

Item 2.02 Results of Operations and Financial Condition.

On October 25, 2018, Franklin Resources, Inc. (the “Company”) issued a press release announcing the preliminary financial results for the Company’s fourth fiscal quarter and fiscal year ended September 30, 2018. The Company also posted a preliminary fourth quarter earnings commentary on its internet website, as stated in the press release. A copy of the press release is attached hereto as Exhibit 99.1 and a copy of the commentary is attached hereto as Exhibit 99.2, and each is incorporated herein by reference.

The information in this Item 2.02, including the exhibits hereto, (x) shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section and (y) shall not be incorporated by reference into any filing of the Company with the Securities and Exchange Commission, whether made before or after the date hereof, regardless of any general incorporation language in such filings (unless the Company specifically states that the information or exhibits in this particular report with respect to Item 2.02 are incorporated by reference).

Item 8.01 Other Events.

On October 25, 2018, the Company issued a press release announcing its execution of a definitive agreement to acquire Benefit Street Partners, LLC. A copy of the press release is included as Exhibit 99.3 to this Current Report on Form 8-K and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The exhibits listed on the Exhibit Index are incorporated herein by reference.

Exhibit Index

Exhibit No.	Description
99.1	<u>Press Release dated October 25, 2018 issued by Franklin Resources, Inc. Announcing Preliminary Financial Results</u>
99.2	<u>Franklin Resources, Inc. Executive Commentary Preliminary Fourth Quarter and Fiscal Year Results, dated October 25, 2018</u>
99.3	<u>Press Release dated October 25, 2018 issued by Franklin Resources, Inc. Announcing Execution of Definitive Agreement</u>

SIGNATURE

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: October 25, 2018 /s/ Kenneth A. Lewis

Name: Kenneth A. Lewis

Title: Chief Financial Officer and Executive Vice President