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Form 990-PF

## Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

**G** Check all that apply     Initial return     Initial return of a former public charity     Final return  
 Amended return     Address change     Name change

**Name of foundation**  
THE BENSON FAMILY CHARITABLE TRUST  
C/O KATZ NANNIS SOLOMON PC

**Number and street (or P O box number if mail is not delivered to street address)** 250 FIRST AVENUE NO 101    **Room/suite**

**City or town, state, and ZIP code** NEEDHAM, MA 024942805

**H Check type of organization**  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust     Other taxable private foundation

**I Fair market value of all assets at end of year (from Part II, col. (c), line 16)** **\$ 12,464,410**    **J Accounting method**  Cash     Accrual  
 Other (specify) \_\_\_\_\_  
*(Part I, column (d) must be on cash basis.)*

**A Employer identification number**  
22-5017058

**B Telephone number (see page 10 of the instructions)**  
(781) 453-8700

**C If exemption application is pending, check here**

**D 1. Foreign organizations, check here**

**2. Foreign organizations meeting the 85% test, check here and attach computation**

**E If private foundation status was terminated under section 507(b)(1)(A), check here**

**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here**

**Part I Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
<b>3</b>	Interest on savings and temporary cash investments				
<b>4</b>	Dividends and interest from securities. . . . .	87,888	87,888		
<b>5a</b>	Gross rents . . . . .				
<b>b</b>	Net rental income or (loss) _____				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	618,202			
<b>b</b>	Gross sales price for all assets on line 6a <u>5,704,022</u>				
<b>7</b>	Capital gain net income (from Part IV, line 2) . . . . .		618,202		
<b>8</b>	Net short-term capital gain . . . . .				
<b>9</b>	Income modifications . . . . .				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold . . . . .				
<b>c</b>	Gross profit or (loss) (attach schedule) . . . . .				
<b>11</b>	Other income (attach schedule) . . . . .				
<b>12</b>	<b>Total.</b> Add lines 1 through 11 . . . . .	706,090	706,090		

<b>Revenue</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0	0
	<b>14</b> Other employee salaries and wages . . . . .			
	<b>15</b> Pension plans, employee benefits . . . . .			
	<b>16a</b> Legal fees (attach schedule) . . . . .			
	<b>b</b> Accounting fees (attach schedule) . . . . .			
	<b>c</b> Other professional fees (attach schedule) . . . . .			
<b>Operating and Administrative Expenses</b>	<b>17</b> Interest . . . . .	95,521	95,521	0
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)			
	<b>19</b> Depreciation (attach schedule) and depletion . . . . .			
	<b>20</b> Occupancy . . . . .			
	<b>21</b> Travel, conferences, and meetings . . . . .			
	<b>22</b> Printing and publications . . . . .			
	<b>23</b> Other expenses (attach schedule) . . . . .	250,811	250,811	0
	<b>24 Total operating and administrative expenses.</b>	346,332	346,332	0
	Add lines 13 through 23 . . . . .			
	<b>25</b> Contributions, gifts, grants paid . . . . .	750,275		750,275
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,096,607	346,332	750,275
	<b>27</b> Subtract line 26 from line 12			
	<b>a Excess of revenue over expenses and disbursements</b>	-390,517		
	<b>b Net investment income</b> (if negative, enter -0-) . . . . .		359,758	
	<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .			

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing . . . . .		187,781	187,781		
	2 Savings and temporary cash investments . . . . .	1,519,775				
	3 Accounts receivable ►					
	Less allowance for doubtful accounts ►					
	4 Pledges receivable ►					
	Less allowance for doubtful accounts ►					
	5 Grants receivable . . . . .					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .					
	7 Other notes and loans receivable (attach schedule) ►					
	Less allowance for doubtful accounts ►					
	8 Inventories for sale or use . . . . .					
	9 Prepaid expenses and deferred charges . . . . .					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule) . . . . .	11,259,490	☒	12,023,909	12,276,629	
	c Investments—corporate bonds (attach schedule) . . . . .					
	11 Investments—land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►						
12 Investments—mortgage loans . . . . .						
13 Investments—other (attach schedule) . . . . .						
14 Land, buildings, and equipment basis ►						
Less accumulated depreciation (attach schedule) ►						
15 Other assets (describe ► _____)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,779,265		12,211,690	12,464,410		
Liabilities	17 Accounts payable and accrued expenses . . . . .					
	18 Grants payable . . . . .					
	19 Deferred revenue . . . . .					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule) . . . . .			528,392		
	22 Other liabilities (describe ► _____)					
	23 Total liabilities (add lines 17 through 22) . . . . .	0		528,392		
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b>					
	24 Unrestricted . . . . .					
	25 Temporarily restricted . . . . .					
	26 Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.</b>					
	27 Capital stock, trust principal, or current funds . . . . .	632		632		
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0		0		
	29 Retained earnings, accumulated income, endowment, or other funds	12,778,633		11,682,666		
30 Total net assets or fund balances (see page 17 of the instructions) . . . . .	12,779,265		11,683,298			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	12,779,265		12,211,690			

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	12,779,265
2	Enter amount from Part I, line 27a . . . . .	2	-390,517
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3 . . . . .	4	12,388,748
5	Decreases not included in line 2 (itemize) ►	5	705,450
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	11,683,298

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
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1a See Additional Data Table

b

c

d

e

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(i)** Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any
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a See Additional Data Table

b

c

d

e

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	618,202
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2010	645,001	14,731,227	0.043785
2009	502,900	12,537,682	0.040111
2008	318,400	21,512,534	0.014801
2007	1,460,900	28,157,229	0.051884
2006	1,119,150	20,479,934	0.054646

2 Total of line 1, column (d).	2	0.205227
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3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041045
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4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	12,719,751
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5 Multiply line 4 by line 3.	5	522,082
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6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,598
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7 Add lines 5 and 6.	7	525,680
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8 Enter qualifying distributions from Part XII, line 4.	8	750,275
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If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		1	3,598
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2. . . . .		3	3,598
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	3,598
6	<b>Credits/Payments</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,000	
b	Exempt foreign organizations—tax withheld at source . . . . .	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld . . . . .	6d		
7	Total credits and payments Add lines 6a through 6d. . . . .	7	2,000	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	25	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	1,623	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation <input checked="" type="checkbox"/> \$ _____ 0	(2)	On foundation managers <input checked="" type="checkbox"/> \$ _____ 0	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		Yes	
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	● By language in the governing instrument, or			
	● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> NH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions). . . . .	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	Yes	
Website address ► N/A				
14	The books are in care of ► CRAIG R BENSON Located at ► C/O KNS 250 FIRST AVENUE SUITE 101 NEEDHAM MA	Telephone no ► (781) 453-8700 ZIP +4 ► 02494		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ►	15		
16	and enter the amount of tax-exempt interest received or accrued during the year . . . . .	16	Yes	No
At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .				
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	□ Yes	✓ No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	□ Yes	✓ No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	□ Yes	✓ No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	□ Yes	✓ No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	□ Yes	✓ No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . .	□ Yes	✓ No
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . .	1b	
c	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? . . . . .	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . . . . .	2a	
	► If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions) . . . . .	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	3a	
	► If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) . . . . .	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? . . . . .	4b	No

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to  (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870.</i>	7b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CRAIG R BENSON C/O KNS 250 FIRST AVENUE SUITE 101 NEEDHAM, MA 024942805	TRUSTEE 0 00	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).  
If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
<b>Total</b> number of other employees paid over \$50,000. . . . .				0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .	►	0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 N/A	0
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	0
2	
3	
4	
5	
6	
<b>Total.</b> Add lines 1 through 3. . . . .	►
0	

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	13,183,887
b	Average of monthly cash balances. . . . .	1b	-270,434
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	<b>12,913,453</b>
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	12,913,453
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	193,702
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,719,751
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	635,988

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	635,988
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	3,598
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	5,115
c	Add lines 2a and 2b. . . . .	2c	8,713
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	627,275
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	627,275
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	627,275

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	750,275
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	750,275
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . .	5	3,598
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	746,677

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				627,275
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only. . . . .			607,336	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006. . . . .				
<b>b</b> From 2007. . . . .				
<b>c</b> From 2008. . . . .				
<b>d</b> From 2009. . . . .				
<b>e</b> From 2010. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 750,275			607,336	
<b>a</b> Applied to 2010, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . .	0			
<b>d</b> Applied to 2011 distributable amount. . . . .			142,939	
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . . .		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .				484,336
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2012.</b> Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007. . . . .				
<b>b</b> Excess from 2008. . . . .				
<b>c</b> Excess from 2009. . . . .				
<b>d</b> Excess from 2010. . . . .				
<b>e</b> Excess from 2011. . . . .				

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)****1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

CRAIG R BENSON

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b>			► 3a	750,275
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a						
b						
c						
d						
e						
f						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities. . . . .						
<b>5</b> Net rental income or (loss) from real estate				14	87,888	
a Debt-financed property. . . . .						
b Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	618,202	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .						
<b>11</b> Other revenue a						
b						
c						
d						
e						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .			0		706,090	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e). . . . .				13		706,090
(See worksheet in line 13 instructions on page 28 to verify calculations.)						

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization or**

**b** Other transactions

- (1) Sales of assets to a noncharitable exempt organization. . . . .
- (2) Purchases of assets from a noncharitable exempt organization. . . . .
- (3) Rental of facilities, equipment, or other assets. . . . .
- (4) Reimbursement arrangements. . . . .
- (5) Loans or loan guarantees. . . . .
- (6) Performance of services or membership or fundraising solicitations. . . . .

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.**

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship		
<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.</p>				
<p>Signature of officer or trustee</p>		<p>2012-05-11 Date</p>		
		<p>Title</p>		
<p><b>Sign Here</b>  <b>Part I Preparer's Use Only</b></p>	<p>Preparer's Signature ► JEFFREY D SOLOMON CPA CVA</p>	<p>Date</p>	<p>Check if self-employed ►</p>	<p>PTIN P00039505</p>
	<p>Firm's name ► KATZ NANNIS SOLOMON PC</p>	<p>Firm's EIN ► 04-2887211</p>		
	<p>250 FIRST AVENUE SUITE 101</p>			
	<p>Firm's address ► NEEDHAM, MA 024942805</p>	<p>Phone no (781) 453-8700</p>		

May the IRS discuss this return with the preparer shown above? See instructions . . . . .  **Yes** **No**

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 22-5017058

**Name:** THE BENSON FAMILY CHARITABLE TRUST  
C/O KATZ NANNIS SOLOMON PC

### Form 990PF - Special Condition Description:

**Special Condition Description**

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
RIVERSIDE NETWORKS - CASH LIQUIDATING DISTRIBUTION		2005-01-03	2011-01-03
66,785S ABSOLUTE SOFTWARE CORPORATIO USD		2009-02-03	2011-03-14
964,200S PROTECTIVE PRODUCTS *RESTRICTED*	P	2007-07-02	2011-12-09
15,427S WILLIAMS CONTROLS, INC		2009-02-23	2011-04-26
1,519S WILLIAMS CONTROLS, INC		2009-02-23	2011-04-27
24,670S BIOCLINICA, INC		2007-07-02	2011-05-13
7,410S BIOCLINICA, INC		2007-08-16	2011-05-13
1,450S BIOCLINICA, INC		2007-06-26	2011-05-13
45,710S BIOCLINICA, INC		2007-06-19	2011-05-13
14,300S BIOCLINICA, INC		2007-07-20	2011-05-13
3,020S BIOCLINICA, INC		2007-08-09	2011-05-13
6,135S BIOCLINICA, INC		2008-11-05	2011-05-13
2,555S BIOCLINICA, INC		2008-12-02	2011-05-13
5,150S BIOCLINICA, INC		2007-06-25	2011-05-13
4,700S BIOCLINICA, INC		2007-08-13	2011-05-13
3,240S BIOCLINICA, INC		2007-06-22	2011-05-13
40,660S BIOCLINICA, INC		2007-08-07	2011-05-13
2,870S BIOCLINICA, INC		2007-06-27	2011-05-13
13,460S BIOCLINICA, INC		2007-06-12	2011-05-13
19,530S BIOCLINICA, INC		2007-07-05	2011-05-13
7,830S BIOCLINICA, INC		2007-06-11	2011-05-13
10,750S BIOCLINICA, INC		2007-06-15	2011-05-13
11,110S BIOCLINICA, INC		2007-06-20	2011-05-13
37,030S BIOCLINICA, INC		2007-06-21	2011-05-13
14,865S BIOCLINICA, INC		2007-06-14	2011-05-13
3,630S BIOCLINICA, INC		2007-08-06	2011-05-13
5,560S BIOCLINICA, INC		2007-06-08	2011-05-13
6,500S LANTRONIX, INC		2010-05-19	2011-08-10
6,050S LANTRONIX, INC		2010-05-19	2011-08-11
12,800S LANTRONIX, INC		2010-05-19	2011-08-12

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
3,275S LANTRONIX, INC		2010-05-19	2011-08-15
3,250S LANTRONIX, INC		2010-05-19	2011-08-16
3,205S LANTRONIX, INC		2010-05-19	2011-08-16
3,385S LANTRONIX, INC		2010-05-20	2011-08-18
3,020S LANTRONIX, INC		2010-05-19	2011-08-18
6,495S LANTRONIX, INC		2010-05-20	2011-08-19
8,900S METRO HEALTH NETWORKS, INC		2007-06-27	2011-10-24
24,866S METRO HEALTH NETWORKS, INC		2007-05-31	2011-10-24
14,294S METRO HEALTH NETWORKS, INC		2008-12-15	2011-10-24
3,055S METRO HEALTH NETWORKS, INC		2008-12-15	2011-10-25
1,765S METRO HEALTH NETWORKS, INC		2008-12-15	2011-10-26
13,684S METRO HEALTH NETWORKS, INC		2008-12-16	2011-10-27
2,626S METRO HEALTH NETWORKS, INC		2008-12-15	2011-10-27
7,350S METRO HEALTH NETWORKS, INC		2008-12-16	2011-10-28
13,336S METRO HEALTH NETWORKS, INC		2008-12-16	2011-11-03
399S METRO HEALTH NETWORKS, INC		2008-12-19	2011-11-03
790S WILLIAMS CONTROLS, INC		2008-10-07	2011-11-04
3,645S METRO HEALTH NETWORKS, INC		2008-12-19	2011-11-08
400S WILLIAMS CONTROLS, INC		2008-10-07	2011-11-09
1,960S WILLIAMS CONTROLS, INC		2008-10-07	2011-11-10
11,256S METRO HEALTH NETWORKS, INC		2008-12-19	2011-11-14
7,704S METRO HEALTH NETWORKS, INC		2008-12-29	2011-11-14
4,760S METRO HEALTH NETWORKS, INC		2008-12-29	2011-11-15
400S WILLIAMS CONTROLS, INC		2008-10-07	2011-11-15
540S WILLIAMS CONTROLS, INC		2008-10-07	2011-11-16
4,340S METRO HEALTH NETWORKS, INC		2008-12-29	2011-11-17
5,224S METRO HEALTH NETWORKS, INC		2008-12-30	2011-11-22
3,986S METRO HEALTH NETWORKS, INC		2008-12-29	2011-11-22
2,755S METRO HEALTH NETWORKS, INC		2008-12-30	2011-12-01
17,090S METRO HEALTH NETWORKS, INC		2008-12-30	2011-12-01

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
5,135S METRO HEALTH NETWORKS, INC		2008-12-30	2011-12-07
416S METRO HEALTH NETWORKS, INC		2008-12-30	2011-12-08
11,099S METRO HEALTH NETWORKS, INC		2009-02-04	2011-12-08
4,565S METRO HEALTH NETWORKS, INC		2009-01-23	2011-12-08
1,105S METRO HEALTH NETWORKS, INC		2009-01-22	2011-12-08
7,879S METRO HEALTH NETWORKS, INC		2009-02-05	2011-12-09
9,151S METRO HEALTH NETWORKS, INC		2009-02-04	2011-12-09
2,246S METRO HEALTH NETWORKS, INC		2009-02-05	2011-12-15
7,955S METRO HEALTH NETWORKS, INC		2009-02-05	2011-12-15
3,304S METRO HEALTH NETWORKS, INC		2009-02-06	2011-12-15
5,769S METRO HEALTH NETWORKS, INC		2009-02-20	2011-12-16
2,035S METRO HEALTH NETWORKS, INC		2009-02-19	2011-12-16
861S METRO HEALTH NETWORKS, INC		2009-02-06	2011-12-16
3,789S METRO HEALTH NETWORKS, INC		2009-02-24	2011-12-21
526S METRO HEALTH NETWORKS, INC		2009-02-20	2011-12-21
2,640S METRO HEALTH NETWORKS, INC		2009-02-24	2011-12-22
5,530S EHEALTH, INC		2011-02-17	2011-01-05
83 PUTS ISHARES RUSSELL 09/30/2011 65 00		2010-11-12	2011-08-18
249 PUTS ISHARES RUSSELL 05/21/2011 70 00		2011-03-15	2011-05-20
74 PUTS ISHARES RUSSELL 03/31/2011 60 00		2010-10-12	2011-03-31
28 PUTS ISHARES RUSSELL 03/31/2011 65 00		2010-11-12	2011-03-31
107 PUTS ISHARES RUSSELL 03/31/2011 57 00		2010-09-08	2011-03-31
25 PUTS ISHARES RUSSELL 03/31/2011 57 00		2010-09-08	2011-03-31
103 PUTS ISHARES RUSSELL 06/30/2011 57 00		2010-09-08	2011-06-30
51 PUTS ISHARES RUSSELL 06/30/2011 60 00		2010-10-12	2011-06-30
18 PUTS ISHARES RUSSELL 06/30/2011 65 00		2010-11-12	2011-06-30
90 PUTS ISHARES RUSSELL 12/30/2011 70 00		2010-12-15	2011-12-30
6,041S MAKO SURGICAL CORP		2011-04-01	2010-10-27
1,195S MAKO SURGICAL CORP		2011-04-05	2010-10-27
2,750S MAKO SURGICAL CORP		2011-02-09	2010-05-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
4,825S MAKO SURGICAL CORP		2011-02-09	2010-05-10
2,908S MAKO SURGICAL CORP		2011-03-11	2010-05-11
2,000S MAKO SURGICAL CORP		2011-04-01	2010-09-28
4,622S MAKO SURGICAL CORP		2011-04-01	2010-09-29
737S MAKO SURGICAL CORP		2011-04-01	2010-05-11
8,655S SUNPOWER CORP		2011-04-28	2010-09-15
1,416S GREEN MOUNTAIN COFFEE ROASTERS, INC		2011-05-04	2010-10-07
1,265S LIGHTBRIDGE CORP		2011-06-10	2010-07-06
2,425S LIGHTBRIDGE CORP		2011-06-10	2010-07-08
840S LIGHTBRIDGE CORP		2011-06-13	2010-07-13
815S LIGHTBRIDGE CORP		2011-06-13	2010-07-08
6,500S LIGHTBRIDGE CORP		2011-06-13	2010-07-09
7,280S LIGHTBRIDGE CORP		2011-06-14	2010-07-13
2,480S OCEAN POWER TECHNOLOGIES, INC		2011-08-08	2010-12-01
985S LDK SOLAR CO LTD ADR		2011-01-11	2009-03-23
2,850S LDK SOLAR CO LTD ADR		2011-01-12	2009-03-23
1,966S LDK SOLAR CO LTD ADR		2011-01-13	2009-03-23
2,397S LDK SOLAR CO LTD ADR		2011-01-13	2009-06-23
1,387S GREEN MOUNTAIN COFFEE ROASTERS, INC		2011-02-09	2009-11-25
527S ENERGY CONVERSION DEVICES, INC		2011-02-11	2008-08-13
5,329S ENERGY CONVERSION DEVICES, INC		2011-02-11	2008-06-04
8,300S ENERGY CONVERSION DEVICES, INC		2011-02-11	2010-02-01
5,313S ENERGY CONVERSION DEVICES, INC		2011-02-11	2009-09-09
260S GARMIN LTD		2011-03-01	2009-12-03
1,261S GARMIN LTD		2011-03-01	2009-10-06
1,261S GARMIN LTD		2011-03-01	2009-12-02
1,539S GARMIN LTD		2011-03-01	2009-12-04
1,175S GARMIN LTD		2011-03-01	2009-09-10
877S SUNPOWER CORP		2011-04-28	2009-09-09
2,176S SUNPOWER CORP		2011-04-28	2009-12-23

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
1,497S SUNPOWER CORP		2011-04-28	2008-12-19
2,738S SUNPOWER CORP		2011-04-28	2008-07-22
2,075S GREEN MOUNTAIN COFFEE ROASTERS, INC		2011-05-04	2009-11-25
570S OCEAN POWER TECHNOLOGIES, INC		2011-08-02	2010-06-02
2,380S OCEAN POWER TECHNOLOGIES, INC		2011-08-03	2010-06-02
10S OCEAN POWER TECHNOLOGIES, INC		2011-08-04	2010-06-02
1,660S OCEAN POWER TECHNOLOGIES, INC		2011-08-04	2010-06-03
915S OCEAN POWER TECHNOLOGIES, INC		2011-08-05	2010-06-24
275S OCEAN POWER TECHNOLOGIES, INC		2011-08-05	2010-06-03
1,100S OCEAN POWER TECHNOLOGIES, INC		2011-08-05	2010-06-07
2,155S OCEAN POWER TECHNOLOGIES, INC		2011-08-05	2010-06-04
260S OCEAN POWER TECHNOLOGIES, INC		2011-08-08	2010-06-28
1,105S OCEAN POWER TECHNOLOGIES, INC		2011-08-08	2010-06-25
2,800S OCEAN POWER TECHNOLOGIES, INC		2011-08-08	2010-06-24
CURRENCY TRANSLATION GAIN - CAD TO USD		2006-11-20	2011-03-14
2,770S BIOTIME, INC - CURRENT YEAR OPEN SHORT		2011-12-31	2011-07-22
PUT ISHARES RUSSELL 3/30/2012 71 00		2011-04-20	2011-12-31
PUT ISHARES RUSSELL 6/29/2012 71 00		2011-07-12	2011-12-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
32			32
248,424		222,619	25,805
87			87
191,602		58,471	133,131
18,861		5,757	13,104
122,611		168,299	-45,688
36,828		48,448	-11,620
7,207		9,924	-2,717
227,181		319,930	-92,749
71,072		100,544	-29,472
15,010		20,427	-5,417
30,491		18,665	11,826
12,698		6,990	5,708
25,596		34,784	-9,188
23,359		31,854	-8,495
16,103		22,771	-6,668
202,082		272,226	-70,144
14,264		19,712	-5,448
66,897		94,448	-27,551
97,065		136,629	-39,564
38,916		55,083	-16,167
53,428		75,572	-22,144
55,217		77,749	-22,532
184,041		259,107	-75,066
73,880		104,652	-30,772
18,041		25,021	-6,980
27,633		39,073	-11,440
14,480		29,654	-15,174
13,217		27,601	-14,384
28,251		58,395	-30,144

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
7,139		14,941	-7,802
6,745		14,827	-8,082
6,987		14,622	-7,635
6,364		15,251	-8,887
5,678		13,778	-8,100
11,306		29,264	-17,958
57,411		16,139	41,272
160,532		42,003	118,529
92,206		18,697	73,509
19,705		3,996	15,709
11,392		2,309	9,083
91,541		18,423	73,118
17,567		3,435	14,132
49,732		9,895	39,837
92,836		17,954	74,882
2,778		590	2,188
8,730		10,077	-1,347
25,491		5,388	20,103
4,413		5,102	-689
21,682		25,002	-3,320
80,518		16,639	63,879
55,110		10,786	44,324
34,988		6,664	28,324
4,473		5,102	-629
6,044		6,888	-844
31,721		6,076	25,645
38,837		6,842	31,995
29,634		5,580	24,054
20,293		3,608	16,685
127,511		22,384	105,127

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
38,868		6,726	32,142
3,154		545	2,609
84,138		17,257	66,881
34,606		6,634	27,972
8,377		1,639	6,738
60,855		12,622	48,233
70,680		14,228	56,452
17,703		3,598	14,105
62,474		12,744	49,730
26,042		5,292	20,750
45,592		9,240	36,352
16,082		3,312	12,770
6,804		1,379	5,425
29,837		5,728	24,109
4,142		842	3,300
20,883		3,991	16,892
71,290		72,010	-720
22,926		45,465	-22,539
		35,146	-35,146
		21,149	-21,149
		7,676	-7,676
		43,521	-43,521
		10,055	-10,055
		53,430	-53,430
		21,363	-21,363
		7,541	-7,541
		57,369	-57,369
66,350		150,631	-84,281
13,125		30,248	-17,123
35,460		45,280	-9,820

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
61,336		79,446	-18,110
37,497		56,124	-18,627
19,927		49,870	-29,943
43,941		115,249	-71,308
9,503		18,377	-8,874
106,199		196,905	-90,706
39,866		108,972	-69,106
8,934		4,762	4,172
17,510		9,129	8,381
5,996		3,165	2,831
5,885		3,071	2,814
46,075		24,493	21,582
51,964		27,370	24,594
16,368		7,838	8,530
5,091		12,067	-6,976
14,730		36,052	-21,322
10,161		24,423	-14,262
24,339		29,777	-5,438
29,331		57,042	-27,711
33,773		2,184	31,589
327,724		22,085	305,639
76,921		34,398	42,523
65,451		22,019	43,432
7,880		8,846	-966
46,015		42,902	3,113
46,916		52,360	-5,444
36,535		39,976	-3,441
103,561		97,983	5,578
24,094		19,952	4,142
52,202		49,505	2,697

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
50,845		34,057	16,788
207,712		62,291	145,421
43,880		159,687	-115,807
3,213		1,902	1,311
13,414		7,668	5,746
56		33	23
9,301		5,437	3,864
5,108		2,989	2,119
1,541		898	643
6,107		3,593	2,514
11,972		7,040	4,932
1,406		822	584
6,135		3,492	2,643
15,630		8,849	6,781
41,259			41,259
15,394		15,394	0
48,377		48,377	0
43,621		43,621	0

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			32
			25,805
			87
			133,131
			13,104
			-45,688
			-11,620
			-2,717
			-92,749
			-29,472
			-5,417
			11,826
			5,708
			-9,188
			-8,495
			-6,668
			-70,144
			-5,448
			-27,551
			-39,564
			-16,167
			-22,144
			-22,532
			-75,066
			-30,772
			-6,980
			-11,440
			-15,174
			-14,384
			-30,144

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0- ) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0- ) or Losses (from col (h))</b>
			-7,802
			-8,082
			-7,635
			-8,887
			-8,100
			-17,958
			41,272
			118,529
			73,509
			15,709
			9,083
			73,118
			14,132
			39,837
			74,882
			2,188
			-1,347
			20,103
			-689
			-3,320
			63,879
			44,324
			28,324
			-629
			-844
			25,645
			31,995
			24,054
			16,685
			105,127

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			32,142
			2,609
			66,881
			27,972
			6,738
			48,233
			56,452
			14,105
			49,730
			20,750
			36,352
			12,770
			5,425
			24,109
			3,300
			16,892
			-720
			-22,539
			-35,146
			-21,149
			-7,676
			-43,521
			-10,055
			-53,430
			-21,363
			-7,541
			-57,369
			-84,281
			-17,123
			-9,820

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-18,110
			-18,627
			-29,943
			-71,308
			-8,874
			-90,706
			-69,106
			4,172
			8,381
			2,831
			2,814
			21,582
			24,594
			8,530
			-6,976
			-21,322
			-14,262
			-5,438
			-27,711
			31,589
			305,639
			42,523
			43,432
			-966
			3,113
			-5,444
			-3,441
			5,578
			4,142
			2,697

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

**(I) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			16,788
			145,421
			-115,807
			1,311
			5,746
			23
			3,864
			2,119
			643
			2,514
			4,932
			584
			2,643
			6,781
			41,259
			0
			0
			0

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
3S ARTSPACEPO BOX 4435 PORTSMOUTH, NH 03801	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	50,000
BABSON COLLEGE231 FOREST STREET WELLSLEY, MA 02457	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	50,000
CELEBRITIES FOR CHARITY38 MAIN STREET ANDOVER, MA 01801	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	57,275
CHESTER COLLEGE40 CHESTER STREET CHESTER, NH 03036	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	25,000
CHILD ADVOCACY CENTER100 CAMPUS DRIVE SUITE 11 PORTSMOUTH, NH 03801	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	15,000
FIGHT TO EDUCATE254 WEBSTER STREET MANCHESTER, NH 03104	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	5,000
JOEY FUND55 CAMBRIDGE PARKWAY SUITE 200 CAMBRIDGE, MA 02141	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	25,000
JOHN MUIR FOUNDATION1400 TREET BLVD WALNUT CREEK, CA 94597	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	2,000
JOSIAH BARTLETT CENTERPO BOX 397 CONCORD, NH 03902	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	20,000
LAHEY CLINIC41 MALL ROAD BURLINGTON, MA 01805	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	400,000
MGH GRANITE STATE QUEST55 FRUIT STREET BOSTON, MA 02114	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	1,000
PAN MASS CHALLENGE77 4TH AVENUE NEEDHAM, MA 02494	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	5,000
SAINT ANSELM COLLEGE100 SAINT ANSELM DRIVE MANCHESTER, NH 03105	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	25,000
THE INTERNATIONALNORTHEAST DELTA DENTALPO BOX 2022 CONCORD, NH 03902	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	20,000
WPI SCHOOL OF BUSINESS WASHBURN SHOPS 100 INSTITUTE ROAD WORCESTER, MA 01609	NONE	501(C)(3)	FULFILL PURPOSES OF THE ORGANIZATION	50,000
<b>Total . . . . .</b>				750,275
			<b>► 3a</b>	

## TY 2011 Investments Corporate Stock Schedule

**Name:** THE BENSON FAMILY CHARITABLE TRUST  
C/O KATZ NANNIS SOLOMON PC  
**EIN:** 22-5017058

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT #1	12,023,909	12,276,629

## TY 2011 Other Decreases Schedule

**Name:** THE BENSON FAMILY CHARITABLE TRUST

C/O KATZ NANNIS SOLOMON PC

**EIN:** 22-5017058

Description	Amount
FOREIGN CURRENCY TRANSLATION VALUATION ADJUSTMENT	205,450
PRIOR YEAR BALANCE ADJUSTMENT	500,000

## TY 2011 Other Expenses Schedule

**Name:** THE BENSON FAMILY CHARITABLE TRUST

C/O KATZ NANNIS SOLOMON PC

**EIN:** 22-5017058

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BEAR, STEARNS SECURITY CORP SHORT DEBIT FEE	50,476	50,476		0
INVESTMENT MANAGEMENT FEES	200,323	200,323		0
BANK FEES	12	12		0

## **Cash and Equivalents**

**CAD\_CUR CANADIAN DOLLAR** **(3,302,722)** **0.9713** **0.9798** **(3,207,826.67)** **(3,236,059.47)** **(28,232.80)** **(27,611)** **0.880**

USD US DOLLAR (1.682.066) 1.0000 1.0000 (1.682.065.69) (1.682.065.69) (14.352)

Centro de Energías Renovables (CEN) (552-221-155) (552-221-055) (22-222-222) (2-221-055) (1-740) 222-222

Long

## Equities

**ABT CN** **ABSOLUTE SOFTWARE CORPORATIO** **391.762** **4.0532** **4.8403** **1,587,903.57** **1,896,241.71** **308,338.14** **16.180** **19.418**

AMA-CN AEROMECHANICAL SERVICES LTD 2,654,938 9,3304 9,3305 876,870,36 585,105,38 (281,864,98) 4,882 (23,281)

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## Options

IWM 120330P00071000 Put ISHARES RUSSELL 03/30/2012 71.00 105 4.6074 3.7800 48.377.43 39.690.00 (8.687.43) 0.339 (17.958)

**Options** **91,998.37** **94,304.00** **2,305.63** **0.805** **2,506**

## Rights and Warrants

**CYLUW CYALUME TECHNOLOGIES HOLDING** 177.510 0.2947 0.0700 52.316.58 12.425.70 (39.890.88) 0.106 (76.249)

INVESTMENTS **12,619,082.56** **12,504,398.51** **(114,684.05)** **106.693** **(0.909)**

short **z** (1) **12,619,082.56** +  
595 173 21 -

RTX 12,023,909.35 \* (2,770) 5,557.2 5,812.0 (15,302.71) (16,002.70) (600.00) (9,137) 1,517

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**INVESTMENTS** **Equities** **1** **(595,173.21)** **2** **(227,769.86)** **367,403.35** **(1,943)** **(61,730)**

12,504,398.51 + Grand Total 11,495,517.80 11,720,004.30 224,486.50 (2,094.05) 100.000 1,953

12 276 628 65 \*