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FRANKLIN CAPITAL CORP
Form 8-K
June 02, 2004

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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): June 2, 2004

FRANKLIN CAPITAL CORPORATION
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
(State or Other Jurisdiction of Incorporation)

1-9727
(Commission File Number)

13-3419202
(I.R.S. Employer Identification No.)

450 PARK AVENUE, 20TH FLOOR
NEW YORK, NEW YORK
(Address of Principal Executive Offices)

10022
(Zip Code)

(212) 486-2323
(Registrant's Telephone Number, Including Area Code)

NOT APPLICABLE
(Former Name or Former Address, if Changed Since Last Report)

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

Exhibit 99.1 - Letter from Franklin Capital Corporation (the "Company") to Ault Glazer & Company Investment Management LLC ("Ault Glazer"), dated June 2, 2004.

ITEM 9. REGULATION FD DISCLOSURE.

On June 2, 2004, the Company sent a letter to Ault Glazer, in response to Ault Glazer's Letter to the Company dated June 1, 2004. A copy of

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the letter sent by the Company is filed herewith as Exhibit 99.1.

2

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.

Date: June 2, 2004

FRANKLIN CAPITAL CORPORATION

By: /s/ Stephen L. Brown

Name: Stephen L. Brown

Title: Chairman and Chief Executive Officer

3

EXHIBIT INDEX

| Exhibit | Description |
|---------|-------------|
|---------|-------------|

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99.1

Letter from the Company to Ault Glazer, dated June 2, 2004.