



Franklin Mutual Shares Fund

Value
December 31, 2014

Fund Fact Sheet

Fund Description

The fund seeks capital appreciation, with income as a secondary goal. Its strategy is focused on undervalued mid- and large-cap equity securities, which may include foreign securities and, to a lesser extent, distressed securities and merger arbitrage.

Fund Overview

Total Net Assets [All Share Classes]	\$16,423 million
Fund Inception Date	7/1/1949
Dividend Frequency	Semiannually in September and December
Number of Issuers	120

Share Class Information

Share Class	CUSIP	NASDAQ Symbol
A	628 380 602	TESIX
C	628 380 701	TEMTX
R	354 026 502	TESRX
R6	354 026 742	FMSHX
Class Z	628 380 107	MUTHX

Fund Management

	Years with Firm	Years of Experience
Peter Langerman	25	28
F. David Segal, CFA	12	23
Deborah Turner, CFA	21	22

Maximum Sales Charge

Class A: 5.75% initial sales charge
Class C: 1.00% contingent deferred sales charge (CDSC) in the first year only

Total Annual Operating Expenses

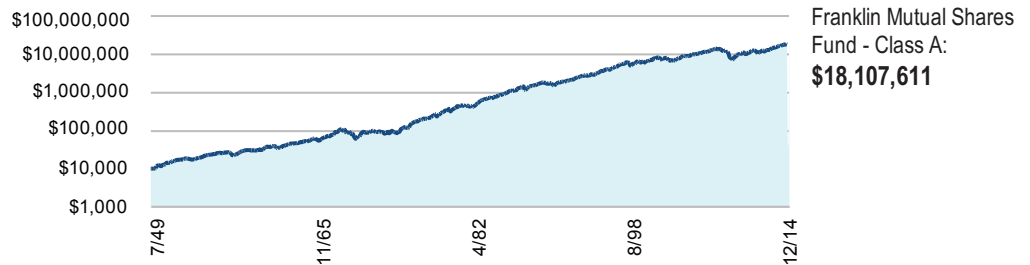
Share Class	Expense
A	1.09%
C	1.79%

Asset Allocation (%)

Undervalued Equities	81.56
Cash & Other Net Assets	8.77
Distressed Investments	7.11
Merger Arbitrage	2.56

Performance

Growth of a \$10,000 Investment - Without Sales Charge (from 07/01/1949-12/31/2014)



Total Returns % (as of 12/31/2014)

Share Class	YTD	AVERAGE ANNUAL				Since Inception	Inception Date
		1 Yr	3 Yrs	5 Yrs	10 Yrs		
A With Sales Charge	1.11	1.11	14.02	10.16	5.54	12.03	7/1/1949
A Without Sales Charge	7.30	7.30	16.29	11.47	6.17	12.13	7/1/1949
C With Sales Charge	5.56	5.56	15.48	10.70	5.44	10.54	7/1/1949
C Without Sales Charge	6.56	6.56	15.48	10.70	5.44	10.54	7/1/1949

Calendar Year Total Returns % - Without Sales Charge

Share Class	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
A	7.30	27.74	14.75	-1.79	11.41	27.84	-38.10	2.97	17.98	9.98
	2004	2003	2002	2001	2000	1999	1998	1997	1996	1995
	13.50	26.18	-11.20	5.94	13.42	14.63	0.01	26.01	20.31	28.60

Performance data represents past performance, which does not guarantee future results. Current performance may differ from figures shown. The fund's investment returns and principal values will change with market conditions, and you may have a gain or a loss when you sell your shares. Please call Franklin Templeton at (800) DIAL BEN/(800) 342-5236 or visit franklintempleton.com for the most recent month-end performance.

If the sales charge had been included, the return would have been lower.

Effective June 30, 2014, Mutual Shares Fund was renamed Franklin Mutual Shares Fund.

Top 10 Holdings (% of Total)

Issuer Name	Percentage
MEDTRONIC INC	2.99
MICROSOFT CORP	2.78
MERCK & CO INC	2.58
WHITE MOUNTAINS INSURANCE GROUP LTD	2.51
TEVA PHARMACEUTICAL INDUSTRIES LTD	2.18
APPLE INC	2.02
TWENTY-FIRST CENTURY FOX INC	1.91
PNC FINANCIAL SERVICES GROUP INC	1.91
AMERICAN INTERNATIONAL GROUP INC	1.73
TIME WARNER CABLE INC	1.64

Fund Measures

Standard Deviation (3 Yrs)	8.38
Beta (3 Yrs; vs. S&P 500 Index)	0.89

Composition of Fund

■ Franklin Mutual Shares Fund ■ S&P 500 Index

Geographic	% of Total
United States	73.36 / 100.00
United Kingdom	9.13 / 0.00
Cash & Cash Equivalents	8.77 / 0.00
Israel	2.20 / 0.00
Germany	1.34 / 0.00
Denmark	1.24 / 0.00
Netherlands	1.18 / 0.00
Switzerland	1.09 / 0.00
South Korea	1.08 / 0.00
Other	0.60 / 0.00

Sector	% of Total
Financials	21.14 / 16.65
Consumer Discretionary	14.12 / 12.13
Information Technology	12.42 / 19.66
Health Care	11.99 / 14.21
Consumer Staples	11.03 / 9.80
Cash & Cash Equivalents	8.77 / 0.00
Energy	8.51 / 8.44
Materials	4.33 / 3.17
Industrials	4.29 / 10.41
Other	3.41 / 5.52

What Are the Risks

All investments involve risks, including possible loss of principal. Value securities may not increase in price as anticipated or may decline further in value. The fund's investments in foreign securities involve special risks including currency fluctuations, and economic and political uncertainties. The fund may also invest in companies engaged in mergers, reorganizations or liquidations, which involve special risks as pending deals may not be completed on time or on favorable terms, as well as lower-rated bonds, which entail higher credit risk. Please consult the prospectus for a more detailed description of the fund's risks.

Glossary

Beta: A measure of the fund's volatility relative to the market, as represented by the stated Index. A beta greater than 1.00 indicates volatility greater than the market.

Standard Deviation: A measure of risk; the larger the standard deviation, the greater the likelihood (and risk) that a fund's performance will fluctuate.

Important Information

Effective June 30, 2014, Mutual Shares Fund was renamed Franklin Mutual Shares Fund.

Investors should carefully consider a fund's investment goals, risks, charges and expenses before investing. To obtain a summary prospectus and/or prospectus, which contains this and other information, talk to your financial advisor, call us at (800) DIAL BEN/342-5236 or visit franklintempleton.com. Please carefully read a prospectus before you invest or send money.

Information is historical and may not reflect current or future portfolio characteristics. All portfolio holdings are subject to change.

Source for Index: FactSet. Indexes are unmanaged and one cannot invest directly in an index.

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Performance: The fund offers other share classes subject to different fees and expenses, which will affect their performance.

Figures include the Rule 12b-1 expenses as if in effect during the entire period. Class C Shares have higher annual fees and expenses than Class A Shares.

Prior to 11/1/96, only a single class of fund shares was offered without a sales charge and Rule 12b-1 expenses. Returns shown are a restatement of the original class to include both the Rule 12b-1 expenses and the current sales charges applicable to each share class. Class A: Prior to 8/3/98, these shares were offered at a lower initial sales charge; thus actual returns would have differed. Class C: Prior to 1/1/04, these shares were offered with an initial sales charge; thus actual returns would have differed.

Top 10 Holdings: The portfolio manager for the fund reserves the right to withhold release of information with respect to holdings that would otherwise be included.

Composition of Fund: Percentage may not equal 100% due to rounding.