

FRANKLIN CAPITAL CORP
 Form N-23C-1
 March 08, 2001

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 OMB APPROVAL

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UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 Washington, 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 February 28, 2001

Franklin Capital Corporation

 (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
February 23, 2001	Franklin Capital Corporation Common Stock	400	\$6.12	\$5.04	First New York Securities Corp.

REMARKS:

Franklin Capital Corporation

Name of Registrant

By /s/ Hiram Lazar

(Name)

Date of Statement: March 7, 2001

Chief Financial Officer

(Title)

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CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM
DISPLAYS A CORRECTLY VALID OMB CONTROL NUMBER.

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