BMB MUNAI INC Form SC 13G/A February 06, 2009 CUSIP NO. 09656A105

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

BMB MUNAI, INC. (Name of Issuer)

Common - \$0.001 (Title of Class of Securities)

09656A105

(CUSIP Number)

December 31, 2008 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- X Rule 13d-1(b)
- o Rule 13d-1(c)
- o Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO.	09656A	105	13G	Page 2 of 14
1.	NAMES (OF REPORTING PERSONS.		
	Franklin R	esources, Inc.		
2.	СНЕСК Т	HE APPROPRIATE BOX IF A MEMBER OF A	GROUP	
	(a) (b) X			
3.	SEC USE	ONLY		
4.	CITIZENS	SHIP OR PLACE OF ORGANIZATION		
	Delaware			
NUMBER	OF SHAR	ES BENEFICIALLY OWNED BY EACH REPOR	RTING PERSON WITH:	
	5.	SOLE VOTING POWER		
		(See Item 4)		
	6.	SHARED VOTING POWER		
		(See Item 4)		
	7.	SOLE DISPOSITIVE POWER		
		(See Item 4)		
	8.	SHARED DISPOSITIVE POWER		

(See Item 4)

9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	5,630,906
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES o
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	11.9%
12.	TYPE OF REPORTING PERSON
	HC, CO (See Item 4)

CUSIP NO.	09656A	105 136	G	Page 3 of 14
1.	NAMES C	OF REPORTING PERSONS.		
	Charles B.	Johnson		
2.	СНЕСК Т	HE APPROPRIATE BOX IF A MEMBER OF A GR	OUP	
	(a) (b) X			
3.	SEC USE	ONLY		
4.	CITIZENS	HIP OR PLACE OF ORGANIZATION		
	USA			
NUMBER	OF SHAR	ES BENEFICIALLY OWNED BY EACH REPORTE	NG PERSON WITH:	
	5.	SOLE VOTING POWER		
		(See Item 4)		
	6.	SHARED VOTING POWER		
		(See Item 4)		
	7.	SOLE DISPOSITIVE POWER		
		(See Item 4)		

8.

SHARED DISPOSITIVE POWER

	(See Item 4)
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	5,630,906
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES o
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	11.9%
12.	TYPE OF REPORTING PERSON
	HC, IN (See Item 4)

CUSIP NO.	09656A	105 13G		Page 4 of 14
1.	NAMES C	F REPORTING PERSONS.		
	Rupert H.	Johnson, Jr.		
2.	СНЕСК Т	HE APPROPRIATE BOX IF A MEMBER OF A GROU	UP	
	(a) (b) X			
3.	SEC USE	ONLY		
4.	CITIZENS	SHIP OR PLACE OF ORGANIZATION		
	USA			
NUMBER	OF SHAR	ES BENEFICIALLY OWNED BY EACH REPORTING	G PERSON WITH:	
	5.	SOLE VOTING POWER		
		(See Item 4)		
	6.	SHARED VOTING POWER		
		(See Item 4)		
	7.	SOLE DISPOSITIVE POWER		
		(See Item 4)		

8.

SHARED DISPOSITIVE POWER

	(See Item 4)
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	5,630,906
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES o
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	11.9%
12.	TYPE OF REPORTING PERSON
	HC, IN (See Item 4)

CUSIP NO.	09656A10	5 1	3G	Page 5 of 14
1.	NAMES OF	REPORTING PERSONS.		
	Templeton	Asset Management Ltd.		
2.	CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A (GROUP	
	(a) (b) X			
3.	SEC USE O	NLY		
4.	CITIZENSI	IIP OR PLACE OF ORGANIZATION		
	Singapore			
NUMBER	OF SHARES	BENEFICIALLY OWNED BY EACH REPORT	TING PERSON WITH:	
	5.	SOLE VOTING POWER		
		5,630,906		
	6.	SHARED VOTING POWER		
		0		
	7.	SOLE DISPOSITIVE POWER		
		5,630,906		

SHARED DISPOSITIVE POWER

9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	5,630,906
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES o
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	11.9%
12.	TYPE OF REPORTING PERSON
	IA, CO (See Item 4)

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Item 1.			

(a)

Name of Issuer