

FRANKLIN CAPITAL CORP  
 Form N-23C-1  
 August 06, 2001

(Do not use this space)

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 OMB APPROVAL  
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UNITED STATES  
 SECURITIES AND EXCHANGE COMMISSION  
 Wasington, D.C. 20549

FORM N-23C-1

STATEMENT BY REGISTERED CLOSED-END  
 INVESTMENT COMPANY WITH RESPECT TO PURCHASES OF ITS OWN  
 SECURITIES PURSUANT TO RULE N-23C-1 DURING THE LAST CALENDAR MONTH

(See rules and instructions on back of this form. If acknowledgment is desired,  
 file this form with the Commission in triplicate.)

REPORT FOR CALENDAR MONTH ENDING JULY 31, 2001  
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FRANKLIN CAPITAL CORPORATION  
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(Name of registered closed-end investment company)

Date of Each Transaction	Identification of Security	Number of Shares Purchased	Price Per Share	Approximate Asset Value or Approximate Asset Coverage Per Share at Time of Purchase	Name of Seller or of Seller's Broker
July 18, 2001	Franklin Capital Corporation Common Stock	500	4.91	\$3.40	First New York Securities Corporation

REMARKS:

Franklin Capital Corporation  
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 Name of Registrant

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By /s/ Hiram M. Lazar

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(Name)

Date of Statement: August 6, 2001

Chief Financial Officer

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(Title)

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SEC 1580 (5-97)