

WOODWORTH LOUIS E
Form 4
October 24, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WOODWORTH LOUIS E

2. Issuer Name and Ticker or Trading Symbol
FRANKLIN RESOURCES INC
[BEN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/20/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

1505 7TH AVENUE WEST

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SEATTLE, WA 98119

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.10	10/20/2006		M	671.4326 A	1,070,922.4326	D	
Common Stock, par value \$.10	10/20/2006		D	671.4326 D	\$ 105.72 1,070,251	D	
Common Stock, par value \$.10					448,088	I	By IRA

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Represents a hypothetical investment account calculation of deferred Franklin Resources, Inc.'s director's fees based upon the performance of Issuer's stock payable in cash in forty substantially equal quarterly installments beginning on October 20, 2005 and continuing on each January 20, April 20, July 20 and October 20 thereafter, except that if any such date is a Saturday, Sunday or holiday, then the quarterly installment shall be paid on the next business day.

(4) Each hypothetical unit is the economic equivalent of one share of the Issuer's stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

1,679

Income tax (benefit) expense

(242)

869

1,597

(93)

Net income

2,203

Explanation of Responses:

3,315

3,311

1,201

Earnings per share:

Basic

Explanation of Responses:

\$

0.25

\$

0.38

\$

0.37

\$

0.11

Diluted

\$

0.24

\$

0.36

\$

0.35

\$

0.11

Weighted-average shares outstanding:

Basic

8,753

8,796

8,844

Explanation of Responses:

10,662

Diluted

9,185

9,288

9,343

11,217

	Fiscal Three Months Ended			
	March 31, 2017	June 30, 2017	September 29, 2017	December 29, 2017
	(in thousands except per share amounts)			
Contract revenue	\$ 68,351	\$ 71,833	\$ 69,007	\$ 64,161
Income from operations	1,964	4,563	4,183	2,994
Income tax expense	(673)	1,220	1,292	(277)
Net income	2,641	3,312	2,886	3,290
Earnings per share:				
Basic	\$ 0.32	\$ 0.38	\$ 0.33	\$ 0.38
Diluted	\$ 0.30	\$ 0.36	\$ 0.31	\$ 0.36
Weighted-average shares outstanding:				
Basic	8,281	8,603	8,730	8,689
Diluted	8,854	9,136	9,248	9,231

16. SUBSEQUENT EVENTS

On January 31, 2019, we entered into an interest swap agreement for \$35 million notional amount. The interest swap agreement was designated as a cash flow hedge to fix the variable interest rate on a portion of the borrowings under our Delayed Draw Term Loan Facility. The interest swap fixed rate is 2.47% and the amortization is quarterly in an amount equal to 10% annually. The interest swap agreement expires on January 31, 2022.

Subsequent events were evaluated through to the filing date of March 8, 2019.

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