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FRANKLIN RESOURCES INC Form 8-K

March 15, 2005

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 15, 2005

FRANKLIN RESOURCES, INC. (Exact name of registrant as specified in its charter)

Delaware 1-9318 13-26/0991 (State or other jurisdiction (Commission File Number) (IRS Employer Identification No.)

One Franklin Parkway, San Mateo, California (Address of principal executive offices)

94403 (Zip Code)

Registrant's telephone number, including area code: (650) 312-3000

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

- [] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- [] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- [] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- [] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 OTHER EVENTS.

On March 15, 2005, Franklin Resources, Inc. (the "Company") issued a press release announcing the approval by its Board of Directors of a regular quarterly cash dividend of \$0.10 per share and a special cash dividend of \$2.00 per share, each payable on April 15, 2005 to stockholders of record holding shares of common stock, par value \$0.10 per share, of the Company on March 31, 2005. A

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copy of that press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

EXHIBIT NO. DESCRIPTION

99.1 Press Release dated March 15, 2005 issued by Franklin

Resources, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FRANKLIN RESOURCES, INC.

Date: March 15, 2005 /s/ Barbara J. Green

Barbara J. Green

Vice President, Deputy General Counsel

and Secretary

EXHIBIT INDEX

EXHIBIT NO. DESCRIPTION

99.1 Press Release dated March 15, 2005 issued by Franklin

Resources, Inc.