SH	DEFINE
FLIR SYS INC	COM	302445101	4033	159340	SH	DEFINE
FLIR SYS INC	COM	302445101	18	720	SH	DEFINE
FLIR SYS INC	COM	302445101	2878	113711	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	77738	673000	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	508	4400	SH	DEFINE
FLOWSERVE CORP	COM	34354P105	3052	26420	SH	DEFINE
FLUOR CORP NEW	COM	343412102	27125	451780	SH	DEFINE
FLUOR CORP NEW	COM	343412102	8642	143939	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	173670	3444460	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	4588	91000	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	1916	38000	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	857	17000	SH	DEFINE
FMC TECHNOLOGIES INC	COM	30249U101	12	238	SH	DEFINE
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	68211	829112	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	124140	9939120	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	3196	255869	SH	DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	15	1240	SH	DEFINE
FOREST LABS INC	COM	345838106	201	5794	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	2	133	SH	DEFINE
FORESTAR GROUP INC	COM	346233109	33326	2165440	SH	DEFINE
FORTINET INC	COM	34959E109	136444	4934670	SH	DEFINE
FORTINET INC	COM	34959E109	160	5800	SH	DEFINE
FORTINET INC	COM	34959E109	15	533	SH	DEFINE
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	426	19300	SH	DEFINE
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	184	8340	SH	DEFINE
FORWARD AIR CORP	COM	349853101	18164	495333	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	9130	614831	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	171	11540	SH	DEFINE
FRANCE TELECOM	SPONSORED ADR	35177Q105	9259	623492	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	35830	730191	SH	DEFINE
FRANKLIN ELEC INC	COM	353514102	88	1800	SH	DEFINE
FRANKLIN RES INC	COM	354613101	63650	513179	SH	DEFINE
FREDS INC	CL A	356108100	24658	1687780	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	86117	2265248	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	20980	551537	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	126	3310	SH	DEFINE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	703	18472	SH	DEFINE
FREESCALE SEMICONDUCTOR HLDG	SHS OLD	G3727Q101	31049	2017452	SH	DEFINE
FREESCALE SEMICONDUCTOR HLDG	SHS OLD	G3727Q101	1	36	SH	DEFINE
FRESH MKT INC	COM	35804H106	2398	50000	SH	DEFINE

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

FRISCHS RESTAURANTS INC	COM	358748101	8085	300000	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	120534	28905000	SH	DEFINE
FRONTIER COMMUNICATIONS CORP	COM	35906A108	663	158901	SH	DEFINE
FULLER H B CO	COM	359694106	24540	747500	SH	DEFINE
FULLER H B CO	COM	359694106	164	5000	SH	DEFINE
FUSION-IO INC	COM	36112J107	21264	748450	SH	DEFINE
FUSION-IO INC	COM	36112J107	11	400	SH	DEFINE
GAIAM INC	CL A	36268Q103	864	217061	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	92754	2595231	SH	DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	75	2100	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	55954	2562000	SH	DEFINE
GAMESTOP CORP NEW	CL A	36467W109	336	15400	SH	DEFINE
GAP INC DEL	COM	364760108	3110	118984	SH	DEFINE
GAP INC DEL	COM	364760108	453	17341	SH	DEFINE
GAP INC DEL	COM	364760108	8823	337540	SH	DEFINE
GAP INC DEL	COM	364760108	3863	147770	SH	DEFINE
GAP INC DEL	COM	364760108	2078	79500	SH	DEFINE
GAP INC DEL	COM	364760108	8995	344110	SH	DEFINE
GAP INC DEL	COM	364760108	67925	2598491	SH	DEFINE
GAP INC DEL	COM	364760108	19094	730450	SH	DEFINE
GARDNER DENVER INC	COM	365558105	54500	864800	SH	DEFINE
GARDNER DENVER INC	COM	365558105	56433	895480	SH	DEFINE
GARMIN LTD	SHS	H2906T109	470	10000	SH	DEFINE
GENCORP INC	COM	368682100	21816	3072645	SH	DEFINE
GENCORP INC	SDCV	4.062%12/3368682AN0	1070	1000000	PRN	DEFINE
GENERAL CABLE CORP DEL NEW	COM	369300108	16102	553700	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	79294	1080600	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	117401	1599900	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	3200	43603	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	45	620	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	3250	44285	SH	DEFINE
GENERAL DYNAMICS CORP	COM	369550108	1164	15860	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	3472	173000	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	1125847	56096007	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	119880	5973117	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	20	1000	SH	OTHER
GENERAL ELECTRIC CO	COM	369604103	2101	104700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	5132	255700	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	6253	311574	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	51434	2562722	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	806	40140	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	11575	576657	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	2764	137706	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	6830	340320	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	331408	16512622	SH	DEFINE
GENERAL ELECTRIC CO	COM	369604103	69969	3486262	SH	DEFINE
GENERAL GROWTH PPTYS INC NEW	COM	370023103	5447	320570	SH	DEFINE
GENERAL MLS INC	COM	370334104	4183	106035	SH	DEFINE
GENERAL MLS INC	COM	370334104	213281	5406354	SH	DEFINE
GENERAL MLS INC	COM	370334104	17718	449138	SH	DEFINE
GENERAL MTRS CO	COM	37045V100	15526	605316	SH	DEFINE
GENERAL MTRS CO	COM	37045V100	80	3100	SH	DEFINE
GENERAL MTRS CO	COM	37045V100	321581	12537275	SH	DEFINE
GENERAL MTRS CO	-W EXP 07/10/2013	37045V118	44728	2689598	SH	DEFINE
GENERAL MTRS CO	-W EXP 07/10/2013	37045V118	6341	381304	SH	DEFINE
GENERAL MTRS CO	-W EXP 07/10/2013	37045V126	30123	2689598	SH	DEFINE
GENERAL MTRS CO	-W EXP 07/10/2013	37045V126	5894	526226	SH	DEFINE
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	182449	4359600	SH	DEFINE
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	2306	55106	SH	DEFINE
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	719	17188	SH	DEFINE
GENESE & WYO INC	CL A	371559105	45777	838720	SH	DEFINE
GENESIS ENERGY L P	UNIT LTD PARTN	371927104	830	27015	SH	DEFINE

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

GENTEX CORP	COM	371901109	64232	2621720	SH	DEFINE
GENTIUM S P A	SPONSORED ADR	37250B104	4391	503517	SH	DEFINE
GENUINE PARTS CO	COM	372460105	280	4458	SH	DEFINE
GENUINE PARTS CO	COM	372460105	14941	238111	SH	DEFINE
GENUINE PARTS CO	COM	372460105	66	1050	SH	DEFINE
GENWORTH FINL INC	COM CL A	37247D106	527	63300	SH	DEFINE
GIBRALTAR INDS INC	COM	374689107	50048	3303473	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	123	4475	SH	DEFINE
GILDAN ACTIVEWEAR INC	COM	375916103	91641	3329450	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	3268	66900	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	133111	2724855	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	45666	934814	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	20	400	SH	OTHER
GILEAD SCIENCES INC	COM	375558103	1446	29600	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	10790	220885	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	4031	82520	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	34961	715690	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	14505	296920	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	3	55	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	11512	235650	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	19184	392720	SH	DEFINE
GILEAD SCIENCES INC	COM	375558103	49232	1007820	SH	DEFINE
GILEAD SCIENCES INC	NOTE 0.625% 5/0	375558AH6	19913	15000000	PRN	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	946	21062	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	424	9447	SH	DEFINE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	13240	294814	SH	DEFINE
GLOBAL INDEMNITY PLC	SHS	G39319101	2116	108584	SH	DEFINE
GLOBAL PMTS INC	COM	37940X102	27436	577960	SH	DEFINE
GLOBAL X FDS	BRAZIL MID CAP	37950E788	215	12475	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	21003	1511028	SH	DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2	157	SH	DEFINE
GOLD RESOURCE CORP	COM	38068T105	25496	1048800	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	222936	4946555	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	1406	31200	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	7771	172370	SH	DEFINE
GOLDCORP INC NEW	COM	380956409	32	713	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	2044	16436	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	4049	32560	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	6519	52420	SH	DEFINE
GOLDMAN SACHS GROUP INC	COM	38141G104	5932	47700	SH	DEFINE
GOODRICH CORP	COM	382388106	62	495	SH	DEFINE
GOODRICH CORP	COM	382388106	303704	2421106	SH	DEFINE
GOODYEAR TIRE & RUBR CO	PFD CONV	382550309	20632	498000	SH	DEFINE
GOOGLE INC	CL A	38259P508	237336	370120	SH	DEFINE
GOOGLE INC	CL A	38259P508	66300	103394	SH	DEFINE
GOOGLE INC	CL A	38259P508	80	125	SH	OTHER
GOOGLE INC	CL A	38259P508	7182	11200	SH	DEFINE
GOOGLE INC	CL A	38259P508	444028	692452	SH	DEFINE
GOOGLE INC	CL A	38259P508	88	138	SH	DEFINE
GRACO INC	COM	384109104	46625	878730	SH	DEFINE
GRACO INC	COM	384109104	537	10125	SH	DEFINE
GRACO INC	COM	384109104	122	2300	SH	DEFINE
GRAINGER W W INC	COM	384802104	601	2800	SH	DEFINE
GRAINGER W W INC	COM	384802104	118146	550000	SH	DEFINE
GRAINGER W W INC	COM	384802104	2973	13840	SH	DEFINE
GRAN TIERRA ENERGY INC	COM	38500T101	11954	1900520	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	5724	322300	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	712	40100	SH	DEFINE
GRAND CANYON ED INC	COM	38526M106	3247	182800	SH	DEFINE
GRANITE CONSTR INC	COM	387328107	78733	2739500	SH	DEFINE
GREAT BASIN GOLD LTD	COM	390124105	12484	17785700	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	10407	513400	SH	DEFINE

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

GREAT PLAINS ENERGY INC	COM	391164100	56148	2770000	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	20	1000	SH	DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	276	13640	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	38537	629900	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	6813	111360	SH	DEFINE
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	43	700	SH	OTHER
GREAT PLAINS ENERGY INC	UNIT 06/15/2042	391164803	114	1864	SH	DEFINE
GREATBATCH INC	COM	39153L106	8518	347384	SH	DEFINE
GREEN MTN COFFEE ROASTERS IN	COM	393122106	545	11630	SH	DEFINE
GRIFFIN LD & NURSERIES INC	CL A	398231100	3814	144400	SH	DEFINE
GRIFFON CORP	COM	398433102	1557	145500	SH	DEFINE
GROUP 1 AUTOMOTIVE INC	COM	398905109	94039	1674191	SH	DEFINE
GROUPE CGI INC	CL A SUB VTG	39945C109	10771	483210	SH	DEFINE
GUARANTY BANCORP DEL	COM	40075T102	21373	10740191	SH	DEFINE
GUESS INC	COM	401617105	97628	3124080	SH	DEFINE
GUESS INC	COM	401617105	551	17630	SH	DEFINE
GUESS INC	COM	401617105	2659	85100	SH	DEFINE
GUIDEWIRE SOFTWARE INC	COM	40171V100	1690	54900	SH	DEFINE
GUIDEWIRE SOFTWARE INC	COM	40171V100	188	6100	SH	DEFINE
HAEMONETICS CORP	COM	405024100	20904	300000	SH	DEFINE
HAEMONETICS CORP	COM	405024100	63	900	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	3733	85200	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	456	10400	SH	DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	2042	46600	SH	DEFINE
HALLIBURTON CO	COM	406216101	159754	4813310	SH	DEFINE
HALLIBURTON CO	COM	406216101	920	27729	SH	DEFINE
HALLIBURTON CO	COM	406216101	8927	268953	SH	DEFINE
HALLIBURTON CO	COM	406216101	5432	163660	SH	DEFINE
HALLIBURTON CO	COM	406216101	6918	208440	SH	DEFINE
HALLIBURTON CO	COM	406216101	665	20048	SH	DEFINE
HALLIBURTON CO	COM	406216101	7294	219760	SH	DEFINE
HALLIBURTON CO	COM	406216101	73141	2203715	SH	DEFINE
HALLIBURTON CO	COM	406216101	25505	768440	SH	DEFINE
HALLMARK FINL SVCS INC	EC COM NEW	40624Q203	947	120000	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	32554	916750	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	3052	85956	SH	DEFINE
HANCOCK HLDG CO	COM	410120109	2116	59600	SH	DEFINE
HANOVER INS GROUP INC	COM	410867105	53862	1309870	SH	DEFINE
HANOVER INS GROUP INC	COM	410867105	64	1545	SH	DEFINE
HARDINGE INC	COM	412324303	9933	1050000	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	1615	32900	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	44815	913096	SH	DEFINE
HARLEY DAVIDSON INC	COM	412822108	292	5946	SH	DEFINE
HARRIS & HARRIS GROUP INC	COM	413833104	50	12000	SH	DEFINE
HARTE-HANKS INC	COM	416196103	407	45000	SH	DEFINE
HARTFORD FINL SVCS GROUP INC	DEP CONV PFD	416515708	12429	580000	SH	DEFINE
HASBRO INC	COM	418056107	969	26400	SH	DEFINE
HASBRO INC	COM	418056107	34	925	SH	DEFINE
HAVERTY FURNITURE INC	COM	419596101	13764	1240000	SH	DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	17745	700000	SH	DEFINE
HCC INS HLDGS INC	COM	404132102	37628	1207200	SH	DEFINE
HCP INC	COM	40414L109	75	1900	SH	DEFINE
HCP INC	COM	40414L109	19404	491741	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	33	600	SH	DEFINE
HEALTH CARE REIT INC	COM	42217K106	23920	435220	SH	DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	11273	530000	SH	DEFINE
HEARTLAND EXPRESS INC	COM	422347104	8676	600000	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	28526	434256	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	394	6000	SH	DEFINE
HEARTWARE INTL INC	COM	422368100	1655	25200	SH	DEFINE
HEARTWARE INTL INC	NOTE 3.500%12/1	422368AA8	10466	10100000	PRN	DEFINE
HEICO CORP NEW	COM	422806109	1268	24581	SH	DEFINE

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

HEIDRICK & STRUGGLES INTL IN	COM	422819102	15589	707634	SH	DEFINE
HEINZ H J CO	COM	423074103	52	963	SH	DEFINE
HEINZ H J CO	COM	423074103	16126	301135	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	53210	2989330	SH	DEFINE
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	4726	265500	SH	DEFINE
HELMERICH & PAYNE INC	COM	423452101	966	17900	SH	DEFINE
HERSHEY CO	COM	427866108	1852	30190	SH	DEFINE
HESS CORP	COM	42809H107	32240	546910	SH	DEFINE
HESS CORP	COM	42809H107	1260	21366	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	37745	1583925	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	1302	54626	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	21	880	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	5904	247765	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	9491	398280	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	4027	168970	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	230548	9674700	SH	DEFINE
HEWLETT PACKARD CO	COM	428236103	14188	595380	SH	DEFINE
HEXCEL CORP NEW	COM	428291108	51274	2135520	SH	DEFINE
HEXCEL CORP NEW	COM	428291108	659	27449	SH	DEFINE
HEXCEL CORP NEW	COM	428291108	2976	123951	SH	DEFINE
HIBBETT SPORTS INC	COM	428567101	21475	393680	SH	DEFINE
HIGHER ONE HLDGS INC	COM	42983D104	32518	2175090	SH	DEFINE
HIGHER ONE HLDGS INC	COM	42983D104	552	36900	SH	DEFINE
HIGHER ONE HLDGS INC	COM	42983D104	2296	153593	SH	DEFINE
HIGHER ONE HLDGS INC	COM	42983D104	1697	113485	SH	DEFINE
HIGHWOODS PPTYS INC	COM	431284108	9478	284450	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	77704	2325775	SH	DEFINE
HILL ROM HLDGS INC	COM	431475102	10023	300000	SH	DEFINE
HILLENBRAND INC	COM	431571108	109520	4772114	SH	DEFINE
HILLENBRAND INC	COM	431571108	101	4400	SH	DEFINE
HILLENBRAND INC	COM	431571108	55	2400	SH	DEFINE
HITTITE MICROWAVE CORP	COM	43365Y104	63130	1162400	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	4310	138100	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	4251	136200	SH	DEFINE
HMS HLDGS CORP	COM	40425J101	2135	68400	SH	DEFINE
HOLOGIC INC	COM	436440101	871	40395	SH	DEFINE
HOME DEPOT INC	COM	437076102	4603	91500	SH	DEFINE
HOME DEPOT INC	COM	437076102	3427	68120	SH	DEFINE
HOME DEPOT INC	COM	437076102	42147	837748	SH	DEFINE
HOME DEPOT INC	COM	437076102	25	500	SH	OTHER
HOME DEPOT INC	COM	437076102	8827	175447	SH	DEFINE
HOME DEPOT INC	COM	437076102	3319	65970	SH	DEFINE
HOME DEPOT INC	COM	437076102	4360	86660	SH	DEFINE
HOME DEPOT INC	COM	437076102	611	12147	SH	DEFINE
HOME DEPOT INC	COM	437076102	2581	51300	SH	DEFINE
HOME DEPOT INC	COM	437076102	8405	167070	SH	DEFINE
HOME DEPOT INC	COM	437076102	90468	1798210	SH	DEFINE
HOME DEPOT INC	COM	437076102	34142	678640	SH	DEFINE
HOMEAWAY INC	COM	43739Q100	18152	715500	SH	DEFINE
HOMEAWAY INC	COM	43739Q100	322	12700	SH	DEFINE
HOMEAWAY INC	COM	43739Q100	1403	55300	SH	DEFINE
HONDA MOTOR LTD	AMERN SHS	438128308	2031	52845	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	21343	349600	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	33094	542077	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	384	6291	SH	DEFINE
HONEYWELL INTL INC	COM	438516106	1105	18094	SH	DEFINE
HOOKER FURNITURE CORP	COM	439038100	18065	1323440	SH	DEFINE
HORNBECK OFFSHORE SVCS INC N	COM	440543106	15828	376600	SH	DEFINE
HOSPIRA INC	COM	441060100	42849	1146000	SH	DEFINE
HOSPIRA INC	COM	441060100	31	818	SH	DEFINE
HOSPIRA INC	COM	441060100	216004	5777047	SH	DEFINE
HOST HOTELS & RESORTS INC	COM	44107P104	14470	881221	SH	DEFINE

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

HOUSTON WIRE & CABLE CO	COM	44244K109	3782	272287	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	2757	62114	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	8048	181305	SH	DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	24386	549355	SH	DEFINE
HSN INC	COM	404303109	3803	100000	SH	DEFINE
HUB GROUP INC	CL A	443320106	41299	1146230	SH	DEFINE
HUB GROUP INC	CL A	443320106	739	20520	SH	DEFINE
HUB GROUP INC	CL A	443320106	3030	84100	SH	DEFINE
HUB GROUP INC	CL A	443320106	2127	59037	SH	DEFINE
HUBBELL INC	CL B	443510201	822	10460	SH	DEFINE
HUDBAY MINERALS INC	COM	443628102	54412	4960260	SH	DEFINE
HUDBAY MINERALS INC	COM	443628102	1091	99700	SH	DEFINE
HUDBAY MINERALS INC	COM	443628102	19148	1745790	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	5681	777140	SH	DEFINE
HUDSON CITY BANCORP	COM	443683107	37	5084	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	14683	1781920	SH	DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	12	1430	SH	DEFINE
HUMAN GENOME SCIENCES INC	NOTE	3.000%11/1444903AN8	991	1000000	PRN	DEFINE
HUMANA INC	COM	444859102	18	200	SH	DEFINE
HUMANA INC	COM	444859102	3165	34220	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	1267	23300	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	53963	992510	SH	DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	25	454	SH	DEFINE
HUNTINGTON INGALLS INDS INC	COM	446413106	6707	166666	SH	DEFINE
HUNTINGTON INGALLS INDS INC	COM	446413106	220	5472	SH	DEFINE
HUNTINGTON INGALLS INDS INC	COM	446413106	153770	3821311	SH	DEFINE
HURCO COMPANIES INC	COM	447324104	10707	379000	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	4605	122600	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	560	14900	SH	DEFINE
HURON CONSULTING GROUP INC	COM	447462102	2679	71332	SH	DEFINE
HUTCHINSON TECHNOLOGY INC	NOTE	8.500% 1/1448407AG1	1187	1562000	PRN	DEFINE
HYATT HOTELS CORP	COM CL A	448579102	4266	99850	SH	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	14727	300000	SH	DEFINE
IAC INTERACTIVECORP	COM PAR \$.001	44919P508	11	214	SH	DEFINE
IAMGOLD CORP	COM	450913108	78462	5906980	SH	DEFINE
IAMGOLD CORP	COM	450913108	29	2200	SH	DEFINE
ICICI BK LTD	ADR	45104G104	3048	87400	SH	DEFINE
ICICI BK LTD	ADR	45104G104	1677	48089	SH	DEFINE
ICICI BK LTD	ADR	45104G104	520	14920	SH	DEFINE
ICICI BK LTD	ADR	45104G104	9702	278235	SH	DEFINE
ICICI BK LTD	ADR	45104G104	155706	4465332	SH	DEFINE
ICICI BK LTD	ADR	45104G104	84161	2413573	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	19515	1122860	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	607	34900	SH	DEFINE
ICONIX BRAND GROUP INC	COM	451055107	2805	161400	SH	DEFINE
IDACORP INC	COM	451107106	17805	433000	SH	DEFINE
IDACORP INC	COM	451107106	32896	800000	SH	DEFINE
IDENIX PHARMACEUTICALS INC	COM	45166R204	3779	386000	SH	DEFINE
IDEXX LABS INC	COM	45168D104	2114	24172	SH	DEFINE
II VI INC	COM	902104108	757	32000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2051	35900	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	57120	1000000	SH	DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	2490	43599	SH	DEFINE
ILLUMINA INC	COM	452327109	23264	442200	SH	DEFINE
ILLUMINA INC	COM	452327109	129	2460	SH	DEFINE
ILLUMINA INC	COM	452327109	2	32	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	5929	241200	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	735	29900	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	27	1100	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	3367	137000	SH	DEFINE
IMPAX LABORATORIES INC	COM	45256B101	9572	389438	SH	DEFINE
IMPERIAL OIL LTD	COM NEW	453038408	354	7805	SH	DEFINE

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

IMPERIAL OIL LTD	COM NEW	453038408	21635	476099	SH	DEFINE
IMPERVA INC	COM	45321L100	5873	150000	SH	DEFINE
INCYTE CORP	COM	45337C102	8716	451600	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	243238	4598070	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	8157	154195	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	2275	43000	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	30407	574800	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	2381	45000	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	30	565	SH	DEFINE
INFORMATICA CORP	COM	45666Q102	1058	20000	SH	DEFINE
INFOSYS LTD	SPONSORED ADR	456788108	103	1800	SH	DEFINE
INFOSYS LTD	SPONSORED ADR	456788108	15712	275500	SH	DEFINE
INFOSYS LTD	SPONSORED ADR	456788108	39715	696396	SH	DEFINE
INFOSYS LTD	SPONSORED ADR	456788108	3137	55000	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	6	705	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	11219	1348475	SH	DEFINE
ING GROEP N V	SPONSORED ADR	456837103	3154	379055	SH	DEFINE
INGERSOLL-RAND GLOBAL HLDG C	NOTE 4.500% 4/1	45687AAD4	13928	6000000	PRN	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	45485	1100000	SH	DEFINE
INGERSOLL-RAND PLC	SHS	G47791101	388	9390	SH	DEFINE
INGRAM MICRO INC	CL A	457153104	2970	160000	SH	DEFINE
INSPERITY INC	COM	45778Q107	33916	1106910	SH	DEFINE
INSTEEL INDUSTRIES INC	COM	45774W108	1698	139723	SH	DEFINE
INTEL CORP	COM	458140100	598836	21303311	SH	DEFINE
INTEL CORP	COM	458140100	90622	3223827	SH	DEFINE
INTEL CORP	COM	458140100	1937	68900	SH	DEFINE
INTEL CORP	COM	458140100	36	1290	SH	DEFINE
INTEL CORP	COM	458140100	22279	792555	SH	DEFINE
INTEL CORP	COM	458140100	2021	71879	SH	DEFINE
INTEL CORP	SDCV 2.950%12/1	458140AD2	2426	2100000	PRN	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	36871	268306	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	6782	49350	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	2130	15500	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	29394	213900	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	2199	16000	SH	DEFINE
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1003	7300	SH	DEFINE
INTERMEC INC	COM	458786100	3298	426644	SH	DEFINE
INTERMUNE INC	COM	45884X103	50273	3426880	SH	DEFINE
INTERMUNE INC	COM	45884X103	373	25400	SH	DEFINE
INTERMUNE INC	COM	45884X103	1753	119500	SH	DEFINE
INTERMUNE INC	COM	45884X103	1	50	SH	DEFINE
INTERMUNE INC	NOTE 2.500% 9/1	45884XAE3	9554	11000000	PRN	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	480922	2304920	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	327329	1568793	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	241332	1156635	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	42	200	SH	OTHER
INTERNATIONAL BUSINESS MACHS	COM	459200101	1899	9100	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	73	350	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	4937	23662	SH	DEFINE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1695	8125	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	45298	2697920	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	164	9740	SH	DEFINE
INTERNATIONAL GAME TECHNOLOG	NOTE 3.250% 5/0	459902AQ5	24255	21300000	PRN	DEFINE
INTERNATIONAL SHIPHOLDING CO	COM NEW	460321201	8289	359000	SH	DEFINE
INTERVAL LEISURE GROUP INC	COM	46113M108	1044	60020	SH	DEFINE
INTERXION HOLDING N.V	SHS	N47279109	4444	247600	SH	DEFINE
INTL PAPER CO	COM	460146103	446	12698	SH	DEFINE
INTL PAPER CO	COM	460146103	408253	11631138	SH	DEFINE
INTUIT	COM	461202103	2157	35865	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	181015	334130	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	4355	8039	SH	DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	18	34	SH	DEFINE

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

INVENSENSE INC	COM	46123D205	3716	205300	SH	DEFINE
INVESCO LTD	SHS	G491BT108	10421	390750	SH	DEFINE
INVESCO LTD	SHS	G491BT108	9128	342245	SH	DEFINE
INVESCO LTD	SHS	G491BT108	20	750	SH	DEFINE
INVESCO LTD	SHS	G491BT108	2400	90000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	26483	993000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	2400	90000	SH	DEFINE
INVESCO LTD	SHS	G491BT108	3148	118040	SH	DEFINE
INVESCO LTD	SHS	G491BT108	1093	41000	SH	DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	35656	2981280	SH	DEFINE
ISHARES GOLD TRUST	ISHARES	464285105	2310	141970	SH	DEFINE
ISHARES GOLD TRUST	ISHARES	464285105	194242	11938674	SH	DEFINE
ISHARES INC	MSCI AUSTRALIA	464286103	3111	132315	SH	DEFINE
ISHARES INC	MSCI BRAZIL	464286400	2111	32602	SH	DEFINE
ISHARES INC	MSCI EMU INDEX	464286608	341	10808	SH	DEFINE
ISHARES INC	MSCI CHILE INVES	464286640	207	3034	SH	DEFINE
ISHARES INC	MSCI PAC J IDX	464286665	479	11002	SH	DEFINE
ISHARES INC	MSCI STH AFRCA	464286780	644	9365	SH	DEFINE
ISHARES INC	MSCI GERMAN	464286806	83165	3573924	SH	DEFINE
ISHARES INC	MSCI MEX INVEST	464286822	440	7042	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	32	3150	SH	DEFINE
ISHARES INC	MSCI JAPAN	464286848	32282	3171100	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	1265	40325	SH	DEFINE
ISHARES SILVER TRUST	ISHARES	46428Q109	187	5975	SH	DEFINE
ISHARES TR	DJ SEL DIV INX	464287168	3957	70705	SH	DEFINE
ISHARES TR	BARCLYS TIPS BD	464287176	202	1715	SH	DEFINE
ISHARES TR	BARCLYS TIPS BD	464287176	22948	195057	SH	DEFINE
ISHARES TR	FTSE CHINA25 IDX	464287184	5422	148018	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	110644	783545	SH	DEFINE
ISHARES TR	S&P 500 INDEX	464287200	7300	51698	SH	DEFINE
ISHARES TR	BARCLY USAGG B	464287226	100810	917705	SH	DEFINE
ISHARES TR	BARCLY USAGG B	464287226	22	200	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	79800	1858412	SH	DEFINE
ISHARES TR	MSCI EMERG MKT	464287234	64	1500	SH	OTHER
ISHARES TR	IBOXX INV CPBD	464287242	23394	202192	SH	DEFINE
ISHARES TR	S&P500 GRW	464287309	455	6038	SH	DEFINE
ISHARES TR	S&P NA NAT RES	464287374	348	8824	SH	DEFINE
ISHARES TR	BARCLYS 7-10 YR	464287440	1036	10032	SH	DEFINE
ISHARES TR	BARCLYS 1-3 YR	464287457	754	8940	SH	DEFINE
ISHARES TR	MSCI EAFE INDEX	464287465	46164	840870	SH	DEFINE
ISHARES TR	MSCI EAFE INDEX	464287465	39781	724600	SH	DEFINE
ISHARES TR	MSCI EAFE INDEX	464287465	148824	2734731	SH	DEFINE
ISHARES TR	S&P MIDCAP 400	464287507	597	6021	SH	DEFINE
ISHARES TR	RUSSELL1000GRW	464287614	1667	25224	SH	DEFINE
ISHARES TR	RUSSELL 1000	464287622	1868	23959	SH	DEFINE
ISHARES TR	RUSSELL 2000	464287655	9106	109911	SH	DEFINE
ISHARES TR	RUSSELL 3000	464287689	597	7174	SH	DEFINE
ISHARES TR	DJ US UTILS	464287697	248	2875	SH	DEFINE
ISHARES TR	S&P SMLCAP 600	464287804	348	4565	SH	DEFINE
ISHARES TR	S&P SMLCP VALU	464287879	2271	28932	SH	DEFINE
ISHARES TR	S&P SMLCP GROW	464287887	2719	32894	SH	DEFINE
ISHARES TR	MSCI ACWI INDX	464288257	256	5432	SH	DEFINE
ISHARES TR	MSCI SMALL CAP	464288273	16567	412825	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	20323	223721	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	427	4700	SH	DEFINE
ISHARES TR	HIGH YLD CORP	464288513	26639	293250	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	203	1865	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	100282	921282	SH	DEFINE
ISHARES TR	BARCLYS INTER CR	464288638	414	3800	SH	OTHER
ISHARES TR	BARCLYS INTER CR	464288638	8	78	SH	DEFINE
ISHARES TR	BARCLYS 1-3YR CR	464288646	24043	228788	SH	DEFINE
ISHARES TR	US PFD STK IDX	464288687	25629	656487	SH	DEFINE

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

ISHARES TR	US PFD STK IDX	464288687	78	2000	SH	OTHER
ISHARES TR	US PFD STK IDX	464288687	3693	94600	SH	DEFINE
ISHARES TR	MSCI GRW IDX	464288885	232	3960	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	5854	667470	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	147	16790	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	1434	163460	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	2381	271440	SH	DEFINE
ISTAR FINL INC	FRNT	10/045031UBF7	186380	190184000	PRN	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	1467	76435	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	9603	500400	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	651981	33974974	SH	DEFINE
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	4247	221328	SH	DEFINE
ITRON INC	COM	465741106	854	18815	SH	DEFINE
ITT CORP NEW	COM NEW	450911201	681	29700	SH	DEFINE
ITT CORP NEW	COM NEW	450911201	353	15400	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	43044	2735215	SH	DEFINE
IVANHOE MINES LTD	COM	46579N103	947	60185	SH	DEFINE
IXIA	COM	45071R109	6064	485500	SH	DEFINE
IXIA	COM	45071R109	784	62800	SH	DEFINE
IXIA	COM	45071R109	3438	275300	SH	DEFINE
IXIA	COM	45071R109	4948	396184	SH	DEFINE
JACK IN THE BOX INC	COM	466367109	5916	246800	SH	DEFINE
JACK IN THE BOX INC	COM	466367109	755	31500	SH	DEFINE
JACK IN THE BOX INC	COM	466367109	3442	143600	SH	DEFINE
JACK IN THE BOX INC	COM	466367109	4409	183924	SH	DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	726	16365	SH	DEFINE
JAKKS PAC INC	COM	47012E106	18636	1067960	SH	DEFINE
JAMES RIVER COAL CO	COM NEW	470355207	1261	246300	SH	DEFINE
JAMES RIVER COAL CO	COM NEW	470355207	155	30300	SH	DEFINE
JAMES RIVER COAL CO	COM NEW	470355207	464	90600	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	16344	1834340	SH	DEFINE
JANUS CAP GROUP INC	COM	47102X105	29517	3312810	SH	DEFINE
JARDEN CORP	COM	471109108	66229	1646270	SH	DEFINE
JAZZ PHARMACEUTICALS PLC	SHS USD	G50871105	9439	194731	SH	DEFINE
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	3114	214900	SH	DEFINE
JETBLUE AIRWAYS CORP	COM	477143101	143	29337	SH	DEFINE
JIVE SOFTWARE INC	COM	47760A108	7330	269900	SH	DEFINE
JIVE SOFTWARE INC	COM	47760A108	228	8400	SH	DEFINE
JIVE SOFTWARE INC	COM	47760A108	826	30400	SH	DEFINE
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	740	45700	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	352001	5336586	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	1081076	16389871	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	115629	1753017	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	66	1000	SH	OTHER
JOHNSON & JOHNSON	COM	478160104	60	910	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	29721	450593	SH	DEFINE
JOHNSON & JOHNSON	COM	478160104	1687	25580	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	95346	2935532	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	143096	4405650	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	23495	723360	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	10	300	SH	OTHER
JOHNSON CTLS INC	COM	478366107	2144	66000	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	30	930	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	27	846	SH	DEFINE
JONES LANG LASALLE INC	COM	48020Q107	31060	372825	SH	DEFINE
JOY GLOBAL INC	COM	481165108	13586	184837	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	873481	18996963	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	54692	1189483	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	18	400	SH	OTHER
JPMORGAN CHASE & CO	COM	46625H100	1862	40500	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	12252	266473	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	2699	58710	SH	DEFINE

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

JPMORGAN CHASE & CO	COM	46625H100	45133	981570	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	717	15590	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	24753	538280	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	4205	91450	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	8520	185289	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	284530	6188130	SH	DEFINE
JPMORGAN CHASE & CO	COM	46625H100	72629	1579570	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	4805	210000	SH	DEFINE
JUNIPER NETWORKS INC	COM	48203R104	19	811	SH	DEFINE
JUST ENERGY GROUP INC	COM	48213W101	7	500	SH	DEFINE
JUST ENERGY GROUP INC	COM	48213W101	24042	1737493	SH	DEFINE
KAISER ALUMINUM CORP	COM PAR \$0.01	483007704	35606	753400	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	133671	1864573	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	67	935	SH	DEFINE
KANSAS CITY SOUTHERN	COM NEW	485170302	31	427	SH	DEFINE
KAYDON CORP	COM	486587108	37107	1454600	SH	DEFINE
KAYDON CORP	COM	486587108	3120	122300	SH	DEFINE
KAYDON CORP	COM	486587108	383	15000	SH	DEFINE
KAYDON CORP	COM	486587108	1720	67421	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1936	52760	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	7252	197611	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	767	20891	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	12234	333361	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	243	6618	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	89419	2436489	SH	DEFINE
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	183434	4998195	SH	DEFINE
KELLOGG CO	COM	487836108	31576	588778	SH	DEFINE
KELLOGG CO	COM	487836108	5805	108243	SH	DEFINE
KELLOGG CO	COM	487836108	1046	19500	SH	DEFINE
KELLOGG CO	COM	487836108	413	7703	SH	DEFINE
KELLY SVCS INC	CL A	488152208	36574	2287300	SH	DEFINE
KENNAMETAL INC	COM	489170100	64407	1446380	SH	DEFINE
KEY ENERGY SVCS INC	COM	492914106	80578	5215390	SH	DEFINE
KEY ENERGY SVCS INC	COM	492914106	609	39400	SH	DEFINE
KEY ENERGY SVCS INC	COM	492914106	2608	168800	SH	DEFINE
KEY ENERGY SVCS INC	COM	492914106	12	793	SH	DEFINE
KEYCORP NEW	COM	493267108	26014	3060500	SH	DEFINE
KEYW HLDG CORP	COM	493723100	2540	327717	SH	DEFINE
KEYW HLDG CORP	COM	493723100	319	41187	SH	DEFINE
KEYW HLDG CORP	COM	493723100	1565	201900	SH	DEFINE
KID BRANDS INC	COM	49375T100	2323	860200	SH	DEFINE
KILROY RLTY CORP	COM	49427F108	13284	285010	SH	DEFINE
KIMBALL INTL INC	CL B	494274103	328	47500	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	4887	66145	SH	DEFINE
KIMBERLY CLARK CORP	COM	494368103	3124	42275	SH	DEFINE
KIMCO RLTY CORP	COM	49446R109	13377	694534	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	18452	222985	SH	DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	50	600	SH	OTHER
KINDER MORGAN INC DEL	COM	49456B101	77300	2000000	SH	DEFINE
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	297	3975	SH	DEFINE
KINGSWAY FINL SVCS INC	COM	496904103	357	462700	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	71337	7296850	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	73	7502	SH	DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	19	1900	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	1619	109200	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	30	2000	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	51369	3463844	SH	DEFINE
KKR & CO L P DEL	COM UNITS	48248M102	17129	1155000	SH	DEFINE
KODIAK OIL & GAS CORP	COM	50015Q100	17509	1757950	SH	DEFINE
KODIAK OIL & GAS CORP	COM	50015Q100	844	84780	SH	DEFINE
KODIAK OIL & GAS CORP	COM	50015Q100	2633	264400	SH	DEFINE
KODIAK OIL & GAS CORP	COM	50015Q100	4119	413591	SH	DEFINE

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

KOHLBERG CAPITAL CORP	COM	500233101	5210	753916	SH	DEFINE
KOHLBERG CAPITAL CORP	COM	500233101	661	95598	SH	DEFINE
KOHL'S CORP	COM	500255104	17971	359210	SH	DEFINE
KOHL'S CORP	COM	500255104	4	86	SH	DEFINE
KOHL'S CORP	COM	500255104	346987	6935583	SH	DEFINE
KOHL'S CORP	COM	500255104	36	720	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	106	5200	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	8567	420996	SH	DEFINE
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	10287	505514	SH	DEFINE
KOSMOS ENERGY LTD	SHS	G5315B107	6592	497900	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	977	25700	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	8929	234924	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	946134	24891697	SH	DEFINE
KRAFT FOODS INC	CL A	50075N104	20254	532865	SH	DEFINE
KROGER CO	COM	501044101	326045	13456233	SH	DEFINE
K-SWISS INC	CL A	482686102	5303	1293330	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	6060	442660	SH	DEFINE
KT CORP	SPONSORED ADR	48268K101	2737	200000	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	955	13500	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	205	2900	SH	DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2493	35225	SH	DEFINE
LA Z BOY INC	COM	505336107	60119	4018672	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2124	23200	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	13404	146432	SH	DEFINE
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1703	18600	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	72092	1615681	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	23	510	SH	DEFINE
LAM RESEARCH CORP	COM	512807108	15	328	SH	DEFINE
LAN AIRLINES S A	SPONSORED ADR	501723100	8756	301000	SH	DEFINE
LANCASTER COLONY CORP	COM	513847103	44825	674462	SH	DEFINE
LANCASTER COLONY CORP	COM	513847103	66	1000	SH	DEFINE
LAS VEGAS SANDS CORP	COM	517834107	44288	769280	SH	DEFINE
LAS VEGAS SANDS CORP	COM	517834107	132	2290	SH	DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	7208	256140	SH	DEFINE
LATTICE SEMICONDUCTOR CORP	COM	518415104	322	50000	SH	DEFINE
LATTICE SEMICONDUCTOR CORP	COM	518415104	1700	264362	SH	DEFINE
LAUDER ESTEE COS INC	CL A	518439104	3956	63861	SH	DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	601	27000	SH	DEFINE
LAZARD LTD	SHS A	G54050102	30957	1083921	SH	DEFINE
LAZARD LTD	SHS A	G54050102	5425	189940	SH	DEFINE
LAZARD LTD	SHS A	G54050102	1	51	SH	DEFINE
LCNB CORP	COM	50181P100	633	48700	SH	DEFINE
LEAPFROG ENTERPRISES INC	CL A	52186N106	34459	4121930	SH	DEFINE
LEE ENTERPRISES INC	COM	523768109	2028	1596816	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	43554	1892834	SH	DEFINE
LEGGETT & PLATT INC	COM	524660107	51	2200	SH	DEFINE
LENNAR CORP	CL B	526057302	10728	480000	SH	DEFINE
LEUCADIA NATL CORP	NOTE 3.750% 4/15	27288AX2	4554	3600000	PRN	DEFINE
LEXICON PHARMACEUTICALS INC	COM	528872104	4792	2576195	SH	DEFINE
LIBERTY GLOBAL INC	COM SER A	530555101	346	6916	SH	DEFINE
LIBERTY MEDIA CORP	DEB 3.500% 1/15	30715AN1	4875	8000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	30715AR2	8775	10000000	PRN	DEFINE
LIBERTY MEDIA CORP	DEB 3.250% 3/15	30715AR2	1	1000	PRN	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	4891	136940	SH	DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	46	1300	SH	OTHER
LIBERTY PPTY TR	SH BEN INT	531172104	4352	121840	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	13694	280500	SH	DEFINE
LIFE TECHNOLOGIES CORP	COM	53217V109	949	19435	SH	DEFINE
LIFEPOINT HOSPITALS INC	COM	53219L109	635	16100	SH	DEFINE
LILLY ELI & CO	COM	532457108	20135	500000	SH	DEFINE
LILLY ELI & CO	COM	532457108	5272	130920	SH	DEFINE
LILLY ELI & CO	COM	532457108	579075	14379795	SH	DEFINE

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

LILLY ELI & CO	COM	532457108	1242	30832	SH	DEFINE
LIMITED BRANDS INC	COM	532716107	27326	569300	SH	DEFINE
LINCOLN ELEC HLDGS INC	COM	533900106	66252	1461880	SH	DEFINE
LINCOLN NATL CORP IND	COM	534187109	2883	109370	SH	DEFINE
LINN ENERGY LLC	UNIT LTD LIAB	536020100	2525	66195	SH	DEFINE
LINN ENERGY LLC	UNIT LTD LIAB	536020100	38	1000	SH	OTHER
LIONBRIDGE TECHNOLOGIES INC	COM	536252109	6939	2409353	SH	DEFINE
LIVE NATION ENTERTAINMENT IN	COM	538034109	832	88491	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	4496	336520	SH	DEFINE
LIZ CLAIBORNE INC	COM	539320101	777	58150	SH	DEFINE
LLOYDS BANKING GROUP PLC	SPONSORED ADR	539439109	693	326872	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	44930	500000	SH	DEFINE
LOCKHEED MARTIN CORP	COM	539830109	3152	35074	SH	DEFINE
LOEWS CORP	COM	540424108	530	13300	SH	DEFINE
LOGITECH INTL S A	SHS	H50430232	1170	150000	SH	DEFINE
LORILLARD INC	COM	544147101	434	3350	SH	DEFINE
LORILLARD INC	COM	544147101	695254	5369587	SH	DEFINE
LOWES COS INC	COM	548661107	35262	1123700	SH	DEFINE
LOWES COS INC	COM	548661107	4196	133716	SH	DEFINE
LOWES COS INC	COM	548661107	1045	33300	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	49044	656720	SH	DEFINE
LULULEMON ATHLETICA INC	COM	550021109	1552	20780	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	2286	63375	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	11	300	SH	OTHER
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	2056	57000	SH	DEFINE
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	1050	29100	SH	DEFINE
LYDALL INC DEL	COM	550819106	5268	517000	SH	DEFINE
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	373238	8550700	SH	DEFINE
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	166	3800	SH	DEFINE
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	19	440	SH	DEFINE
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	1128	25838	SH	DEFINE
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	34068	780470	SH	DEFINE
M & T BK CORP	COM	55261F104	365548	4207500	SH	DEFINE
M & T BK CORP	COM	55261F104	946	10886	SH	DEFINE
M D C HLDGS INC	COM	552676108	20483	794221	SH	DEFINE
M/I HOMES INC	COM	55305B101	16505	1335366	SH	DEFINE
MA COM TECHNOLOGY SOLUTIONS	COM	55405Y100	2837	136800	SH	DEFINE
MA COM TECHNOLOGY SOLUTIONS	COM	55405Y100	147	7100	SH	DEFINE
MA COM TECHNOLOGY SOLUTIONS	COM	55405Y100	645	31100	SH	DEFINE
MACERICH CO	COM	554382101	17386	301063	SH	DEFINE
MACYS INC	COM	55616P104	282	7100	SH	DEFINE
MACYS INC	COM	55616P104	9330	234823	SH	DEFINE
MACYS INC	COM	55616P104	2348	59110	SH	DEFINE
MACYS INC	COM	55616P104	13625	342940	SH	DEFINE
MACYS INC	COM	55616P104	21358	537590	SH	DEFINE
MACYS INC	COM	55616P104	17465	439590	SH	DEFINE
MAG SILVER CORP	COM	55903Q104	17723	1750000	SH	DEFINE
MAGELLAN MIDSTREAM PRTRNS LP	COM UNIT RP LP	559080106	840	11616	SH	DEFINE
MAGNA INTL INC	COM	559222401	5	100	SH	DEFINE
MAGNA INTL INC	COM	559222401	16925	354899	SH	DEFINE
MAIDEN HOLDINGS LTD	SHS	G5753U112	3626	402850	SH	DEFINE
MAIDENFORM BRANDS INC	COM	560305104	14850	659700	SH	DEFINE
MANITOWOC INC	COM	563571108	12160	877320	SH	DEFINE
MANITOWOC INC	COM	563571108	401	28940	SH	DEFINE
MANITOWOC INC	COM	563571108	1860	134200	SH	DEFINE
MANNING & NAPIER INC	CL A	56382Q102	3174	215900	SH	DEFINE
MANNING & NAPIER INC	CL A	56382Q102	410	27900	SH	DEFINE
MANNING & NAPIER INC	CL A	56382Q102	1835	124800	SH	DEFINE
MANPOWERGROUP INC	COM	56418H100	417	8800	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	10057	742200	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	3662	270866	SH	DEFINE
MANULIFE FINL CORP	COM	56501R106	186	13700	SH	DEFINE

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

MANULIFE FINL CORP	COM	56501R106	61433	4534964	SH	DEFINE
MARATHON OIL CORP	COM	565849106	22752	717720	SH	DEFINE
MARATHON OIL CORP	COM	565849106	1922	60645	SH	DEFINE
MARATHON OIL CORP	COM	565849106	782902	24697209	SH	DEFINE
MARATHON PETE CORP	COM	56585A102	25265	582689	SH	DEFINE
MARATHON PETE CORP	COM	56585A102	1287	29693	SH	DEFINE
MARATHON PETE CORP	COM	56585A102	319227	7362249	SH	DEFINE
MARKEL CORP	COM	570535104	8716	19414	SH	DEFINE
MARKEL CORP	COM	570535104	1661	3700	SH	DEFINE
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	481	9700	SH	DEFINE
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	333	6300	SH	DEFINE
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	1598	27337	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	48448	1280000	SH	DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	76	2008	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	1016	31000	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	19674	600000	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	393	11990	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	185	5650	SH	DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	887	27055	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	5279	239191	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	684	30981	SH	DEFINE
MARTEN TRANS LTD	COM	573075108	3074	139300	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	19267	225000	SH	DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	647	7561	SH	DEFINE
MASCO CORP	COM	574599106	1444	108000	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	259087	616080	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	23203	55174	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	2313	5500	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	29	70	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	3428	8151	SH	DEFINE
MASTERCARD INC	CL A	57636Q104	37	88	SH	DEFINE
MATTEL INC	COM	577081102	2619	77804	SH	DEFINE
MATTEL INC	COM	577081102	151786	4509382	SH	DEFINE
MATTEL INC	COM	577081102	30	900	SH	DEFINE
MATTHEWS INTL CORP	CL A	577128101	20048	633640	SH	DEFINE
MATRESS FIRM HLDG CORP	COM	57722W106	4127	108900	SH	DEFINE
MATRESS FIRM HLDG CORP	COM	57722W106	515	13600	SH	DEFINE
MATRESS FIRM HLDG CORP	COM	57722W106	2429	64100	SH	DEFINE
MAXIM INTEGRATED PRODS INC	COM	57772K101	4317	150990	SH	DEFINE
MB FINANCIAL INC NEW	COM	55264U108	4779	227700	SH	DEFINE
MB FINANCIAL INC NEW	COM	55264U108	609	29000	SH	DEFINE
MB FINANCIAL INC NEW	COM	55264U108	2829	134800	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	174774	3210987	SH	DEFINE
MCCORMICK & CO INC	COM NON VTG	579780206	494	9084	SH	DEFINE
MCDONALDS CORP	COM	580135101	238206	2428199	SH	DEFINE
MCDONALDS CORP	COM	580135101	52018	530256	SH	DEFINE
MCDONALDS CORP	COM	580135101	22833	232753	SH	DEFINE
MCGRAW HILL COS INC	COM	580645109	4790	98818	SH	DEFINE
MCKESSON CORP	COM	58155Q103	59705	680240	SH	DEFINE
MCKESSON CORP	COM	58155Q103	703	8007	SH	DEFINE
MCKESSON CORP	COM	58155Q103	21	238	SH	DEFINE
MDU RES GROUP INC	COM	552690109	67911	3033100	SH	DEFINE
MDU RES GROUP INC	COM	552690109	120	5350	SH	DEFINE
MDU RES GROUP INC	COM	552690109	16	700	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	198511	2406780	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	44926	544693	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	41	500	SH	OTHER
MEAD JOHNSON NUTRITION CO	COM	582839106	2334	28300	SH	DEFINE
MEAD JOHNSON NUTRITION CO	COM	582839106	35	425	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	12083	382500	SH	DEFINE
MEADWESTVACO CORP	COM	583334107	190916	6043562	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	2715	302305	SH	DEFINE

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

MEDCO HEALTH SOLUTIONS INC	COM	58405U102	38765	551420	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	20617	293271	SH	DEFINE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1116801	15886212	SH	DEFINE
MEDIVATION INC	COM	58501N101	12964	173500	SH	DEFINE
MEDIVATION INC	COM	58501N101	75	1000	SH	DEFINE
MEDTRONIC INC	COM	585055106	280506	7157600	SH	DEFINE
MEDTRONIC INC	COM	585055106	19117	487793	SH	DEFINE
MEDTRONIC INC	COM	585055106	2665	68001	SH	DEFINE
MEDTRONIC INC	COM	585055106	689248	17587338	SH	DEFINE
MEDTRONIC INC	COM	585055106	8209	209470	SH	DEFINE
MEDTRONIC INC	COM	585055106	6006	153250	SH	DEFINE
MEDTRONIC INC	COM	585055106	36143	922260	SH	DEFINE
MEDTRONIC INC	COM	585055106	34767	887090	SH	DEFINE
MEDTRONIC INC	COM	585055106	1741	44430	SH	DEFINE
MEDTRONIC INC	COM	585055106	11786	300730	SH	DEFINE
MEDTRONIC INC	COM	585055106	363749	9281680	SH	DEFINE
MEDTRONIC INC	COM	585055106	59630	1521560	SH	DEFINE
MENS WEARHOUSE INC	COM	587118100	75424	1945427	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	9779	100000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	10727	109694	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	1809	18500	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	76897	786350	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	2151	22000	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	949	9700	SH	DEFINE
MERCADOLIBRE INC	COM	58733R102	1076	11000	SH	DEFINE
MERCER INTL INC	COM	588056101	2421	303030	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	4531	118000	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	1563277	40710338	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	81912	2133122	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	92	2400	SH	OTHER
MERCK & CO INC NEW	COM	58933Y105	1177795	30671741	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	10096	262907	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	6355	165507	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	38262	996396	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	43648	1136549	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	3600	93739	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	15572	405510	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	540885	14085543	SH	DEFINE
MERCK & CO INC NEW	COM	58933Y105	90586	2359005	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	20484	468309	SH	DEFINE
MERCURY GENL CORP NEW	COM	589400100	87	2000	SH	DEFINE
METHANEX CORP	COM	59151K108	311	9600	SH	DEFINE
METHANEX CORP	COM	59151K108	94786	2910394	SH	DEFINE
METLIFE INC	COM	59156R108	25088	671700	SH	DEFINE
METLIFE INC	COM	59156R108	4295	115000	SH	DEFINE
METLIFE INC	COM	59156R108	327	8757	SH	DEFINE
METLIFE INC	COM	59156R108	397825	10651255	SH	DEFINE
METLIFE INC	COM	59156R108	179	4805	SH	DEFINE
METLIFE INC	COM	59156R108	723	19366	SH	DEFINE
METLIFE INC	UNIT 99/99/9999	59156R116	359463	5082900	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	147679	799344	SH	DEFINE
METTLER TOLEDO INTERNATIONAL	COM	592688105	5314	28761	SH	DEFINE
MGM RESORTS INTERNATIONAL	NOTE 4.250% 4/155303QAE0		13796	13000000	PRN	DEFINE
MI DEVELOPMENTS INC	COM	55304X104	15229	439600	SH	DEFINE
MICHAEL KORS HLDGS LTD	SHS	G60754101	26275	563970	SH	DEFINE
MICHAEL KORS HLDGS LTD	SHS	G60754101	25	540	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	76749	2063140	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	31523	847396	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	45	1200	SH	OTHER
MICROCHIP TECHNOLOGY INC	COM	595017104	287	7725	SH	DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	1596	42897	SH	DEFINE
MICRON TECHNOLOGY INC	DEBT 1.875% 6/0595112AK9		20000	20000000	PRN	DEFINE

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

MICROSEMI CORP	COM	595137100	4398	205116	SH	DEFINE
MICROSOFT CORP	COM	594918104	6102	189200	SH	DEFINE
MICROSOFT CORP	COM	594918104	86947	2696027	SH	DEFINE
MICROSOFT CORP	COM	594918104	51283	1590184	SH	DEFINE
MICROSOFT CORP	COM	594918104	1148850	35623225	SH	DEFINE
MICROSOFT CORP	COM	594918104	13346	413841	SH	DEFINE
MICROSOFT CORP	COM	594918104	9509	294866	SH	DEFINE
MICROSOFT CORP	COM	594918104	78381	2430428	SH	DEFINE
MICROSOFT CORP	COM	594918104	927	28750	SH	DEFINE
MICROSOFT CORP	COM	594918104	30308	939708	SH	DEFINE
MICROSOFT CORP	COM	594918104	4112	127497	SH	DEFINE
MICROSOFT CORP	COM	594918104	20501	635680	SH	DEFINE
MICROSOFT CORP	COM	594918104	956430	29656759	SH	DEFINE
MICROSOFT CORP	COM	594918104	95755	2969149	SH	DEFINE
MIDSOUTH BANCORP INC	COM	598039105	3060	225000	SH	DEFINE
MIDWAY GOLD CORP	COM	598153104	6528	4564700	SH	DEFINE
MILLER INDS INC TENN	COM NEW	600551204	6007	355000	SH	DEFINE
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	553	16785	SH	DEFINE
MINE SAFETY APPLIANCES CO	COM	602720104	49605	1207510	SH	DEFINE
MINEFINDERS CORP LTD	COM	602900102	43944	3161457	SH	DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	3426	52374	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	0	40	SH	DEFINE
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	725	145600	SH	DEFINE
MOBILE MINI INC	COM	60740F105	6604	312710	SH	DEFINE
MOBILE MINI INC	COM	60740F105	775	36700	SH	DEFINE
MOBILE MINI INC	COM	60740F105	3487	165100	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	291	15875	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	769	41910	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	2333	127225	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	18874	1029090	SH	DEFINE
MOLEX INC	COM	608554101	2010	71483	SH	DEFINE
MOLEX INC	CL A	608554200	3121	133100	SH	DEFINE
MOLSON COORS BREWING CO	CL B	60871R209	643	14220	SH	DEFINE
MOLYCOP INC DEL	COM	608753109	3	7100	SH	DEFINE
MOLYCOP INC DEL	COM	608753109	116	3420	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	10768	135000	SH	DEFINE
MONSANTO CO NEW	COM	61166W101	3329	41736	SH	DEFINE
MONSTER BEVERAGE CORP	COM	611740101	180067	2900090	SH	DEFINE
MONSTER BEVERAGE CORP	COM	611740101	28239	454810	SH	DEFINE
MONSTER BEVERAGE CORP	COM	611740101	24	379	SH	DEFINE
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	45849	2373140	SH	DEFINE
MOODYS CORP	COM	615369105	6315	150000	SH	DEFINE
MOODYS CORP	COM	615369105	142	3364	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	393	20000	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	5376	273727	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	7497	381707	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1984	101000	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	484804	24684488	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	4520	230160	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	3784	192670	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	43652	2222610	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	296	15060	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	25161	1280988	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	1570	79931	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	6214	316420	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	367804	18727275	SH	DEFINE
MORGAN STANLEY	COM NEW	617446448	25497	1298210	SH	DEFINE
MOSAIC CO NEW	COM	61945C103	2052	37106	SH	DEFINE
MOTOROLA MOBILITY HLDGS INC	COM	620097105	102	2610	SH	DEFINE
MOTOROLA MOBILITY HLDGS INC	COM	620097105	281673	7178198	SH	DEFINE
MOTOROLA SOLUTIONS INC	COM NEW	620076307	1779	35000	SH	DEFINE
MOTOROLA SOLUTIONS INC	COM NEW	620076307	61	1209	SH	DEFINE

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

MOVADO GROUP INC	COM		624580106	3118	127000	SH	DEFINE
MUELLER INDS INC	COM		624756102	83555	1838400	SH	DEFINE
MUELLER INDS INC	COM		624756102	455	10000	SH	DEFINE
MULTI FINELINE ELECTRONIX IN	COM		62541B101	27947	1018100	SH	DEFINE
MURPHY OIL CORP	COM		626717102	383	6815	SH	DEFINE
MURPHY OIL CORP	COM		626717102	293897	5222980	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM		55402X105	3705	42100	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM		55402X105	440	5000	SH	DEFINE
MWI VETERINARY SUPPLY INC	COM		55402X105	2147	24400	SH	DEFINE
MYLAN INC	COM		628530107	15117	644634	SH	DEFINE
MYLAN INC	NOTE	3.750% 9/1	628530AJ6	19714	10500000	PRN	DEFINE
NASDAQ OMX GROUP INC	COM		631103108	130	5000	SH	DEFINE
NASDAQ OMX GROUP INC	COM		631103108	579	22341	SH	SOLE
NATIONAL FUEL GAS CO N J	COM		636180101	308	6400	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW		636274300	3420	67750	SH	DEFINE
NATIONAL GRID PLC	SPON ADR NEW		636274300	8	152	SH	DEFINE
NATIONAL INSTRS CORP	COM		636518102	34772	1219230	SH	DEFINE
NATIONAL INSTRS CORP	COM		636518102	486	17037	SH	DEFINE
NATIONAL INSTRS CORP	COM		636518102	1182	41450	SH	DEFINE
NATIONAL INSTRS CORP	COM		636518102	2232	78263	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM		637071101	64501	811640	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM		637071101	26749	336588	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM		637071101	2428	30550	SH	DEFINE
NATIONAL OILWELL VARCO INC	COM		637071101	13939	175402	SH	DEFINE
NATIONAL PRESTO INDS INC	COM		637215104	379	5000	SH	DEFINE
NATIONAL WESTN LIFE INS CO	CL A		638522102	21899	160000	SH	DEFINE
NATIONSTAR MTG HLDGS INC	COM		63861C109	2148	149600	SH	DEFINE
NATIONSTAR MTG HLDGS INC	COM		63861C109	263	18300	SH	DEFINE
NATIONSTAR MTG HLDGS INC	COM		63861C109	1179	82100	SH	DEFINE
NATURAL GAS SERVICES GROUP	COM		63886Q109	3938	298300	SH	DEFINE
NAUTILUS INC	COM		63910B102	224	80000	SH	DEFINE
NAVIGANT CONSULTING INC	COM		63935N107	1310	94210	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	3867	95609	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	11441	282840	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	3513	86857	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	8963	221583	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	8186	202339	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	390	9632	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	5479	135440	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	150021	3708807	SH	DEFINE
NAVISTAR INTL CORP NEW	COM		63934E108	15131	374076	SH	DEFINE
NEKTAR THERAPEUTICS	COM		640268108	9528	1203000	SH	DEFINE
NEOGEN CORP	COM		640491106	3833	98100	SH	DEFINE
NEOGEN CORP	COM		640491106	477	12200	SH	DEFINE
NEOGEN CORP	COM		640491106	2250	57600	SH	DEFINE
NETAPP INC	COM		64110D104	30223	675060	SH	DEFINE
NETAPP INC	COM		64110D104	11468	256151	SH	DEFINE
NETAPP INC	COM		64110D104	28	620	SH	DEFINE
NETAPP INC	COM		64110D104	3	71	SH	DEFINE
NETAPP INC	NOTE	1.750% 6/0	64110DAB0	24830	17080000	PRN	DEFINE
NETFLIX INC	COM		64110L106	18539	161150	SH	DEFINE
NETFLIX INC	COM		64110L106	63	545	SH	DEFINE
NETSPEND HLDGS INC	COM		64118V106	1502	193500	SH	DEFINE
NETSPEND HLDGS INC	COM		64118V106	195	25100	SH	DEFINE
NETSPEND HLDGS INC	COM		64118V106	706	91000	SH	DEFINE
NETSUITE INC	COM		64118Q107	11718	233000	SH	DEFINE
NEUROCRINE BIOSCIENCES INC	COM		64125C109	7108	891800	SH	DEFINE
NEVSUN RESOURCES LTD	COM		64156L101	106993	28995640	SH	DEFINE
NEW GOLD INC CDA	COM		644535106	17897	1812000	SH	DEFINE
NEW JERSEY RES	COM		646025106	248	5575	SH	DEFINE
NEW ORIENTAL ED & TECH GRP I	SPON ADR		647581107	5805	211399	SH	DEFINE
NEW YORK TIMES CO	CL A		650111107	863	127150	SH	DEFINE

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

NEWMONT MINING CORP	COM	651639106	166942	3256133	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	1676	32686	SH	DEFINE
NEWMONT MINING CORP	COM	651639106	2116	41270	SH	DEFINE
NEWS CORP	CL A	65248E104	4242	215454	SH	DEFINE
NEWS CORP	CL A	65248E104	391	19868	SH	DEFINE
NEWS CORP	CL A	65248E104	306189	15550456	SH	DEFINE
NEWS CORP	CL A	65248E104	8939	453977	SH	DEFINE
NEWS CORP	CL A	65248E104	30469	1547430	SH	DEFINE
NEWS CORP	CL A	65248E104	787	39960	SH	DEFINE
NEWS CORP	CL A	65248E104	5203	264191	SH	DEFINE
NEWS CORP	CL A	65248E104	604	30687	SH	DEFINE
NEWS CORP	CL A	65248E104	424	21530	SH	DEFINE
NEWS CORP	CL A	65248E104	509764	25889501	SH	DEFINE
NEWS CORP	CL A	65248E104	53975	2741261	SH	DEFINE
NEWS CORP	CL B	65248E203	176	8800	SH	DEFINE
NEWS CORP	CL B	65248E203	208325	10426687	SH	DEFINE
NEWS CORP	CL B	65248E203	4274	213891	SH	DEFINE
NEWS CORP	CL B	65248E203	1330	66576	SH	DEFINE
NEXEN INC	COM	65334H102	3	185	SH	DEFINE
NEXEN INC	COM	65334H102	7014	382477	SH	DEFINE
NEXTERA ENERGY INC	COM	65339F101	759836	12440011	SH	DEFINE
NEXTERA ENERGY INC	COM	65339F101	20064	328493	SH	DEFINE
NEXTERA ENERGY INC	COM	65339F101	2828	46300	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	10964	598798	SH	DEFINE
NII HLDGS INC	CL B NEW	62913F201	51	2800	SH	DEFINE
NIKE INC	CL B	654106103	164948	1521100	SH	DEFINE
NIKE INC	CL B	654106103	188659	1739750	SH	DEFINE
NIKE INC	CL B	654106103	102970	949561	SH	DEFINE
NIKE INC	CL B	654106103	43	400	SH	OTHER
NIKE INC	CL B	654106103	2115	19500	SH	DEFINE
NIKE INC	CL B	654106103	22	200	SH	DEFINE
NIKE INC	CL B	654106103	1037	9565	SH	DEFINE
NISOURCE INC	COM	65473P105	34090	1400000	SH	DEFINE
NISOURCE INC	COM	65473P105	75	3100	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	25109	670100	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	18525	494390	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	398	10630	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	9851	262910	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	4111	109720	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	36231	966940	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	28893	771019	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	1643	43840	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	11339	302620	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	390098	10410945	SH	DEFINE
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	53449	1426440	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	48166	492600	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	233	2388	SH	DEFINE
NOKIA CORP	SPONSORED ADR	654902204	105	19138	SH	DEFINE
NOMURA HLDGS INC	SPONSORED ADR	65535H208	4148	940560	SH	DEFINE
NORDSON CORP	COM	655663102	40098	735600	SH	DEFINE
NORDSTROM INC	COM	655664100	5182	93000	SH	DEFINE
NORDSTROM INC	COM	655664100	24829	445600	SH	DEFINE
NORDSTROM INC	COM	655664100	2079	37318	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	12936	196500	SH	DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	7838	119064	SH	DEFINE
NORTH AMERN PALLADIUM LTD	COM	656912102	13317	5082800	SH	DEFINE
NORTH AMERN PALLADIUM LTD	COM	656912102	1	18800	SH	DEFINE
NORTH AMERN PALLADIUM LTD	COM	656912102	5	2000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	31355	844700	SH	DEFINE
NORTHEAST UTILS	COM	664397106	55680	1500000	SH	DEFINE
NORTHEAST UTILS	COM	664397106	111	3000	SH	DEFINE
NORTHERN TR CORP	COM	665859104	3340	70400	SH	DEFINE

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

NORTHERN TR CORP	COM	665859104	9640	203160	SH	DEFINE
NORTHERN TR CORP	COM	665859104	436	9186	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	61080	1000000	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	4190	68595	SH	DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	3012	49315	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	2135	168100	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	262	20600	SH	DEFINE
NORTHWEST BANCSHARES INC MD	COM	667340103	1210	95300	SH	DEFINE
NORTHWEST PIPE CO	COM	667746101	3940	185500	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	3358	60604	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	316	5700	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	173112	3124195	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	410	7393	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	5485	98994	SH	DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	6735	121550	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	18128	130690	SH	DEFINE
NOVO-NORDISK A S	ADR	670100205	15511	111823	SH	DEFINE
NPS PHARMACEUTICALS INC	COM	62936P103	2922	427200	SH	DEFINE
NRG ENERGY INC	COM NEW	629377508	323965	20674242	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	141555	5533810	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	91946	3594438	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	51	2000	SH	OTHER
NUANCE COMMUNICATIONS INC	COM	67020Y100	3215	125700	SH	DEFINE
NUANCE COMMUNICATIONS INC	COM	67020Y100	21	808	SH	DEFINE
NUANCE COMMUNICATIONS INC	DBCV	2.750% 8/167020YAB6	7292	4990000	PRN	DEFINE
NUCOR CORP	COM	670346105	71373	1661769	SH	DEFINE
NUCOR CORP	COM	670346105	14105	328400	SH	DEFINE
NUCOR CORP	COM	670346105	12425	289291	SH	DEFINE
NUCOR CORP	COM	670346105	13	300	SH	OTHER
NUCOR CORP	COM	670346105	129	3000	SH	DEFINE
NUVASIVE INC	NOTE	2.750% 7/0670704AC9	21438	25000000	PRN	DEFINE
NUVEEN NY AMT-FREE MUN INCOM	COM	670656107	559	38600	SH	DEFINE
NV ENERGY INC	COM	67073Y106	79317	4920418	SH	DEFINE
NV ENERGY INC	COM	67073Y106	94786	5880000	SH	DEFINE
NXP SEMICONDUCTORS N V	COM	N6596X109	47701	1792600	SH	DEFINE
NYSE EURONEXT	COM	629491101	845	28162	SH	DEFINE
NYSE EURONEXT	COM	629491101	320743	10687856	SH	DEFINE
NYSE EURONEXT	COM	629491101	877	29223	SH	DEFINE
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	304	3325	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	3571	37500	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	90362	948880	SH	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	5771	60599	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	17662	327740	SH	DEFINE
OCEANEERING INTL INC	COM	675232102	6	114	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	352	102000	SH	DEFINE
OFFICE DEPOT INC	COM	676220106	1380	400000	SH	DEFINE
OIL STS INTL INC	COM	678026105	72393	927400	SH	DEFINE
OIL STS INTL INC	COM	678026105	57267	733630	SH	DEFINE
OLD REP INTL CORP	COM	680223104	144872	13731962	SH	DEFINE
OLD REP INTL CORP	COM	680223104	8518	807381	SH	DEFINE
OMEGA PROTEIN CORP	COM	68210P107	5555	730000	SH	DEFINE
OMNICARE INC	NOTE	3.750%12/1681904AN8	21863	15000000	PRN	DEFINE
OMNICOM GROUP INC	COM	681919106	4260	84110	SH	DEFINE
ON SEMICONDUCTOR CORP	COM	682189105	4505	500000	SH	DEFINE
ONCOGENEX PHARMACEUTICALS IN	COM	68230A106	1329	100000	SH	DEFINE
ONCOLYTICS BIOTECH INC	COM	682310107	8951	2120350	SH	DEFINE
ONEOK INC NEW	COM	682680103	302	3700	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	2088	38200	SH	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	10	180	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	4	100	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	6373	169140	SH	DEFINE
ONYX PHARMACEUTICALS INC	COM	683399109	361	9590	SH	DEFINE

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

ONYX PHARMACEUTICALS INC	COM	683399109	5639	149650	SH	DEFINE
OPEN TEXT CORP	COM	683715106	55044	900141	SH	DEFINE
OPEN TEXT CORP	COM	683715106	20149	329470	SH	DEFINE
OPENTABLE INC	COM	68372A104	2655	65600	SH	DEFINE
OPENTABLE INC	COM	68372A104	332	8200	SH	DEFINE
OPENTABLE INC	COM	68372A104	1477	36500	SH	DEFINE
OPKO HEALTH INC	COM	68375N103	194	41000	SH	DEFINE
ORACLE CORP	COM	68389X105	206279	7074027	SH	DEFINE
ORACLE CORP	COM	68389X105	43564	1493961	SH	DEFINE
ORACLE CORP	COM	68389X105	4128	141580	SH	DEFINE
ORACLE CORP	COM	68389X105	5567	190900	SH	DEFINE
ORACLE CORP	COM	68389X105	2772	95068	SH	DEFINE
ORACLE CORP	COM	68389X105	2379	81577	SH	DEFINE
ORACLE CORP	COM	68389X105	7726	264958	SH	DEFINE
ORACLE CORP	COM	68389X105	36	1240	SH	DEFINE
ORACLE CORP	COM	68389X105	11485	393870	SH	DEFINE
ORACLE CORP	COM	68389X105	303272	10400281	SH	DEFINE
ORACLE CORP	COM	68389X105	30070	1031210	SH	DEFINE
OREXIGEN THERAPEUTICS INC	COM	686164104	1638	399600	SH	DEFINE
ORIENTAL FINL GROUP INC	COM	68618W100	25323	2092800	SH	DEFINE
OSHKOSH CORP	COM	688239201	104874	4526263	SH	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	33051	2616900	SH	DEFINE
OWENS CORNING NEW	COM	690742101	1373	38100	SH	DEFINE
OWENS CORNING NEW	COM	690742101	213946	5937996	SH	DEFINE
P & F INDS INC	CL A NEW	692830508	354	89700	SH	DEFINE
P A M TRANSN SVCS INC	COM	693149106	5987	535000	SH	DEFINE
PACER INTL INC TENN	COM	69373H106	3639	575743	SH	DEFINE
PACIRA PHARMACEUTICALS INC	COM	695127100	7036	609705	SH	DEFINE
PACKAGING CORP AMER	COM	695156109	272	9180	SH	DEFINE
PALL CORP	COM	696429307	102511	1719110	SH	DEFINE
PALL CORP	COM	696429307	1079	18100	SH	DEFINE
PALL CORP	COM	696429307	9	144	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	3041	18900	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	950	5902	SH	DEFINE
PANERA BREAD CO	CL A	69840W108	1513	9400	SH	DEFINE
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	2096	75000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	6532	242200	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	828	30700	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	3587	133000	SH	DEFINE
PAREXEL INTL CORP	COM	699462107	959	35563	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	2925	34600	SH	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1146	13559	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	111	1636	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	163877	2413854	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	554	8160	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	0	5	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	2297	33830	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	40527	596950	SH	DEFINE
PARTNERRE LTD	COM	G6852T105	46840	689941	SH	DEFINE
PATTERSON UTI ENERGY INC	COM	703481101	10560	610740	SH	DEFINE
PAYCHEX INC	COM	704326107	28483	919100	SH	DEFINE
PAYCHEX INC	COM	704326107	6742	217557	SH	DEFINE
PAYCHEX INC	COM	704326107	942	30389	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	7388	255100	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	47238	1631140	SH	DEFINE
PEABODY ENERGY CORP	COM	704549104	10877	375594	SH	DEFINE
PEABODY ENERGY CORP	SDCV	4.750%12/1704549AG9	12033	12600000	PRN	DEFINE
PEABODY ENERGY CORP	SDCV	4.750%12/1704549AG9	1786	1870000	PRN	DEFINE
PEBBLEBROOK HOTEL TR	COM	70509V100	8676	384230	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	92043	1248890	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	886	12025	SH	DEFINE
PEETS COFFEE & TEA INC	COM	705560100	3788	51400	SH	DEFINE

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

PEETS COFFEE & TEA INC	COM	705560100	3203	43456	SH	DEFINE
PENGROWTH ENERGY CORP	COM	70706P104	390	41500	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	901	41261	SH	DEFINE
PENN VA RESOURCES PARTNERS L	COM	707884102	33	1500	SH	OTHER
PENN WEST PETE LTD NEW	COM	707887105	823	42200	SH	DEFINE
PENN WEST PETE LTD NEW	COM	707887105	23	1200	SH	DEFINE
PENNEY J C INC	COM	708160106	13063	368700	SH	DEFINE
PENNEY J C INC	COM	708160106	947	26720	SH	DEFINE
PENTAIR INC	COM	709631105	237963	4998177	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	7373	420352	SH	DEFINE
PEOPLES BANCORP INC	COM	709789101	30	1700	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	22508	1700000	SH	DEFINE
PEOPLES UNITED FINANCIAL INC	COM	712704105	461	34800	SH	DEFINE
PEPCO HOLDINGS INC	COM	713291102	85005	4500000	SH	DEFINE
PEPSICO INC	COM	713448108	292654	4410767	SH	DEFINE
PEPSICO INC	COM	713448108	562721	8481100	SH	DEFINE
PEPSICO INC	COM	713448108	90766	1367984	SH	DEFINE
PEPSICO INC	COM	713448108	100	1500	SH	OTHER
PEPSICO INC	COM	713448108	1042	15700	SH	DEFINE
PEPSICO INC	COM	713448108	271750	4095698	SH	DEFINE
PEPSICO INC	COM	713448108	69	1040	SH	DEFINE
PEPSICO INC	COM	713448108	3595	54176	SH	DEFINE
PEPSICO INC	COM	713448108	1136	17114	SH	DEFINE
PERRIGO CO	COM	714290103	34286	331877	SH	DEFINE
PERRIGO CO	COM	714290103	4	34	SH	DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	14756	104999	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	19370	757821	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	8904	348351	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	3326	130120	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	62286	2436860	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	413	16170	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	37171	1454176	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	11172	437097	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	474975	18582714	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	145413	5689096	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	210290	8227324	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	1806	68000	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	1857	69913	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	30438	1146004	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3928	147900	SH	DEFINE
PETROLEUM DEV CORP	COM	716578109	21748	586350	SH	DEFINE
PETROLEUM DEV CORP	COM	716578109	753	20300	SH	DEFINE
PETROLEUM DEV CORP	COM	716578109	3420	92200	SH	DEFINE
PETROLEUM DEV CORP	COM	716578109	6329	170626	SH	DEFINE
PETSMART INC	COM	716768106	2696	47125	SH	DEFINE
PFIZER INC	COM	717081103	127831	5641250	SH	DEFINE
PFIZER INC	COM	717081103	876868	38696720	SH	DEFINE
PFIZER INC	COM	717081103	30178	1331787	SH	DEFINE
PFIZER INC	COM	717081103	893015	39409300	SH	DEFINE
PFIZER INC	COM	717081103	14890	657083	SH	DEFINE
PFIZER INC	COM	717081103	8088	356940	SH	DEFINE
PFIZER INC	COM	717081103	74764	3299377	SH	DEFINE
PFIZER INC	COM	717081103	808	35670	SH	DEFINE
PFIZER INC	COM	717081103	41162	1816355	SH	DEFINE
PFIZER INC	COM	717081103	3117	137568	SH	DEFINE
PFIZER INC	COM	717081103	18184	802490	SH	DEFINE
PFIZER INC	COM	717081103	874303	38583553	SH	DEFINE
PFIZER INC	COM	717081103	109943	4851841	SH	DEFINE
PG&E CORP	COM	69331C108	988160	22763405	SH	DEFINE
PG&E CORP	COM	69331C108	113	2598	SH	DEFINE
PG&E CORP	COM	69331C108	41	950	SH	DEFINE
PG&E CORP	COM	69331C108	5015	115520	SH	DEFINE

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

PG&E CORP	COM	69331C108	10344	238280	SH	DEFINE
PHARMACYCLICS INC	COM	716933106	15962	575000	SH	DEFINE
PHARMACYCLICS INC	COM	716933106	316	11400	SH	DEFINE
PHARMACYCLICS INC	COM	716933106	1346	48500	SH	DEFINE
PHI INC	COM VTG	69336T106	2272	101600	SH	DEFINE
PHI INC	COM NON VTG	69336T205	20823	899499	SH	DEFINE
PHI INC	COM NON VTG	69336T205	4721	203950	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	24694	278680	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	21567	243394	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	418705	4725257	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	65	730	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	15157	171050	SH	DEFINE
PHILIP MORRIS INTL INC	COM	718172109	3	35	SH	DEFINE
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	2315	37221	SH	DEFINE
PIER 1 IMPORTS INC	COM	720279108	36825	2025600	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	353502	7380000	SH	DEFINE
PINNACLE WEST CAP CORP	COM	723484101	129	2700	SH	DEFINE
PIONEER DRILLING CO	COM	723655106	12229	1389650	SH	DEFINE
PIONEER DRILLING CO	COM	723655106	417	47400	SH	DEFINE
PIONEER DRILLING CO	COM	723655106	1896	215500	SH	DEFINE
PIONEER NAT RES CO	COM	723787107	1116	10000	SH	DEFINE
PIONEER NAT RES CO	COM	723787107	112	1000	SH	DEFINE
PITNEY BOWES INC	COM	724479100	260	14780	SH	DEFINE
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	1198	15271	SH	DEFINE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	23563	16271400	SH	DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	15792	379985	SH	DEFINE
PMC-SIERRA INC	NOTE 2.250%10/1	69344FAD8	9785	9500000	PRN	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	1092	16927	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	4151	64363	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	679914	10542927	SH	DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	55	846	SH	DEFINE
PNM RES INC	COM	69349H107	31249	1707600	SH	DEFINE
PNM RES INC	COM	69349H107	60390	3300000	SH	DEFINE
PNM RES INC	COM	69349H107	151	8250	SH	DEFINE
POLYCOM INC	COM	73172K104	68588	3596660	SH	DEFINE
POLYCOM INC	COM	73172K104	38	2000	SH	DEFINE
POLYCOM INC	COM	73172K104	38	2010	SH	DEFINE
POLYCOM INC	COM	73172K104	1223	64119	SH	DEFINE
POPULAR INC	COM	733174106	24176	11793036	SH	DEFINE
PORTLAND GEN ELEC CO	COM NEW	736508847	29976	1200000	SH	DEFINE
POSCO	SPONSORED ADR	693483109	1509	18029	SH	DEFINE
POSCO	SPONSORED ADR	693483109	38	450	SH	DEFINE
POSCO	SPONSORED ADR	693483109	165	1970	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2941	35140	SH	DEFINE
POSCO	SPONSORED ADR	693483109	7501	89620	SH	DEFINE
POSCO	SPONSORED ADR	693483109	9838	117536	SH	DEFINE
POSCO	SPONSORED ADR	693483109	2410	28790	SH	DEFINE
POSCO	SPONSORED ADR	693483109	30596	365541	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	18578	407037	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	3871	84743	SH	DEFINE
POTASH CORP SASK INC	COM	73755L107	63753	1396165	SH	DEFINE
POWELL INDS INC	COM	739128106	27424	800700	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	20118	541980	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	587	15821	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	2732	73600	SH	DEFINE
POWER INTEGRATIONS INC	COM	739276103	5347	144047	SH	DEFINE
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	713	29875	SH	DEFINE
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1961	29030	SH	DEFINE
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	377	13400	SH	DEFINE
PPG INDS INC	COM	693506107	1202	12552	SH	DEFINE
PPL CORP	COM	69351T106	466101	16493300	SH	DEFINE
PPL CORP	COM	69351T106	2605	92165	SH	DEFINE

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

PPL CORP	UNIT	99/99/9999S69351T114	8063	150000	SH	DEFINE
PPL CORP	UNIT	99/99/9999 69351T601	13656	252000	SH	DEFINE
PRAXAIR INC	COM	74005P104	314783	2745835	SH	DEFINE
PRAXAIR INC	COM	74005P104	211887	1848280	SH	DEFINE
PRAXAIR INC	COM	74005P104	61122	533169	SH	DEFINE
PRAXAIR INC	COM	74005P104	2293	20000	SH	DEFINE
PRAXAIR INC	COM	74005P104	28878	251900	SH	DEFINE
PRAXAIR INC	COM	74005P104	1949	17000	SH	DEFINE
PRAXAIR INC	COM	74005P104	180	1567	SH	DEFINE
PRAXAIR INC	COM	74005P104	1032	9000	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	242405	1401990	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	19507	112822	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	35	200	SH	DEFINE
PRECISION CASTPARTS CORP	COM	740189105	34	198	SH	DEFINE
PRECISION DRILLING CORP	COM	2010 74022D308	3927	390854	SH	DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	8001	700000	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	127887	1958460	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	5010	76722	SH	DEFINE
PRICE T ROWE GROUP INC	COM	74144T108	39	600	SH	OTHER
PRICE T ROWE GROUP INC	COM	74144T108	1303	19960	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	90434	126040	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	6679	9309	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	2224	3100	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	30350	42300	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	2511	3500	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	24	34	SH	DEFINE
PRICELINE COM INC	COM NEW	741503403	1076	1500	SH	DEFINE
PRIMERO MNG CORP	COM	74164W106	14679	6566600	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	375177	5582160	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	67620	1006100	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	102464	1524534	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	8213	122200	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	20653	307290	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	21568	320866	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	1900	28272	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	13335	198410	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	70682	1051664	SH	DEFINE
PROCTER & GAMBLE CO	COM	742718109	17123	254770	SH	DEFINE
PROGENICS PHARMACEUTICALS IN	COM	743187106	2468	249300	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	706563	13303770	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2593	48827	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	66611	1254200	SH	DEFINE
PROGRESS SOFTWARE CORP	COM	743312100	15756	667052	SH	DEFINE
PROGRESS SOFTWARE CORP	COM	743312100	575	24347	SH	DEFINE
PROGRESS SOFTWARE CORP	COM	743312100	2546	107800	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1293	55800	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	115	4959	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	9903	427221	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1769	76300	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1	34	SH	DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	26393	1138590	SH	DEFINE
PROLOGIS INC	COM	74340W103	8212	227995	SH	DEFINE
PROLOGIS INC	COM	74340W103	32734	908776	SH	DEFINE
PROTECTIVE LIFE CORP	COM	743674103	122154	4124023	SH	DEFINE
PROTO LABS INC	COM	743713109	1940	56900	SH	DEFINE
PROTO LABS INC	COM	743713109	252	7400	SH	DEFINE
PROTO LABS INC	COM	743713109	839	24600	SH	DEFINE
PROVIDENCE & WORCESTER RR CO	COM	743737108	3028	205000	SH	DEFINE
PROVIDENT ENERGY LTD NEW	COM	74386V100	13947	1155298	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	56893	897500	SH	DEFINE
PRUDENTIAL FINL INC	COM	744320102	515	8126	SH	DEFINE
PSS WORLD MED INC	COM	69366A100	3369	132966	SH	DEFINE

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

PUBLIC STORAGE	COM	74460D109	380	2750	SH	DEFINE
PUBLIC STORAGE	COM	74460D109	28811	208520	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	673789	22012060	SH	DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	3926	128268	SH	DEFINE
PULTE GROUP INC	COM	745867101	113	12771	SH	DEFINE
QEP RES INC	COM	74733V100	146446	4801500	SH	DEFINE
QEP RES INC	COM	74733V100	1167	38260	SH	DEFINE
QEP RES INC	COM	74733V100	12	403	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	9870	633860	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	3303	212150	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	934	60000	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	21633	1389597	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	391	25098	SH	DEFINE
QIAGEN NV	REG SHS	N72482107	274	17600	SH	DEFINE
QLIK TECHNOLOGIES INC	COM	74733T105	7200	225000	SH	DEFINE
QUALCOMM INC	COM	747525103	255784	3760420	SH	DEFINE
QUALCOMM INC	COM	747525103	101857	1497455	SH	DEFINE
QUALCOMM INC	COM	747525103	61	900	SH	OTHER
QUALCOMM INC	COM	747525103	2585	38000	SH	DEFINE
QUALCOMM INC	COM	747525103	72	1060	SH	DEFINE
QUALCOMM INC	COM	747525103	295	4338	SH	DEFINE
QUALCOMM INC	COM	747525103	1606	23613	SH	DEFINE
QUALITY SYS INC	COM	747582104	3809	87100	SH	DEFINE
QUALITY SYS INC	COM	747582104	529	12100	SH	DEFINE
QUALITY SYS INC	COM	747582104	2152	49200	SH	DEFINE
QUANTA SVCS INC	COM	74762E102	486	23250	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	30575	500000	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	5151	84241	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	19701	322170	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	6550	107103	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	1143	18690	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	5330	87160	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	12456	203700	SH	DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	49288	806017	SH	DEFINE
QUEST RARE MINERALS LTD	COM	74836T101	1	19800	SH	DEFINE
QUEST SOFTWARE INC	COM	74834T103	7207	309694	SH	DEFINE
QUESTAR CORP	COM	748356102	32844	1705300	SH	DEFINE
QUESTAR CORP	COM	748356102	617	32050	SH	DEFINE
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	21316	566600	SH	DEFINE
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	298	7912	SH	DEFINE
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	1354	36000	SH	DEFINE
RACKSPACE HOSTING INC	COM	750086100	13003	225000	SH	DEFINE
RALPH LAUREN CORP	CL A	751212101	162544	932390	SH	DEFINE
RALPH LAUREN CORP	CL A	751212101	27380	157061	SH	DEFINE
RALPH LAUREN CORP	CL A	751212101	39	221	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	186942	2124822	SH	DEFINE
RANDGOLD RES LTD	ADR	752344309	9	100	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	35627	675000	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	1998	37856	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	532289	10085049	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	2603	49320	SH	DEFINE
REALD INC	COM	75604L105	160	11840	SH	DEFINE
REALD INC	COM	75604L105	7062	523124	SH	DEFINE
RED HAT INC	COM	756577102	205065	3424030	SH	DEFINE
RED HAT INC	COM	756577102	2057	34345	SH	DEFINE
RED HAT INC	COM	756577102	36	603	SH	DEFINE
REDWOOD TR INC	COM	758075402	898	80150	SH	DEFINE
REED ELSEVIER N V	SPONS ADR NEW	758204200	7180	281245	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	7025	516535	SH	DEFINE
REGAL ENTMT GROUP	CL A	758766109	3291	242006	SH	DEFINE
REGENCY CTRS CORP	COM	758849103	369	8300	SH	DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	20081	172193	SH	DEFINE

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

REGENERON PHARMACEUTICALS	COM	75886F107	390	3340	SH	DEFINE
REGIS CORP MINN	COM	758932107	64330	3490501	SH	DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	108210	1915900	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	148	1950	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	47337	625070	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	3724	49180	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	204140	2695630	SH	DEFINE
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	5621	74220	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	22128	724100	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	117	3815	SH	DEFINE
REPUBLIC SVCS INC	COM	760759100	1093	35763	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	27630	1878290	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	144	9800	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	5488	373054	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	736	50000	SH	CALL DEFINE
RESEARCH IN MOTION LTD	COM	760975102	14	930	SH	DEFINE
RESEARCH IN MOTION LTD	COM	760975102	26444	1802627	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	264	6360	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	228854	5522526	SH	DEFINE
REYNOLDS AMERICAN INC	COM	761713106	3045	73475	SH	DEFINE
RIGNET INC	COM	766582100	4858	277150	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	20193	363250	SH	DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	1470	26439	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	44134	1571720	SH	DEFINE
RIVERBED TECHNOLOGY INC	COM	768573107	112	4000	SH	DEFINE
RLI CORP	COM	749607107	56564	789563	SH	DEFINE
RLI CORP	COM	749607107	109	1525	SH	DEFINE
ROBBINS & MYERS INC	COM	770196103	15357	295050	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	391	12900	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	39666	1309120	SH	DEFINE
ROBERT HALF INTL INC	COM	770323103	67	2200	SH	DEFINE
ROCK-TENN CO	CL A	772739207	217	3215	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	202864	2545340	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	4758	59695	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	446	5600	SH	DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	21	263	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	20146	350000	SH	DEFINE
ROCKWELL COLLINS INC	COM	774341101	447	7760	SH	DEFINE
ROCKY BRANDS INC	COM	774515100	680	49987	SH	DEFINE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	57592	2184000	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	175	4400	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	71	1800	SH	DEFINE
ROGERS COMMUNICATIONS INC	CL B	775109200	260787	6567740	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	362673	3657449	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	63177	637120	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	8	76	SH	DEFINE
ROPER INDS INC NEW	COM	776696106	99	1000	SH	DEFINE
ROSS STORES INC	COM	778296103	252	4332	SH	DEFINE
ROWAN COS INC	COM	779382100	100472	3051077	SH	DEFINE
ROWAN COS INC	COM	779382100	11630	353180	SH	DEFINE
ROWAN COS INC	COM	779382100	46820	1421800	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1797	30960	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	1124	19371	SH	DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	349855	6035470	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	5851	82844	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	18576	263008	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	210246	2976721	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	708361	10100690	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	34387	490331	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	795	11343	SH	DEFINE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	9567	136416	SH	DEFINE
ROYAL GOLD INC	COM	780287108	29186	447500	SH	DEFINE

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

RPM INTL INC	COM	749685103	71901	2745351	SH	DEFINE
RPM INTL INC	COM	749685103	5590	213426	SH	DEFINE
RPX CORP	COM	74972G103	3758	221600	SH	DEFINE
RPX CORP	COM	74972G103	460	27100	SH	DEFINE
RPX CORP	COM	74972G103	2149	126700	SH	DEFINE
RTI INTL METALS INC	COM	74973W107	21091	914600	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	13899	383105	SH	DEFINE
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	262	7227	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	1624	39000	SH	DEFINE
SAFETY INS GROUP INC	COM	78648T100	64	1525	SH	DEFINE
SAGENT PHARMACEUTICALS INC	COM	786692103	2959	165600	SH	DEFINE
SAGENT PHARMACEUTICALS INC	COM	786692103	141	7900	SH	DEFINE
SAGENT PHARMACEUTICALS INC	COM	786692103	731	40900	SH	DEFINE
SAIA INC	COM	78709Y105	6124	360000	SH	DEFINE
SAIC INC	COM	78390X101	1179	89300	SH	DEFINE
SAIC INC	COM	78390X101	2010	152309	SH	DEFINE
SAIC INC	COM	78390X101	9199	696868	SH	DEFINE
SAIC INC	COM	78390X101	2200	166640	SH	DEFINE
SAIC INC	COM	78390X101	5005	379170	SH	DEFINE
SAIC INC	COM	78390X101	306	23190	SH	DEFINE
SAIC INC	COM	78390X101	16831	1274964	SH	DEFINE
SAIC INC	COM	78390X101	971	73590	SH	DEFINE
SAIC INC	COM	78390X101	4900	371210	SH	DEFINE
SAIC INC	COM	78390X101	1432	108450	SH	DEFINE
SAIC INC	COM	78390X101	22639	1715040	SH	DEFINE
SAKS INC	COM	79377W108	25904	2231188	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	115370	746680	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	4737	30655	SH	DEFINE
SALESFORCE COM INC	COM	79466L302	24	157	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	47509	904920	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	567	10800	SH	DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	2436	46400	SH	DEFINE
SALIX PHARMACEUTICALS INC	NOTE	2.750% 5/1795435AC0	22959	17090000	PRN	DEFINE
SANCHEZ ENERGY CORP	COM	79970Y105	2654	118200	SH	DEFINE
SANCHEZ ENERGY CORP	COM	79970Y105	357	15900	SH	DEFINE
SANCHEZ ENERGY CORP	COM	79970Y105	1769	78800	SH	DEFINE
SANCHEZ ENERGY CORP	COM	79970Y105	1978	88087	SH	DEFINE
SANDISK CORP	COM	80004C101	5053	101900	SH	DEFINE
SANDISK CORP	COM	80004C101	799	16106	SH	DEFINE
SANFILIPPO JOHN B & SON INC	COM	800422107	7462	598400	SH	DEFINE
SANOFI	SPONSORED ADR	80105N105	1311	33825	SH	DEFINE
SANOFI	SPONSORED ADR	80105N105	20063	517762	SH	DEFINE
SANOFI	SPONSORED ADR	80105N105	364	9390	SH	DEFINE
SANOFI	SPONSORED ADR	80105N105	280	7213	SH	DEFINE
SAP AG	SPON ADR	803054204	209	3000	SH	DEFINE
SAP AG	SPON ADR	803054204	7	101	SH	DEFINE
SAP AG	SPON ADR	803054204	16956	242851	SH	DEFINE
SAP AG	SPON ADR	803054204	392	5620	SH	DEFINE
SAP AG	SPON ADR	803054204	42637	610670	SH	DEFINE
SAPIENT CORP	COM	803062108	4631	371976	SH	DEFINE
SAPIENT CORP	COM	803062108	610	49000	SH	DEFINE
SAPIENT CORP	COM	803062108	2674	214800	SH	DEFINE
SARA LEE CORP	COM	803111103	2121	98531	SH	DEFINE
SASOL LTD	SPONSORED ADR	803866300	2882	59250	SH	DEFINE
SAUL CTRS INC	COM	804395101	202	5000	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	11834	5428520	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	1450	664940	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	419	192374	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	1857	851670	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	642	294660	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	COM	80517Q100	2118	971420	SH	DEFINE
SAVIENT PHARMACEUTICALS INC	NOTE	4.750% 2/080517QAA8	4132	9839000	PRN	DEFINE

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

SBA COMMUNICATIONS CORP	COM	78388J106	149358	2939530	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	105	2060	SH	DEFINE
SCANA CORP NEW	COM	80589M102	45610	1000000	SH	DEFINE
SCANA CORP NEW	COM	80589M102	656	14375	SH	DEFINE
SCANSOURCE INC	COM	806037107	3948	105797	SH	DEFINE
SCHAWK INC	CL A	806373106	18791	1502103	SH	DEFINE
SCHEIN HENRY INC	COM	806407102	26488	350000	SH	DEFINE
SCHEIN HENRY INC	COM	806407102	249	3286	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	322475	4611395	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	108441	1550704	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	49	700	SH	OTHER
SCHLUMBERGER LTD	COM	806857108	1455	20800	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	42	600	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	2168	31000	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	132	1885	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	29944	428200	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	2587	37000	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	754	10776	SH	DEFINE
SCHLUMBERGER LTD	COM	806857108	1014	14500	SH	DEFINE
SCHULMAN A INC	COM	808194104	44448	1645000	SH	DEFINE
SCHWAB CHARLES CORP NEW	COM	808513105	183	12720	SH	DEFINE
SCICLONE PHARMACEUTICALS INC	COM	80862K104	12584	1994260	SH	DEFINE
SCIENTIFIC GAMES CORP	CL A	80874P109	280	23975	SH	DEFINE
SCOTTS MIRACLE GRO CO	CL A	810186106	27930	515700	SH	DEFINE
SEACOAST BKG CORP FLA	COM	811707306	396	225000	SH	DEFINE
SEADRILL LIMITED	SHS	G7945E105	6157	164145	SH	DEFINE
SEADRILL LIMITED	SHS	G7945E105	281	7498	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	2254	83628	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	4401	163290	SH	DEFINE
SEAGATE TECHNOLOGY PLC	SHS	G7945M107	71624	2657668	SH	DEFINE
SEALY CORP	COM	812139301	7384	3655420	SH	DEFINE
SEATTLE GENETICS INC	COM	812578102	5994	294100	SH	DEFINE
SELECTIVE INS GROUP INC	COM	816300107	27836	1580700	SH	DEFINE
SEMPRA ENERGY	COM	816851109	4299	71700	SH	DEFINE
SEMPRA ENERGY	COM	816851109	817135	13628002	SH	DEFINE
SEMPRA ENERGY	COM	816851109	231	3859	SH	DEFINE
SEMPRA ENERGY	COM	816851109	29	480	SH	DEFINE
SEMPRA ENERGY	COM	816851109	462	7699	SH	DEFINE
SEMPRA ENERGY	COM	816851109	1153	19236	SH	DEFINE
SEMTECH CORP	COM	816850101	50908	1788761	SH	DEFINE
SEMTECH CORP	COM	816850101	754	26500	SH	DEFINE
SEMTECH CORP	COM	816850101	15	520	SH	DEFINE
SEMTECH CORP	COM	816850101	3281	115300	SH	DEFINE
SEMTECH CORP	COM	816850101	5406	189963	SH	DEFINE
SENECA FOODS CORP NEW	CL B	817070105	3293	121500	SH	DEFINE
SENECA FOODS CORP NEW	CL A	817070501	15496	588301	SH	DEFINE
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	1359	61650	SH	DEFINE
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	44	2000	SH	OTHER
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	3056	138600	SH	DEFINE
SENSATA TECHNOLOGIES HLDG BV	SHS	N7902X106	43191	1290050	SH	DEFINE
SENSATA TECHNOLOGIES HLDG BV	SHS	N7902X106	60	1800	SH	DEFINE
SENSIENT TECHNOLOGIES CORP	COM	81725T100	27908	734410	SH	DEFINE
SERVICE CORP INTL	COM	817565104	230	20400	SH	DEFINE
SERVICE CORP INTL	COM	817565104	490	43510	SH	DEFINE
SERVICE CORP INTL	COM	817565104	461	40971	SH	DEFINE
SERVICESOURCE INTL LLC	COM	81763U100	52369	3382978	SH	DEFINE
SERVICESOURCE INTL LLC	COM	81763U100	543	35100	SH	DEFINE
SERVICESOURCE INTL LLC	COM	81763U100	2568	165900	SH	DEFINE
SERVICESOURCE INTL LLC	COM	81763U100	3531	228133	SH	DEFINE
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	390	18425	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	26924	247760	SH	DEFINE
SHERWIN WILLIAMS CO	COM	824348106	2102	19341	SH	DEFINE

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

SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	3137	40681	SH	DEFINE
SHOE CARNIVAL INC	COM	824889109	8216	255000	SH	DEFINE
SHORETEL INC	COM	825211105	17868	3145690	SH	DEFINE
SHORETEL INC	COM	825211105	497	87500	SH	DEFINE
SHORETEL INC	COM	825211105	2302	405200	SH	DEFINE
SHORETEL INC	COM	825211105	4299	756795	SH	DEFINE
SHUFFLE MASTER INC	COM	825549108	16767	952675	SH	DEFINE
SHUTTERFLY INC	COM	82568P304	30811	983436	SH	DEFINE
SHUTTERFLY INC	COM	82568P304	799	25500	SH	DEFINE
SHUTTERFLY INC	COM	82568P304	3597	114800	SH	DEFINE
SI FINL GROUP INC MD	COM	78425V104	1716	150300	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	5204	51604	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	14029	139119	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	299	2970	SH	DEFINE
SIEMENS A G	SPONSORED ADR	826197501	48135	477340	SH	DEFINE
SIERRA WIRELESS INC	COM	826516106	5298	715966	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	1381	18900	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	74887	1025000	SH	DEFINE
SIGMA ALDRICH CORP	COM	826552101	4784	65482	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	98518	1562790	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	637	10100	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	2823	44781	SH	DEFINE
SIGNATURE BK NEW YORK N Y	COM	82669G104	12	194	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	55747	1296446	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	1914	44517	SH	DEFINE
SILICON LABORATORIES INC	COM	826919102	3216	74800	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	3959	655410	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	4330	716820	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	12533	2075081	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	381	63030	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	118	19530	SH	DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	17323	2868107	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	34867	1050360	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	540	16255	SH	DEFINE
SILVER WHEATON CORP	COM	828336107	5743	173145	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	6995	48018	SH	DEFINE
SIMON PPTY GROUP INC NEW	COM	828806109	69898	479806	SH	DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	51136	1585618	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	63561	4569480	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	128	9221	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	1	95	SH	DEFINE
SK TELECOM LTD	SPONSORED ADR	78440P108	139	10012	SH	DEFINE
SKYWEST INC	COM	830879102	40250	3642536	SH	DEFINE
SKYWORKS SOLUTIONS INC	COM	83088M102	15549	562366	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	116	1500	SH	DEFINE
SL GREEN RLTY CORP	COM	78440X101	12443	160450	SH	DEFINE
SM ENERGY CO	COM	78454L100	193432	2733250	SH	DEFINE
SM ENERGY CO	COM	78454L100	32	447	SH	DEFINE
SMART TECHNOLOGIES INC	CL A SUB VTG S	83172R108	6705	2257475	SH	DEFINE
SMITH A O	COM	831865209	20036	445740	SH	DEFINE
SMITHFIELD FOODS INC	COM	832248108	29785	1352000	SH	DEFINE
SMUCKER J M CO	COM NEW	832696405	3637	44708	SH	DEFINE
SOHU COM INC	COM	83408W103	30998	561867	SH	DEFINE
SONIC AUTOMOTIVE INC	CL A	83545G102	5079	283565	SH	DEFINE
SONY CORP	ADR NEW	835699307	2612	125779	SH	DEFINE
SONY CORP	ADR NEW	835699307	449	21610	SH	DEFINE
SOUTH JERSEY INDS INC	COM	838518108	336	6711	SH	DEFINE
SOUTHERN CO	COM	842587107	679770	15129530	SH	DEFINE
SOUTHERN CO	COM	842587107	2571	57228	SH	DEFINE
SOUTHERN CO	COM	842587107	27	590	SH	DEFINE
SOUTHERN CO	COM	842587107	423	9422	SH	DEFINE
SOUTHERN CO	COM	842587107	762	16958	SH	DEFINE

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

SOUTHERN MO BANCORP INC	COM	843380106	1792	70000	SH	DEFINE
SOUTHERN NATL BANCORP OF VA	COM	843395104	3559	547560	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	824	100000	SH	DEFINE
SOUTHWEST AIRLS CO	COM	844741108	37	4520	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	13650	446090	SH	DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	24	800	SH	DEFINE
SPANSION INC	COM CL A NEW	84649R200	1801	147839	SH	DEFINE
SPARTAN MTRS INC	COM	846819100	3174	600000	SH	DEFINE
SPARTAN STORES INC	COM	846822104	15216	839738	SH	DEFINE
SPARTON CORP	COM	847235108	4650	484371	SH	DEFINE
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	249	1888	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	29904	184433	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	1686	10400	SH	DEFINE
SPDR GOLD TRUST	GOLD SHS	78463V107	770	4750	SH	DEFINE
SPDR S&P 500 ETF TR	TR UNIT	78462F103	77838	553142	SH	DEFINE
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	1306	7230	SH	DEFINE
SPDR SERIES TRUST	NUVN BRCLY MUNI	78464A458	4961	208093	SH	DEFINE
SPDR SERIES TRUST	DJ REIT ETF	78464A607	39431	556700	SH	DEFINE
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	283	5000	SH	DEFINE
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	5190	243300	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	212784	6744350	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	3705	117432	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	470	14911	SH	DEFINE
SPECTRA ENERGY CORP	COM	847560109	1087	34460	SH	DEFINE
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	604	47800	SH	DEFINE
SPIRIT AIRLS INC	COM	848577102	2758	137400	SH	DEFINE
SPIRIT AIRLS INC	COM	848577102	351	17500	SH	DEFINE
SPIRIT AIRLS INC	COM	848577102	1680	83700	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	6613	2320191	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	47	16517	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	10	3610	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	1501	526720	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	27777	9746240	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	38089	13363450	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	1102	386602	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	7330	2571890	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	294203	103229130	SH	DEFINE
SPRINT NEXTEL CORP	COM SER 1	852061100	35835	12573763	SH	DEFINE
SPROTT RESOURCE LENDING CORP	COM	85207J100	2	1000	SH	DEFINE
SPROTT RESOURCE LENDING CORP	COM	85207J100	3103	1898400	SH	DEFINE
SPX CORP	COM	784635104	233	3000	SH	DEFINE
SPX CORP	COM	784635104	11516	148520	SH	DEFINE
SPX CORP	COM	784635104	1634	21080	SH	DEFINE
SPX CORP	COM	784635104	1373	17710	SH	DEFINE
ST JUDE MED INC	COM	790849103	7590	171297	SH	DEFINE
ST JUDE MED INC	COM	790849103	1896	42800	SH	DEFINE
STANCORP FINL GROUP INC	COM	852891100	103181	2520300	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	2369	30786	SH	DEFINE
STANLEY BLACK & DECKER INC	COM	854502101	250813	3259009	SH	DEFINE
STANLEY BLACK & DECKER INC	UNIT 99/99/9999	854502309	24446	200900	SH	DEFINE
STANTEC INC	COM	85472N109	7127	223517	SH	DEFINE
STAPLES INC	COM	855030102	456	28192	SH	DEFINE
STARBUCKS CORP	COM	855244109	1876	33571	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	41490	735500	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	4	65	SH	DEFINE
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	16242	287920	SH	DEFINE
STATE BK FINL CORP	COM	856190103	36771	2100000	SH	DEFINE
STATE STR CORP	COM	857477103	34241	752541	SH	DEFINE
STATE STR CORP	COM	857477103	4275	93952	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	102	3750	SH	DEFINE
STATOIL ASA	SPONSORED ADR	85771P102	16745	617674	SH	DEFINE
STEEL DYNAMICS INC	COM	858119100	40745	2802300	SH	DEFINE

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

STEINER LEISURE LTD	ORD	P8744Y102	48549	994247	SH	DEFINE
STEINER LEISURE LTD	ORD	P8744Y102	28051	574465	SH	DEFINE
STEREOTAXIS INC	COM	85916J102	2188	3366040	SH	DEFINE
STERICYCLE INC	COM	858912108	51169	611780	SH	DEFINE
STERICYCLE INC	COM	858912108	2996	35815	SH	DEFINE
STERICYCLE INC	COM	858912108	19	230	SH	DEFINE
STERIS CORP	COM	859152100	42634	1348329	SH	DEFINE
STERIS CORP	COM	859152100	28	900	SH	DEFINE
STR HLDGS INC	COM	78478V100	1522	314468	SH	DEFINE
STRATASYS INC	COM	862685104	4368	119600	SH	DEFINE
STRATASYS INC	COM	862685104	551	15100	SH	DEFINE
STRATASYS INC	COM	862685104	2564	70200	SH	DEFINE
STRYKER CORP	COM	863667101	265917	4793017	SH	DEFINE
STRYKER CORP	COM	863667101	27740	500000	SH	DEFINE
STRYKER CORP	COM	863667101	8150	146891	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	109	4600	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	24	1000	SH	DEFINE
SUN LIFE FINL INC	COM	866796105	131821	5554071	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	3743	114656	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	29	900	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	1578	48250	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	8888	272500	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	2146	65800	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	109332	3345715	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	17013	520800	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	4096	125600	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	70182	2147720	SH	DEFINE
SUNCOR ENERGY INC NEW	COM	867224107	57091	1747078	SH	DEFINE
SUNOPTA INC	COM	8676EP108	13756	2510194	SH	DEFINE
SUNPOWER CORP	COM	867652406	854	133873	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	739	30590	SH	DEFINE
SUNTRUST BKS INC	COM	867914103	32	1336	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	67760	2570544	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	482	18300	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	8	320	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	2251	85400	SH	DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	3126	118604	SH	DEFINE
SUPERIOR UNIFORM GP INC	COM	868358102	5357	456300	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	1052	14000	SH	DEFINE
SXC HEALTH SOLUTIONS CORP	COM	78505P100	7422	99008	SH	DEFINE
SYMANTEC CORP	COM	871503108	4459	238471	SH	DEFINE
SYMANTEC CORP	COM	871503108	340	18159	SH	DEFINE
SYMANTEC CORP	COM	871503108	408496	21844705	SH	DEFINE
SYMANTEC CORP	COM	871503108	1312	70140	SH	DEFINE
SYMANTEC CORP	COM	871503108	3603	192670	SH	DEFINE
SYMANTEC CORP	COM	871503108	915	48919	SH	DEFINE
SYMANTEC CORP	COM	871503108	11641	622496	SH	DEFINE
SYMANTEC CORP	COM	871503108	55732	2980325	SH	DEFINE
SYMANTEC CORP	COM	871503108	51060	2730500	SH	DEFINE
SYMETRA FINL CORP	COM	87151Q106	6254	542430	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	55	804	SH	DEFINE
SYNGENTA AG	SPONSORED ADR	87160A100	11276	163824	SH	DEFINE
SYNOVUS FINL CORP	COM	87161C105	367	179100	SH	DEFINE
SYSCO CORP	COM	871829107	3285	110000	SH	DEFINE
SYSCO CORP	COM	871829107	2712	90820	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	37383	2446556	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	2164	141600	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	27672	1811004	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	853	55847	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1416	92631	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	26595	1740532	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	281	18390	SH	DEFINE

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

TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	34838	2280006	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	159123	10413803	SH	DEFINE
TALEO CORP	CL A	87424N104	16820	366200	SH	DEFINE
TALEO CORP	CL A	87424N104	22	482	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	2	130	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	11176	890477	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	13694	1089040	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	527	41950	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	13583	1080580	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	8152	647021	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	8001	637660	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	145764	11592510	SH	DEFINE
TALISMAN ENERGY INC	COM	87425E103	271991	21632855	SH	DEFINE
TANDY BRANDS ACCESSORIES INC	COM	875378101	759	436200	SH	DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	8577	288500	SH	DEFINE
TARGACEPT INC	COM	87611R306	162	31600	SH	DEFINE
TARGET CORP	COM	87612E106	244851	4202010	SH	DEFINE
TARGET CORP	COM	87612E106	12584	215952	SH	DEFINE
TARGET CORP	COM	87612E106	10485	179934	SH	DEFINE
TARGET CORP	COM	87612E106	8547	146680	SH	DEFINE
TARGET CORP	COM	87612E106	555	9520	SH	DEFINE
TARGET CORP	COM	87612E106	9042	155180	SH	DEFINE
TARGET CORP	COM	87612E106	2944	50519	SH	DEFINE
TARGET CORP	COM	87612E106	6228	106890	SH	DEFINE
TARGET CORP	COM	87612E106	204214	3504623	SH	DEFINE
TARGET CORP	COM	87612E106	53988	926513	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	73	1000	SH	DEFINE
TAUBMAN CTRS INC	COM	876664103	15314	209930	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	51	1401	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	217622	5921691	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	6588	179255	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	2241	60969	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	4035	109787	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	2814	76560	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	4543	123630	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	173729	4727315	SH	DEFINE
TE CONNECTIVITY LTD	REG SHS	H84989104	11767	320190	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	20928	586967	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	23	650	SH	DEFINE
TECK RESOURCES LTD	CL B	878742204	12923	361915	SH	DEFINE
TECO ENERGY INC	COM	872375100	264929	15095650	SH	DEFINE
TECO ENERGY INC	COM	872375100	1165	66370	SH	DEFINE
TECUMSEH PRODS CO	CL B	878895101	979	240428	SH	DEFINE
TECUMSEH PRODS CO	CL A	878895200	2256	561310	SH	DEFINE
TEEKAY CORPORATION	COM	Y8564W103	67361	1938453	SH	DEFINE
TELECOM ARGENTINA S A	SPON ADR REP B	879273209	4436	250347	SH	DEFINE
TELECOM ITALIA S P A NEW	SPON ADR SVGS	87927Y201	3	324	SH	DEFINE
TELECOM ITALIA S P A NEW	SPON ADR SVGS	87927Y201	594	61014	SH	DEFINE
TELEFLEX INC	COM	879369106	162285	2653886	SH	DEFINE
TELEFLEX INC	COM	879369106	30575	500000	SH	DEFINE
TELEFLEX INC	COM	879369106	281	4600	SH	DEFINE
TELEFLEX INC	COM	879369106	79	1300	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	126	7688	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	74235	4523765	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	1348	82161	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	12878	784771	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	208	12690	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	852	51891	SH	DEFINE
TELEFONICA S A	SPONSORED ADR	879382208	130326	7941852	SH	DEFINE
TELEPHONE & DATA SYS INC	COM NEW	879433829	251	10852	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	28	500	SH	DEFINE
TELUS CORP	NON-VTG SHS	87971M202	176683	3104955	SH	DEFINE

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

TEMPLETON DRAGON FD INC	COM	88018T101	383	13507	SH	SOLE
TEMPLETON EMERG MKTS INCOME	COM	880192109	291	18532	SH	SOLE
TEMPLETON GLOBAL INCOME FD	COM	880198106	279	28960	SH	DEFINE
TEMPLETON RUS AND EAST EUR F	COM	88022F105	183	11143	SH	SOLE
TENARIS S A	SPONSORED ADR	88031M109	4633	121200	SH	DEFINE
TENARIS S A	SPONSORED ADR	88031M109	70108	1833840	SH	DEFINE
TENET HEALTHCARE CORP	COM	88033G100	155299	29246545	SH	DEFINE
TENNECO INC	COM	880349105	44265	1191520	SH	DEFINE
TENNECO INC	COM	880349105	658	17700	SH	DEFINE
TENNECO INC	COM	880349105	2991	80500	SH	DEFINE
TERADATA CORP DEL	COM	88076W103	85024	1247600	SH	DEFINE
TERADATA CORP DEL	COM	88076W103	48031	704788	SH	DEFINE
TERADATA CORP DEL	COM	88076W103	4617	67750	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	3945	166600	SH	DEFINE
TERNIUM SA	SPON ADR	880890108	84355	3562275	SH	DEFINE
TESCO CORP	COM	88157K101	5696	401415	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	2695	59800	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	37164	824760	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	60440	1341315	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	14	300	SH	OTHER
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	2212	49100	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	353545	7846088	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	15	340	SH	DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	72	1600	SH	DEFINE
TEXAS INDS INC	COM	882491103	7513	214600	SH	DEFINE
TEXAS INDS INC	COM	882491103	2682	76600	SH	PUT
TEXAS INSTRS INC	COM	882508104	12772	380000	SH	DEFINE
TEXAS INSTRS INC	COM	882508104	11510	342461	SH	DEFINE
TEXTRON INC	COM	883203101	89911	3230720	SH	DEFINE
TFS FINL CORP	COM	87240R107	1442	151800	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	7048	125000	SH	DEFINE
THERMO FISHER SCIENTIFIC INC	COM	883556102	6939	123068	SH	DEFINE
THOMAS & BETTS CORP	COM	884315102	43146	600000	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	204	7050	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	241	8338	SH	DEFINE
THOMSON REUTERS CORP	COM	884903105	285058	9857423	SH	DEFINE
THOR INDS INC	COM	885160101	93623	2966510	SH	DEFINE
THORATEC CORP	COM NEW	885175307	32027	950070	SH	DEFINE
THORATEC CORP	COM NEW	885175307	462	13700	SH	DEFINE
THORATEC CORP	COM NEW	885175307	24	710	SH	DEFINE
THORATEC CORP	COM NEW	885175307	2060	61100	SH	DEFINE
TIBCO SOFTWARE INC	COM	88632Q103	9150	300000	SH	DEFINE
TIBCO SOFTWARE INC	COM	88632Q103	6	204	SH	DEFINE
TIDEWATER INC	COM	886423102	111404	2062266	SH	DEFINE
TIDEWATER INC	COM	886423102	10288	190450	SH	DEFINE
TIDEWATER INC	COM	886423102	550	10183	SH	DEFINE
TIDEWATER INC	COM	886423102	16485	305157	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	2183	31574	SH	DEFINE
TIFFANY & CO NEW	COM	886547108	1205	17430	SH	DEFINE
TIM HORTONS INC	COM	88706M103	18658	348710	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1850	22700	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	45341	556337	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	724	8886	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	766314	9402627	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	13927	170881	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	5408	66355	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	28998	355809	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	27370	335805	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	1503	18438	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	9609	117901	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	391099	4798763	SH	DEFINE
TIME WARNER CABLE INC	COM	88732J207	76111	933873	SH	DEFINE

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

TIME WARNER INC	COM NEW	887317303	582	15428	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	947	25076	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	13041	345468	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	621	16460	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	14205	376271	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	1146	30352	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	6206	164400	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	313151	8295402	SH	DEFINE
TIME WARNER INC	COM NEW	887317303	18223	482720	SH	DEFINE
TIMKEN CO	COM	887389104	15348	302480	SH	DEFINE
TJX COS INC NEW	COM	872540109	10318	259841	SH	DEFINE
TJX COS INC NEW	COM	872540109	1858	46800	SH	DEFINE
TORCHMARK CORP	COM	891027104	670	13432	SH	DEFINE
TORCHMARK CORP	COM	891027104	4963	99555	SH	DEFINE
TORCHMARK CORP	COM	891027104	7012	140668	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	170	2000	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	19625	231068	SH	DEFINE
TORONTO DOMINION BK ONT	COM NEW	891160509	314410	3703772	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	27252	533090	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	1857	36325	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	15232	297966	SH	DEFINE
TOTAL S A	SPONSORED ADR	89151E109	196	3840	SH	DEFINE
TOTAL SYS SVCS INC	COM	891906109	1661	72000	SH	DEFINE
TOWER GROUP INC	COM	891777104	57755	2574880	SH	DEFINE
TOWER GROUP INC	COM	891777104	44	1975	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2605	30000	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	11	122	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	13910	160212	SH	DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	70725	814620	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	59702	659250	SH	DEFINE
TRACTOR SUPPLY CO	COM	892356106	87	960	SH	DEFINE
TRANSALTA CORP	COM	89346D107	1032	55000	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	30238	704100	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	6697	155739	SH	DEFINE
TRANSCANADA CORP	COM	89353D107	265606	6184666	SH	DEFINE
TRANSCRYPT PHARMACEUTICALS IN	COM	89354M106	2052	195100	SH	DEFINE
TRANSOCEAN INC	NOTE 1.500%12/18	893830AW9	935	940000	PRN	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	833	15222	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	4787	87514	SH	DEFINE
TRANSOCEAN LTD	REG SHS	H8817H100	500324	9146695	SH	DEFINE
TRANZYME INC	COM	89413J102	2443	950500	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	36414	615100	SH	DEFINE
TRAVELERS COMPANIES INC	COM	89417E109	2301	38866	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	78449	1318476	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	6836	114890	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	982	16500	SH	DEFINE
TREEHOUSE FOODS INC	COM	89469A104	3451	58000	SH	DEFINE
TRIANGLE PETE CORP	COM NEW	89600B201	14123	2046800	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	284636	5230350	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	28629	526077	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	16	300	SH	OTHER
TRIMBLE NAVIGATION LTD	COM	896239100	1834	33700	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	1829	33600	SH	DEFINE
TRIMBLE NAVIGATION LTD	COM	896239100	42	777	SH	DEFINE
TRINA SOLAR LIMITED	SPON ADR	89628E104	22348	3134320	SH	DEFINE
TRINA SOLAR LIMITED	SPON ADR	89628E104	6022	844610	SH	DEFINE
TRINITY INDS INC	COM	896522109	121994	3702390	SH	DEFINE
TRINITY INDS INC	COM	896522109	82	2500	SH	DEFINE
TRIPADVISOR INC	COM	896945201	7134	200000	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	32485	5689072	SH	DEFINE
TRUSTCO BK CORP N Y	COM	898349105	35	6085	SH	DEFINE
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	1949	41958	SH	DEFINE

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

TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	2274	180500	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	793	62960	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1148	91100	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	28647	2273552	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	3013	239124	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	5164	409821	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	211	16750	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	216408	17175270	SH	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	25526	2025910	SH	DEFINE
TUTOR PERINI CORP	COM	901109108	19	1250	SH	DEFINE
TUTOR PERINI CORP	COM	901109108	42972	2758159	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	1467	26106	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	1135	20210	SH	DEFINE
TYCO INTERNATIONAL LTD	SHS	H89128104	30509	543059	SH	DEFINE
UBS AG	SHS NEW	H89231338	2	175	SH	DEFINE
UBS AG	SHS NEW	H89231338	495602	35352271	SH	DEFINE
UBS AG	SHS NEW	H89231338	594	42376	SH	DEFINE
UBS AG	SHS NEW	H89231338	43947	3134842	SH	DEFINE
UBS AG	SHS NEW	H89231338	281	20017	SH	DEFINE
UBS AG	SHS NEW	H89231338	21896	1562276	SH	DEFINE
UBS AG	SHS NEW	H89231338	360822	25738159	SH	DEFINE
UBS AG	SHS NEW	H89231338	192713	13746685	SH	DEFINE
UDR INC	COM	902653104	7663	286901	SH	DEFINE
UIL HLDG CORP	COM	902748102	48664	1400000	SH	DEFINE
ULTA SALON COSMETCS & FRAG I	COM	90384S303	62337	671080	SH	DEFINE
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	1373	18735	SH	DEFINE
ULTRAPETROL BAHAMAS LTD	COM	P94398107	5121	2560617	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	156698	1667000	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	585	6225	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	2190	23300	SH	DEFINE
UNDER ARMOUR INC	CL A	904311107	25	267	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	20030	588600	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	733	21531	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	386	11330	SH	DEFINE
UNILEVER N V	N Y SHS NEW	904784709	9979	293244	SH	DEFINE
UNION PAC CORP	COM	907818108	76189	708866	SH	DEFINE
UNION PAC CORP	COM	907818108	36144	336288	SH	DEFINE
UNION PAC CORP	COM	907818108	21	200	SH	DEFINE
UNIT CORP	COM	909218109	54126	1265800	SH	DEFINE
UNITED CONTL HLDGS INC	COM	910047109	22575	1050000	SH	DEFINE
UNITED CONTL HLDGS INC	COM	910047109	5166	240298	SH	DEFINE
UNITED NAT FOODS INC	COM	911163103	1770	37925	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	34734	430300	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	36637	453879	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	81	1000	SH	OTHER
UNITED PARCEL SERVICE INC	CL B	911312106	1671	20700	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	9626	119253	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	1278	15835	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	635	7870	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	450	5580	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	2109	26129	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	3208	39740	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	389996	4831462	SH	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	52592	651537	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	6359	216520	SH	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	116	3950	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	338656	4083149	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	177004	2134119	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	81100	977811	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	1518	18300	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	42	510	SH	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	128	1546	SH	DEFINE

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

UNITED THERAPEUTICS CORP DEL	COM	91307C102	12914	274000	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	11788	200000	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	7762	131698	SH	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	305065	5175847	SH	DEFINE
UNIVERSAL FST PRODS INC	COM	913543104	70019	2030700	SH	DEFINE
UNIVERSAL STAINLESS & ALLOY	COM	913837100	7151	167400	SH	DEFINE
UNIVERSAL TECHNICAL INST INC	COM	913915104	2947	223441	SH	DEFINE
UNUM GROUP	COM	91529Y106	6394	261177	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	32977	1132830	SH	DEFINE
URBAN OUTFITTERS INC	COM	917047102	258	8850	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	6008	189654	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	47603	1502617	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	9016	284583	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	76	2400	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	580	18318	SH	DEFINE
US BANCORP DEL	COM NEW	902973304	1084	34212	SH	DEFINE
USA TRUCK INC	COM	902925106	5425	700000	SH	DEFINE
V F CORP	COM	918204108	72990	500000	SH	DEFINE
V F CORP	COM	918204108	20205	138409	SH	DEFINE
VAIL RESORTS INC	COM	91879Q109	14437	333800	SH	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	648	9100	PRN	DEFINE
VALE CAP II	VALEP 6.75%12	91912F300	5630	79100	PRN	DEFINE
VALE S A	ADR	91912E105	262	11224	SH	DEFINE
VALE S A	ADR	91912E105	4352	186550	SH	DEFINE
VALE S A	ADR	91912E105	3	135	SH	DEFINE
VALE S A	ADR	91912E105	133	5709	SH	DEFINE
VALE S A	ADR	91912E105	35012	1500740	SH	DEFINE
VALE S A	ADR	91912E105	12335	528739	SH	DEFINE
VALE S A	ADR	91912E105	4092	175400	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	14715	648527	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	3	135	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	7543	332417	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	2733	120450	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	81762	3603424	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	319	14050	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	30356	1337795	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	9729	428777	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	846842	37322182	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	250915	11058414	SH	DEFINE
VALE S A	ADR REPSTG PFD	91912E204	184007	8109591	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	351	13621	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	20056	778260	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	17645	684595	SH	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	9164	355600	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	88747	2867432	SH	DEFINE
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	3711	119914	SH	DEFINE
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	909	11230	PRN	DEFINE
VANGUARD HEALTH SYS INC	COM	922036207	2178	220900	SH	DEFINE
VANGUARD HEALTH SYS INC	COM	922036207	270	27400	SH	DEFINE
VANGUARD HEALTH SYS INC	COM	922036207	1432	145200	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	80867	1860610	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	435	10000	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	12	286	SH	DEFINE
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	49562	1152073	SH	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	202	2550	PRN	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	48655	615260	PRN	DEFINE
VANGUARD SCOTTSDALE FDS	SHRT-TERM CORP	92206C409	206	2600	PRN	OTHER
VANGUARD SCOTTSDALE FDS	INT-TERM GOV	92206C706	1024	15835	PRN	DEFINE
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	2167	63680	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	62624	908120	SH	DEFINE
VARIAN MED SYS INC	COM	92220P105	19340	280450	SH	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	10900	1010230	SH	DEFINE

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

VECTREN CORP	COM	92240G101	26883	925100	SH	DEFINE
VECTREN CORP	COM	92240G101	249	8581	SH	DEFINE
VENTAS INC	COM	92276F100	193	3381	SH	DEFINE
VENTAS INC	COM	92276F100	19597	343207	SH	DEFINE
VERASTEM INC	COM	92337C104	1640	150000	SH	DEFINE
VERIFONE SYS INC	COM	92342Y109	102464	1975400	SH	DEFINE
VERIFONE SYS INC	COM	92342Y109	486	9360	SH	DEFINE
VERISK ANALYTICS INC	CL A	92345Y106	14091	300000	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	42961	1123752	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	61826	1617224	SH	DEFINE
VERIZON COMMUNICATIONS INC	COM	92343V104	38	1000	SH	OTHER
VERIZON COMMUNICATIONS INC	COM	92343V104	4	100	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	22322	544300	SH	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	82	2000	SH	DEFINE
VIACOM INC NEW	CL A	92553P102	218	4200	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	684	14409	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	727001	15318169	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	3016	63540	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	1538	32400	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	6748	142186	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	127618	2688966	SH	DEFINE
VIACOM INC NEW	CL B	92553P201	4353	91724	SH	DEFINE
VIASAT INC	COM	92552V100	82074	1702420	SH	DEFINE
VIASAT INC	COM	92552V100	718	14895	SH	DEFINE
VIASAT INC	COM	92552V100	1899	39400	SH	DEFINE
VIASAT INC	COM	92552V100	4740	98315	SH	DEFINE
VILLAGE SUPER MKT INC	CL A NEW	927107409	8782	278000	SH	DEFINE
VIMPELCOM LTD	SPONSORED ADR	92719A106	2724	244100	SH	DEFINE
VISA INC	COM CL A	92826C839	172901	1465260	SH	DEFINE
VISA INC	COM CL A	92826C839	35526	301071	SH	DEFINE
VISA INC	COM CL A	92826C839	31	260	SH	DEFINE
VISA INC	COM CL A	92826C839	2242	19000	SH	DEFINE
VISA INC	COM CL A	92826C839	28875	244700	SH	DEFINE
VISA INC	COM CL A	92826C839	2124	18000	SH	DEFINE
VISA INC	COM CL A	92826C839	37	313	SH	DEFINE
VISA INC	COM CL A	92826C839	1003	8500	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	3395	76800	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	438	9900	SH	DEFINE
VITAMIN SHOPPE INC	COM	92849E101	1985	44900	SH	DEFINE
VMWARE INC	CL A COM	928563402	16856	150000	SH	DEFINE
VMWARE INC	CL A COM	928563402	11846	105417	SH	DEFINE
VMWARE INC	CL A COM	928563402	2571	22880	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	43829	1584000	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	33883	1224538	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	461	16643	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	17923	647731	SH	DEFINE
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	80832	2921272	SH	DEFINE
VOLCANO CORPORATION	COM	928645100	3773	133100	SH	DEFINE
VOLCANO CORPORATION	COM	928645100	468	16500	SH	DEFINE
VOLCANO CORPORATION	COM	928645100	2061	72700	SH	DEFINE
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	14867	432000	SH	DEFINE
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	867	25200	SH	DEFINE
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	3748	108900	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	137	1623	SH	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	14003	166303	SH	DEFINE
WABASH NATL CORP	COM	929566107	50812	4909340	SH	DEFINE
WABTEC CORP	COM	929740108	486	6450	SH	DEFINE
WAL MART STORES INC	COM	931142103	379024	6193200	SH	DEFINE
WAL MART STORES INC	COM	931142103	1769	28900	SH	DEFINE
WAL MART STORES INC	COM	931142103	13103	214109	SH	DEFINE
WAL MART STORES INC	COM	931142103	165852	2710005	SH	DEFINE
WAL MART STORES INC	COM	931142103	30	490	SH	DEFINE

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

WAL MART STORES INC	COM	931142103	3016	49281	SH	DEFINE
WAL MART STORES INC	COM	931142103	67	1100	SH	DEFINE
WALGREEN CO	COM	931422109	4596	137223	SH	DEFINE
WALTER ENERGY INC	COM	93317Q105	38854	656200	SH	DEFINE
WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	6961	414100	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	29886	80000	SH	DEFINE
WASHINGTON POST CO	CL B	939640108	25	67	SH	DEFINE
WASTE CONNECTIONS INC	COM	941053100	62821	1931180	SH	DEFINE
WASTE CONNECTIONS INC	COM	941053100	18	566	SH	DEFINE
WASTE MGMT INC DEL	COM	94106L109	614	17552	SH	DEFINE
WATERS CORP	COM	941848103	188235	2031460	SH	DEFINE
WATERS CORP	COM	941848103	1867	20149	SH	DEFINE
WATERS CORP	COM	941848103	21	229	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	27991	417400	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	79658	1187865	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	7	100	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	11669	174010	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	25881	385940	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	23637	352444	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	1316	19619	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	7780	116020	SH	DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	41331	616329	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	38375	941709	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	20	500	SH	DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	65	1600	SH	DEFINE
WAVE SYSTEMS CORP	COM NEW	943526301	34	18106	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	85800	5685890	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	5090	337319	SH	DEFINE
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	1692	112100	SH	DEFINE
WEBSense INC	COM	947684106	42	2000	SH	DEFINE
WEBSense INC	COM	947684106	7713	365725	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	1383966	40537944	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	32902	963750	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	2427	71100	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	677307	19839114	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	123	3600	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	848	24849	SH	DEFINE
WELLS FARGO & CO NEW	COM	949746101	1695	49663	SH	DEFINE
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	699630	625116	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	7642	307400	SH	DEFINE
WERNER ENTERPRISES INC	COM	950755108	11485	462000	SH	DEFINE
WESCO INTL INC	DBC 6.000% 9/1	95082PAH8	19340	8000000	PRN	DEFINE
WEST COAST BANCORP ORE NEW	COM NEW	952145209	32296	1707000	SH	DEFINE
WEST MARINE INC	COM	954235107	21337	1781050	SH	DEFINE
WEST MARINE INC	COM	954235107	14797	1235180	SH	DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	144186	3390216	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	10010	358400	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	43571	1560000	SH	DEFINE
WESTAR ENERGY INC	COM	95709T100	11	410	SH	DEFINE
WESTERN GAS PARTNERS LP	COM UNIT LP IN	958254104	226	4902	SH	DEFINE
WESTERN LIBERTY BANCORP	COM	961443108	1597	556530	SH	DEFINE
WESTERN UN CO	COM	959802109	33352	1895000	SH	DEFINE
WESTFIELD FINANCIAL INC NEW	COM	96008P104	2528	319620	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	200	399	SH	DEFINE
WHITE MTNS INS GROUP LTD	COM	G9618E107	880923	1755805	SH	DEFINE
WHITE RIVER CAPITAL INC	COM	96445P105	16077	722550	SH	DEFINE
WHITING PETE CORP NEW	COM	966387102	241677	4450769	SH	DEFINE
WHITING PETE CORP NEW	COM	966387102	58	1065	SH	DEFINE
WHITING PETE CORP NEW	COM	966387102	21	383	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	91673	1101840	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	25062	301220	SH	DEFINE
WHOLE FOODS MKT INC	COM	966837106	19	234	SH	DEFINE

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

WILEY JOHN & SONS INC	CL A	968223206	14505	304798	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	61620	2000000	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	3837	124544	SH	DEFINE
WILLIAMS COS INC DEL	COM	969457100	267846	8693485	SH	DEFINE
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	1698	30013	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	6557	559923	SH	DEFINE
WINDSTREAM CORP	COM	97381W104	273	23300	SH	DEFINE
WINNEBAGO INDS INC	COM	974637100	16121	1644955	SH	DEFINE
WIPRO LTD	SPON ADR 1 SH	97651M109	938	85245	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	71767	2040000	SH	DEFINE
WISCONSIN ENERGY CORP	COM	976657106	827	23500	SH	DEFINE
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	32206	559038	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	50169	1349350	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	621	16700	SH	DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	2796	75200	SH	DEFINE
WPX ENERGY INC	COM	98212B103	645	35791	SH	DEFINE
WPX ENERGY INC	COM	98212B103	218711	12143840	SH	DEFINE
WSB HOLDINGS INC	COM	92934C101	710	192460	SH	DEFINE
WSFS FINL CORP	COM	929328102	2703	65919	SH	DEFINE
WYNN RESORTS LTD	COM	983134107	59901	479670	SH	DEFINE
WYNN RESORTS LTD	COM	983134107	217	1740	SH	DEFINE
WYNN RESORTS LTD	COM	983134107	12	100	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	580878	21944781	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	524	19809	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	2744	103675	SH	DEFINE
XEROX CORP	COM	984121103	6060	750000	SH	DEFINE
XEROX CORP	COM	984121103	89243	11044944	SH	DEFINE
XEROX CORP	COM	984121103	149	18480	SH	DEFINE
XEROX CORP	COM	984121103	710067	87879569	SH	DEFINE
XEROX CORP	COM	984121103	16	2040	SH	DEFINE
XEROX CORP	COM	984121103	99	12250	SH	DEFINE
XEROX CORP	COM	984121103	972	120257	SH	DEFINE
XILINX INC	COM	983919101	112169	3079020	SH	DEFINE
XILINX INC	COM	983919101	1899	52128	SH	DEFINE
XILINX INC	COM	983919101	12	340	SH	DEFINE
XILINX INC	COM	983919101	23	642	SH	DEFINE
XILINX INC	NOTE 2.625% 6/1	983919AF8	24431	18080000	PRN	DEFINE
XINYUAN REAL ESTATE CO LTD	SPONS ADR	98417P105	69	19851	SH	DEFINE
XYLEM INC	COM	98419M100	1618	58300	SH	DEFINE
XYLEM INC	COM	98419M100	675	24318	SH	DEFINE
YAHOO INC	COM	984332106	32463	2132900	SH	DEFINE
YAHOO INC	COM	984332106	4082	268218	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	41779	2677793	SH	DEFINE
YAMANA GOLD INC	COM	98462Y100	3587	229900	SH	DEFINE
YELP INC	CL A	985817105	2447	91000	SH	DEFINE
YELP INC	CL A	985817105	186	6900	SH	DEFINE
YELP INC	CL A	985817105	774	28800	SH	DEFINE
YM BIOSCIENCES INC	COM	984238105	1790	959800	SH	DEFINE
YM BIOSCIENCES INC	COM	984238105	9	5000	SH	DEFINE
YUM BRANDS INC	COM	988498101	5028	70639	SH	DEFINE
ZELTIQ AESTHETICS INC	COM	98933Q108	2721	441002	SH	DEFINE
ZELTIQ AESTHETICS INC	COM	98933Q108	129	20900	SH	DEFINE
ZELTIQ AESTHETICS INC	COM	98933Q108	610	98900	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	6428	100000	SH	DEFINE
ZIMMER HLDGS INC	COM	98956P102	8348	129872	SH	DEFINE
ZYNGA INC	CL A	98986T108	21185	1611000	SH	DEFINE
ZYNGA INC	CL A	98986T108	160	12200	SH	DEFINE

GRAND TOTAL

152139381

