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FILED
May 06 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P18585 (0)
1. Corporation Name
TEMPLETON SMALLER COMPANIES GROWTH FUND, INC.
TEMPLETON SMALLER COMPANIES GROWTH FUND, INC.

Principal Place of Business
800 E. BROWARD BLVD.
FT. LAUDERDALE FL 33394

Mailing Address
500 E. BROWARD BLVD.
FT. LAUDERDALE FL 33394-3002



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21 SAME		26 SAME		03/28/1988	05/01/1996
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	Applied For
22		27		59-2098933	Not Applicable
City & State		City & State		5. Certificate of Status Desired	\$8.75 Additional Fee Required
23		28		☒ Yes	\$5.00 May Be Added to Fees
Zip	Country	Zip	Country	6. Election Campaign Financing Trust Fund Contribution	☐ Yes ☒ No
24	25	29	30	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	

9. Name and Address of Current Registered Agent

MISTELE, THOMAS M.
700 CENTRAL AVE.
ST. PETERSBURG FL 33701-3628

10. Name and Address of New Registered Agent

81 Name	Barbara J. Green
82 Street Address (P.O. Box Number is Not Acceptable)	500 E. Broward Blvd.
83 Suite	Suite 2100
84 City	Ft. Lauderdale
85 Zip Code	FL 33394

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE Barbara J. Green Barbara J. Green SECRETARY 4/25/97
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent's signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VCD	1.1 TITLE	☐ Change ☐ Addition
NAME	JOHNSON, CHARLES B	1.2 NAME	
STREET ADDRESS	777 MARINERS ISLAND BLVD	1.3 STREET ADDRESS	
CITY-ST-ZIP	SAN MATEO CA 94404-1585	1.4 CITY-ST-ZIP	
TITLE	DV	2.1 TITLE	☐ Change ☐ Addition
NAME	BURNS, HARMON E	2.2 NAME	
STREET ADDRESS	777 MARINERS ISLAND BLVD	2.3 STREET ADDRESS	
CITY-ST-ZIP	SAN MATEO CA 94404-1585	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	☒ Change ☐ Addition
NAME	ASHTON, HARRIS J	3.2 NAME	
STREET ADDRESS	P.O. BOX 10045, METRO CTR, 1 STATION PL	3.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT 06902-2045	3.4 CITY-ST-ZIP	
TITLE	S	4.1 TITLE	☐ Change ☐ Addition
NAME	MISTELE, THOMAS M.	4.2 NAME	
STREET ADDRESS	700 CENTRAL AVE.	4.3 STREET ADDRESS	
CITY-ST-ZIP	ST. PETERSBURG FL 33701-3628	4.4 CITY-ST-ZIP	
TITLE	V	5.1 TITLE	☐ Change ☐ Addition
NAME	HOLOWESKO, MARK G	5.2 NAME	
STREET ADDRESS	LYFORD CAY	5.3 STREET ADDRESS	
CITY-ST-ZIP	NASSAU, BAHAMAS	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	☐ Change ☐ Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 2 or Block 13 if changed, or on an attachment with an address.

SIGNATURE Barbara J. Green (954) 527-7577

CR2E034 (9/96)

TEMPLETON GLOBAL SMALLER COMPANIES FUND, INC.

Continuation of Question No. 12 (Names and Addresses of Each Officer and Director):

<u>Title</u>	<u>Names of Officers & Directors</u>	<u>Street Address/City & State</u>
V	Flanagan, Martin L.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
T	Baio, James R.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
AS	Steele, Jeffrey L.	1500 K Street Washington, D.C. 20005
D	Krahmer, Betty P.	2201 Kentmere Parkway Wilmington, Delaware 19806
D	Millsaps, Fred R.	2665 NE 37th Drive Ft. Laud., FL 33308
D	Hines, Andrew H., Jr.	150 2nd Avenue N, Ste 1170 St. Petersburg, FL 33701
D	Fortunato, S. Joseph	200 Campus Drive Florham Park, NJ 07932
D	Macklin, Gordon S.	8212 Burning Tree Road Bethesda, MD 20817
V	Kay, John R.	500 East Broward Blvd. Ft. Lauderdale, FL 33394
D	Brady, Nicholas F.	The Bullitt House 102 E. Dover Street Easton, MD 21601
D	Galbraith, John Wm.	360 Central Avenue, Ste 1300 St. Petersburg, FL 33701
V	Johnson, Rupert H., Jr.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Gatzek, Deborah, R.	777 Mariners Island Blvd. San Mateo, CA 94404-1585
V	Johnson, Charles E.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
P	Joseph, Marc	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
V	Knoblock, Elizabeth M.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394

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Continuation of Question No. 12 (Names and Addresses of Each Officer and Director):

<u>Title</u>	<u>Names of Officers & Directors</u>	<u>Street Address/City & State</u>
S	Green, Barbara J.	500 E. Broward Blvd. Ft. Lauderdale, FL 33394
A/T	DeBellis, Karen P.	700 Central Avenue St. Petersburg, FL 33701
A/S	Greene, Larry	777 Mariners Island Blvd. San Mateo, CA 94404-1585