

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

(DO NOT USE THIS SPACE)

 OMB APPROVAL

OMB NUMBER: 3235-0230
 EXPIRES: MAY 31, 2000
 ESTIMATED AVERAGE BURDEN
 HOURS PER RESPONSE.....1.00

 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 June 30, 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
June 1, 2001	Franklin Capital Corporation Common Stock	6,000	\$5.05	\$3.80	First New York Securities

REMARKS:

Franklin Capital Corporation

 Name of Registrant

By /s/ Hiram M. Lazar

 (Name)

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Date of Statement: July 6, 2001

Chief Financial Officer

(Title)

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 CONTROL NUMBER.

SEC 1580 (5-97)