

Johnson Terence  
Form 3  
April 11, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
^ Johnson Terence		(Month/Day/Year)	LEGG MASON, INC. [LM]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		04/01/2013		
LEGG MASON, INC., ^ 100 INTERNATIONAL DRIVE			(Check all applicable)	
	(Street)		<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			Head, Global Distribution	
BALTIMORE, ^ MD ^ 21202			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	71,347	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who 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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	Â (1)	07/22/2014	Common Stock	2,500	\$ 95.66	D	Â
Stock Options (Right to buy)	Â (2)	07/22/2015	Common Stock	5,000	\$ 100.77	D	Â
Stock Options (Right to buy)	Â (3)	07/22/2016	Common Stock	5,000	\$ 33.97	D	Â
Stock Options (Right to buy)	Â (4)	07/22/2017	Common Stock	15,000	\$ 27.45	D	Â
Stock Options (Right to buy)	Â (5)	05/18/2018	Common Stock	5,781	\$ 33.25	D	Â
Stock Options (Right to buy)	Â (6)	05/17/2019	Common Stock	19,040	\$ 33.99	D	Â
Stock Options (Right to buy)	Â (7)	05/17/2020	Common Stock	27,455	\$ 23.72	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnson Terence LEGG MASON, INC. 100 INTERNATIONAL DRIVE BALTIMORE, MD 21202	Â	Â	Â Head, Global Distribution	Â

## Signatures

/s/ Elisabeth F. Craig, Attorney-in-fact for Terence A. Johnson 04/11/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Employee stock options vests serially over five years and commenced on July 23, 2007.
- (2) Employee stock options vests serially over five years and commenced on July 23, 2008.
- (3) Employee stock options vests serially over five years and commenced on July 23, 2009.
- (4) Employee stock options vests serially over five years and commenced on July 23, 2010.
- (5) Employee stock options vests serially over five years and commenced on May 31, 2011.
- (6) Employee stock options vests serially over four years and commenced on May 31, 2012.
- (7) Employee stock options vests serially over four years commencing on May 31, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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