




January 19, 2016

Reminder: Reorganization of Franklin Large Cap Value Fund Into Franklin Rising Dividends Fund

The Board of Trustees of behalf of **Franklin Large Cap Value Fund** (the “fund”) has approved a proposal to reorganize the fund with and into **Franklin Rising Dividends Fund**, at the close of market on or about **May 20, 2016** (reorganization date), subject to shareholder approval. Please see the enclosed prospectus supplement for more information.

<i>Prospectus Supplement</i>	 GOF_P14_Final
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In preparation for the proposed reorganization, the fund will close to new investors at the close of market on or about **January 20, 2016**. Existing shareholders may continue to make investments in the fund as well as:

- Clients of discretionary investment allocations programs where such programs had investments in the fund prior to the fund closing to new investors.
- Employer sponsored retirement plans or benefit plans and their participants where the fund was available to participants prior to the fund closing to new investors.

If the reorganization is approved by shareholders at a meeting expected to be held on or about April 29, 2016, the fund is expected to close to all investments on or about **May 13, 2016**, shortly before the completion of the reorganization on or about May 20, 2016. Shares of Franklin Large Cap Value Fund share classes A, C, R, R6, and Advisor will be exchanged for shares of Franklin Rising Dividends Fund shares classes A, C, R, R6, and Advisor, respectively.

Fund Name	Share Class	Fund #	CUSIP	NASDAQ
Franklin Large Cap Value Fund	A	480	355 148 701	FLVAX
Franklin Large Cap Value Fund	C	580	355 148 883	FLCVX
Franklin Large Cap Value Fund	R	881	355 148 834	FLCRX
Franklin Large Cap Value Fund	R6	381	355 148 685	FRLGX
Franklin Large Cap Value Fund	Advisor	630	355 148 768	-

Fund Name	Share Class	Fund #	CUSIP	NASDAQ
Franklin Rising Dividends Fund	A	158	353 825 102	FRDPX
Franklin Rising Dividends Fund	C	258	353 825 409	FRDTX
Franklin Rising Dividends Fund	R	858	353 825 706	FRDRX
Franklin Rising Dividends Fund	R6	348	353 825 888	FRISX
Franklin Rising Dividends Fund	Advisor	685	353 825 805	FRDAX

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Franklin Templeton Investor Services, LLC.
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If you have questions, please contact your Dedicated Service Team at 1-800/266-6768.

Operational Details

As the reorganization date approaches, we will be providing notifications with additional operational details. Your Dedicated Service Team will perform a review of accounts with networked and omnibus positions in the funds, and contact your firm to discuss any questions or obtain processing instructions, as needed.

- Shareholders will receive shares of Franklin Rising Dividends Fund, which will have the same aggregate net asset value as their investment in Franklin Large Cap Value Fund. The exchange of shares will be based on each fund's net asset value per share on May 20, 2016, and processed on or about May 23, 2016.
- Account options will be carried over from the Franklin Large Cap Value Fund account to the new Franklin Rising Dividends Fund account.
- Shareholders that have an existing account in the Franklin Rising Dividends Fund that matches the registration on their Franklin Large Cap Value Fund account will have their shares exchanged into the existing account.

Tax Implications

While the transaction is intended to qualify as a tax-free reorganization for federal tax income purposes, please note that redemptions made before the reorganization date may be taxable. Shareholders should consult their tax advisor about the effect, if any, of the transaction in light of their individual circumstances.

How will financial advisors and shareholders be notified?

- A message has posted to the Franklin Large Cap Value Fund's main page on franklintempleton.com.
- Financial advisors were sent an email detailing these changes on about December 29, 2015; for financial advisors without an email address on file, a letter was mailed to them on the same date.
- A prospectus supplement detailing the proposed fund reorganization was included with shareholders' asset summary statements, which was mailed in early January 2016. Shareholders of record will be mailed a combined prospectus/proxy statement on or about February 23, 2016.