

ABRIDGED
ANNUAL REPORT
2010-11



BENCHMARK
MUTUAL FUND



ETFs in India

| Nifty BeES™ | Junior BeES™ | Bank BeES™ | PSU Bank BeES™ | Infra BeES™
| Shariah BeES™ | HangSeng BeES™ | Liquid BeES™ | **GOLD BeES**
| Benchmark S&P CNX 500 Fund | Benchmark Derivative Fund | Benchmark Short Term Fund
| Benchmark Equity & Derivatives Opportunities Fund

BOARD OF DIRECTORS**BENCHMARK TRUSTEE COMPANY
PVT. LTD.**

Dr. S. A. Dave, Chairman

Dr. A. C. Shah

Dr. P. P. Shah

Mr. Shiraj Dhruv

SPONSOR**Niche Financial Services Private Limited**

511, Maker Bhavan No.3,

21, New Marine Lines,

Mumbai - 400 020.

Tel: 022-22083445 / 3446 / 61512345

Fax: 022- 22083706

INVESTMENT MANAGER**Benchmark Asset Management Company
Pvt. Ltd.**

405, Raheja Chambers,

Free Press Journal Marg,

213, Nariman Point, Mumbai - 400 021

Tel: (91 22) 6651 2727

Fax: (91 22) 2200 3412

Visit us at <http://www.benchmarkfunds.com>E-Mail: webmaster@benchmarkfunds.com**CUSTODIANS****Citibank N.A.**

3rd Floor Trent House, Plot No. G-60,

Bandra Kurla Complex, Bandra East

Mumbai - 400051

Tel: +91 22 4029 6228

Fax: +91 22 2653 2205 / 2348

Deutsche Bank AG

D.B. House, Hazarimal Somani Marg

Post Box 1142, Fort

Mumbai 400001

Tel: 022-66703000

Fax: 022-66703901

The Bank of Nova Scotia

91-94, 3 North Avenue

Maker Maxity, Bandra-Kurla Complex,

Bandra (E), Mumbai - 400 051.

Tel: 022-6623 5097/6658 6924/6658 6933

Fax: 022-6623 5098

**BENCHMARK ASSET MANAGEMENT
COMPANY PVT. LTD.**

Mr. D. S. Mehta, Chairman

Mr. S. J. Parekh

Mr. S. R. Halbe

Mr. T. N. V. Ayyar

Ms. Susan Thomas

TRUSTEE**Benchmark Trustee Company Pvt. Ltd.**

405, Raheja Chambers

Free Press Journal Marg

213, Nariman Point

Mumbai - 400 021

Tel: (91 22) 6651 2727

Fax: (91 22) 2200 3412

REGISTRAR & TRANSFER AGENTS**Karvy Computershare Private Limited**

Karvy Plaza, H.No.8-2-596,

Street No.1, Banjara Hills

Hyderabad - 500034

Tel : 040-23312454 / 23320751 / 752

Fax : 040-23311968

AUDITORS**N.M. Raiji & Co.**6th Floor, Universal Insurance Building

P. M. Road

Mumbai - 400 001

TRUSTEES' REPORT

For the Year ended March 31, 2011

Dear Unit holders,

We have pleasure in presenting our Tenth Report and the abridged annual report of the Schemes of Benchmark Mutual Fund for the year ended March 31, 2011.

1. Performance and Operations of the Scheme

1. Nifty Benchmark Exchange Traded Scheme (Nifty BeES)

As per the investment pattern of the Scheme, Nifty BeES invests at least 90% of its total assets in the stocks constituting S&P CNX Nifty Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks S&P CNX Nifty Index and is a passively managed scheme. The investment decisions are determined as per S&P CNX Nifty Index. In case of any change in the index due to corporate actions or change in the constituents of S&P CNX Nifty Index {as communicated by India Index Services & Products Ltd. (IISL), Index provider}, relevant investment decisions are determined considering the composition of S&P CNX Nifty Index.

Performance Record (as on March 31, 2011)

Particulars	Nifty BeES	Benchmark Returns	
		S&P CNX Nifty	S&P CNX Nifty Total Return Index
Since Inception	21.89%	20.55%	22.45%
Last Five Years	12.28%	11.38%	12.70%
Last Three Years	7.86%	7.21%	8.34%
Last One Year	11.98%	11.14%	12.36%

Returns are compounded annualized. Returns since inception are calculated from the date of allotment i.e. December 28, 2001 with the allotment price being Rs. 104.3927. Dividends are assumed to be reinvested at the prevailing NAV. Bonus declared has been adjusted. After payment of dividend and bonus, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.09%. It is calculated with respect to Total Return S&P CNX Nifty Index.

Total assets under management in Nifty BeES as on March 31, 2011 were Rs. 518.38 crores held by 17,914 investors.

2. Nifty Junior Benchmark Exchange Traded Scheme (Junior BeES)

As per its investment pattern, Junior BeES invests at least 90% of its total assets in the stocks constituting CNX Nifty Junior Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks CNX Nifty Junior Index and is a passively managed scheme. The investment decisions are determined as per CNX Nifty Junior Index. In case of any change in the index due to corporate actions or change in the constituents of CNX Nifty Junior Index, by IISL, relevant investment decisions are determined considering the composition of CNX Nifty Junior Index.

Performance Record (as on March 31, 2011)

Particulars	Junior BeES	Benchmark Returns	
		CNX Nifty Junior	CNX Nifty Junior Total Return Index
Since Inception	29.38%	29.35%	31.23%
Last Five Years	11.91%	11.95%	13.20%
Last Three Years	12.13%	12.25%	13.46%
Last One Year	4.79%	4.69%	5.78%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. February 21, 2003 with the allotment price being Rs. 142.7852. Dividends are assumed to be reinvested at the prevailing NAV. Bonus declared has been adjusted. After payment of dividend and consideration of bonus, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.12%. It is calculated with respect to Total Return CNX Nifty Junior Index.

Total assets under management as on March 31, 2011 were Rs. 106.35 crores held by 5,626 investors.

3. Liquid Benchmark Exchange Traded Scheme (Liquid BeES)

As per its investment pattern, Liquid BeES invests in Call Money, Short Term Government Securities, T-Bills, Repos, Debt Securities, Commercial Papers, Certificate of Deposits, Short Term Debentures and Floating Rate Notes rated A and above.

The Scheme will retain the flexibility to invest in the entire range of securities as per investment objective of the Scheme and as per the SEBI Regulations.

Fitch Credit Rating Agency has assigned Credit Rating of AAmmf(ind) to Liquid BeES. AAmmf(ind) indicates the Scheme's strong capacity to achieve its investment objective of preserving principal and providing shareholder liquidity through limiting credit, market and liquidity risk, relative to all other short term investment in India.

Performance Record (as on March 31, 2011)

Particulars	Liquid BeES #	Benchmark Returns Crisil Liquid Fund Index
Since Inception	4.88%	5.76%
Last 5 Years	5.53%	6.51%
Last 3 Years	5.35%	6.22%
Last 1 Year	6.17%	6.21%

Returns are annualised. Returns since inception are calculated from the date of allotment i.e. July 8, 2003, with allotment price being Rs. 1,000/-. Dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments. The Scheme declares daily dividend which is compulsorily reinvested in the Scheme.

#Returns are based on income distributed including dividend distribution tax. Actual dividend in the hands of each investor will vary based on category and rate of dividend distribution tax applicable thereon.

Total assets under management as on March 31, 2011 were Rs. 469.79 crores held by 28,687 investors.

4. Banking Index Benchmark Exchange Traded Scheme (Bank BeES)

As per its investment pattern, Bank BeES invests at least 90% of its total assets in the stocks constituting CNX Bank Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks CNX Bank Index and is a passively managed scheme. The investment decisions are determined as per CNX Bank Index. In case of any change in the index due to corporate actions or change in the constituents of CNX Bank Index, by IISL, relevant investment decisions are determined considering the composition of CNX Bank Index.

Performance Record (as on March 31, 2011)

Particulars	Bank BeES	Benchmark Returns	
		CNX Bank Index Total Return Index	CNX Bank
Since Inception	26.31%	25.08%	27.11%
Last Five Years	21.17%	20.21%	21.97%
Last Three Years	21.60%	20.71%	22.43%
Last One Year	24.36%	23.74%	24.88%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. May 27, 2004 with allotment price being Rs. 253.5576. Dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.18%. It is calculated with respect to Total Return CNX Bank Index.

Total assets under management as on March 31, 2011 were Rs. 759.80 crores held by 2,184 investors.

5. Benchmark Derivative Fund (BDF)

As per its investment pattern, BDF invests 65% - 100% in Equities and Convertible Debentures, 65% - 100% in Derivatives including Index Futures, Stock Futures, Index Options and Stock Options and 0% - 35% in money market, debt instruments, G-secs and cash at call.

Performance Record (as on March 31, 2011)

Particulars	BDF		Benchmark Returns		
	Growth Option	Dividend Option #	S&P CNX Nifty Index	Crisil Composite Bond Fund Index	Crisil Liquid Fund Index
Since Inception	6.20%	6.31%	18.46%	5.58%	6.16%
Last Five Years	6.32%	6.29%	11.38%	5.94%	6.51%
Last Three Years	4.94%	4.94%	7.21%	5.94%	6.22%
Last One Year	5.62%	5.62%	11.14%	5.06%	6.21%

Returns are compounded annualized. Returns since inception are calculated from the date of allotment which for Growth Option is December 18, 2004 and for Dividend Option is September 30, 2005 and the allotment price for both the Options being Rs. 1,000/-. For Dividend Option, dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and

statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

#Returns are based on income distributed including dividend distribution tax. Actual dividend in the hands of each investor will vary based on category and rate of dividend distribution tax applicable thereon.

Total assets under management as on March 31, 2011 were Rs. 13.53 crores held by 290 investors.

6. Gold Benchmark Exchange Traded Scheme (Gold BeES)

As per its investment pattern, Gold BeES invests 90% - 100% in physical gold and 0% - 10% in money market instruments, securitised debts, bonds including cash at call. The Scheme tracks domestic price of gold and is an open ended passively managed scheme.

Performance Record (as on March 31, 2011)

Particulars	Gold BeES	Benchmark Returns Domestic price of physical Gold
Since Inception	20.61%	21.69%
Last Three Years	18.66%	19.73%
Last One Year	25.72%	27.01%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. March 8, 2007 with allotment price being Rs. 945.7631. Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.02%. It is calculated with respect to Domestic price of physical gold.

Total assets under management as on March 31, 2011 were Rs. 1,796.81 crores held by 114,656 investors.

7. PSU Bank Benchmark Exchange Traded Scheme (PSU Bank BeES)

As per its investment pattern, PSU Bank BeES invests at least 90% of its total assets in the stocks constituting CNX PSU Bank Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks CNX PSU Bank Index and is a passively managed scheme. The investment decisions are determined as per CNX PSU Bank Index. In case of any change in the index due to corporate actions or change in the constituents of CNX PSU Bank Index, by IISL, relevant investment decisions are determined considering the composition of CNX PSU Bank Index.

Performance Record (as on March 31, 2011)

Particulars	PSU Bank BeES	Benchmark Returns	
		CNX PSU Bank Index	CNX PSU Bank Total Return Index
Since Inception	17.34%	16.60%	18.75%
Last Three Years	26.82%	25.58%	28.19%
Last One Year	35.24%	34.46%	36.24%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. October 25, 2007 with allotment price being Rs. 263.9062. Dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.16%. It is calculated with respect to Total Return CNX PSU Bank Index.

Total assets under management as on March 31, 2011 were Rs. 10.23 crores held by 1,454 investors.

8. Benchmark Equity & Derivatives Opportunities Fund (BEDOF)

As per its investment pattern, BEDOF invests 65% - 100% of its total assets in Equities & Equity related derivative instruments and 0% - 35% in Money Market, Debt instruments and Cash at call.

Performance Record (as on March 31, 2011)

Particulars	BEDOF		Benchmark Returns
	Growth Option	Dividend Option	CRISIL Balanced Fund
Since Inception	5.97%	5.97%	3.19%
Last Three Year	5.37%	5.37%	8.13%
Last One Year	6.37%	6.38%	9.37%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. October 31, 2007 with allotment price being Rs. 10/-. For Dividend Option, dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Total assets under management as on March 31, 2011 were Rs. 8.28 crores held by 98 investors.

9. Benchmark S&P CNX 500 Fund

As per its investment pattern, Benchmark S&P CNX 500 Fund invests at least 90% of its total assets in the stocks constituting S&P CNX 500 Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks S&P CNX 500 Index and is a passively managed scheme. The investment decisions are determined as per S&P CNX 500 Index. In case of any change in the index due to corporate actions or change in the constituents of S&P CNX 500 Index, by IISL, relevant investment decisions are determined considering the composition of S&P CNX 500 Index.

Performance Record (as on March 31, 2011)

Particulars	Benchmark S&P CNX 500 Fund		Benchmark Returns	
	Growth Option	Dividend Option	S&P CNX 500 Index	S&P CNX 500 Total Return Index
Since Inception	35.10%	35.27%	33.44%	34.89%
Last One Year	6.62%	6.60%	7.26%	8.35%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. January 6, 2009 with allotment price being Rs. 10/-. For Dividend Option, dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Total assets under management as on March 31, 2011 were Rs. 94.17 crores held by 4,807 investors.

10. Shariah Benchmark Exchange Traded Scheme (Shariah BeES)

As per its investment pattern, Shariah BeES invests at least 90% of its total assets in the stocks constituting S&P CNX Nifty Shariah Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks S&P CNX Nifty Shariah Index and is a passively managed scheme. The investment decisions are determined as per S&P CNX Nifty Shariah Index. In case of any change in the index due to corporate actions or change in the constituents of S&P CNX Nifty Shariah Index, by IISL, relevant investment decisions are determined considering the composition of S&P CNX Nifty Shariah Index.

Performance Record (as on March 31, 2011)

Particulars	Shariah BeES	Benchmark Returns	
		S&P CNX Nifty Shariah Index	S&P CNX Nifty Shariah Total Return Index
Since Inception	38.44%	38.74%	40.30%
Last One Year	5.96%	5.43%	6.81%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. March 18, 2009 with allotment price being Rs. 65.9279. Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.21%. It is calculated with respect to Total Return S&P CNX Nifty Shariah Index.

Total assets under management as on March 31, 2011 were Rs. 0.94 crores held by 326 investors.

11. Hang Seng Benchmark Exchange Traded Scheme (Hang Seng BeES)

As per the investment pattern, Hang Seng BeES invests at least 90% of its total assets in the stocks constituting the Hang Seng Index. The Scheme may invest upto 10% of its total assets in stocks not included in the corresponding underlying index.

The Scheme tracks Hang Seng Index and is a passively managed scheme. The investment decisions are determined as per Hang Seng Index. In case of any change in the index due to corporate actions or change in the constituents of Hang Seng Index, by Hang Seng Data Services Ltd., relevant investment decisions are determined considering the composition of Hang Seng Index.

Performance Record (as on March 31, 2011)

Particulars	Hang Seng BeES	Benchmark Returns	
		Hang Seng Index	Hang Seng Total Return Index (INR)
Since Inception	10.26%	10.29%	10.87%
Last One Year	11.56%	10.77%	12.86%

Returns are compounded annualised. Returns since inception are calculated from the date of allotment i.e. March 9, 2010 with allotment price being Rs. 1,238.8917. Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.21%. It is calculated with respect to Total Return Hang Seng Index (INR).

Total assets under management as on March 31, 2011 were Rs. 60.62 crores held by 1,454 investors.

12. Benchmark Short Term Fund (BSTF)

As per its investment pattern, BSTF invests 0% - 100% of its total assets in Debt Instruments having residual maturity upto 1 year and 0% - 50% in Debt Instruments having a residual maturity between 1 year and 3 years.

Benchmark Short Term Fund (BSTF) is an Open Ended Debt Scheme with Growth and Dividend Options. Dividend Option has one facility - Dividend Reinvestment with Daily and Weekly frequency. The investment objective of the Scheme is to enhance returns with minimum risk by investing in a portfolio of money market and debt instruments while maintaining the safety and liquidity.

The New Fund Offer of the Scheme opened for public subscription on June 29, 2010 and closed on July 27, 2010 with Rs. 4.84 crores being amount mobilized in the New Fund Offer. The units of the Scheme were allotted on August 4, 2010 at Rs. 10/-. The Scheme opened for ongoing subscription and redemption from August 9, 2010.

Performance Record (as on March 31, 2011)

Particulars	BSTF			Benchmark Returns
	Growth Option	Daily Dividend Option #	Weekly Dividend Option #	CRISIL Liquid Fund Index
Since Inception	3.47%	3.01%	2.95%	4.63%

As the Scheme has not completed 1 year, the returns are absolute. Returns since inception are calculated from the date of allotment i.e. August 4, 2010 with allotment price being Rs. 10/-. For Dividend Option - Dividend Reinvestment with Daily and Weekly frequency, dividends are assumed to be reinvested at the prevailing NAV. After payment of dividend, NAV will fall to the extent of the payout and statutory levy (if applicable). Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

#Returns are based on income distributed including dividend distribution tax. Actual dividend in the hands of each investor will vary based on category and rate of dividend distribution tax applicable thereon.

Total assets under management as on March 31, 2011 were Rs. 9.42 crores held by 276 investors.

13. Infrastructure Benchmark Exchange Traded Scheme (Infra BeES)

As per its investment pattern, Infra BeES invests at least 95% of its total assets in the stocks constituting CNX Infrastructure Index. The Scheme may invest upto 5% of its total assets in stocks not included in the corresponding underlying index.

The investment decisions are determined as per CNX Infrastructure Index. In case of any change in the index due to corporate actions or change in the constituents of CNX Infrastructure Index, by IISL, relevant investment decisions are determined considering the composition of CNX Infrastructure Index.

The New Fund Offer of the Scheme opened for public subscription on September 9, 2010 and closed on September 23, 2010 with Rs. 3.37 crores being amount mobilized in the New Fund Offer. The units of the Scheme were allotted on September 29, 2010 at Rs. 373.23. The units of the Scheme were listed on NSE on October 5, 2010.

Performance Record (as on March 31, 2011)

Particulars	Infra BeES	Benchmark Returns	
		CNX Infrastructure Index	CNX Infrastructure Total Return Index
Since Inception	-17.73%	-17.26%	-17.03

Returns are absolute as the Scheme has not completed 1 year. Returns since inception are calculated

from the date of allotment i.e. September 29, 2010. Past performance may or may not be sustained in future and should not be used as a basis for comparison with other investments.

Annualised Tracking Error, based on 1 year monthly data history on March 31, 2011 is 0.13%. It is calculated with respect to Total Return CNX Infrastructure Index.

Total assets under management as on March 31, 2011 were Rs. 33.77 crores held by 1,376 investors.

TOTAL ASSETS UNDER MANAGEMENT

As on March 31, 2011 total assets under management were Rs. 3,882.09 crores for all the Schemes.

Dividend

During the financial year 2010-11, the following dividends were declared:

Scheme	Rate	Record Date
Benchmark Derivative Fund - Dividend Option	Rs. 50.00 per unit	03-03-2011
Benchmark Equity & Derivatives Opportunities Fund -Dividend Option	Rs. 0.60 per unit	03-03-2011

Dividend, in the form of units, was declared and paid in Liquid BeES on a daily basis as per its Scheme Information Document.

For Dividend Option of Benchmark Short Term Fund - Dividend Reinvestment with Daily and Weekly frequency, dividend was declared and paid on a daily and weekly frequency, respectively as per its Scheme Information Document.

INVESTMENT PHILOSOPHY OF THE FUND

The Fund uses indexing and quantitative approach to achieve Schemes' investment objective. Unlike other Funds, the Fund does not try to beat the markets it tracks and does not seek temporary defensive positions when markets decline or appear over valued. The Fund does not make any judgements about the investment merit of a particular stock or a particular industry segment nor does it attempt to apply any economic, financial or market analysis. Indexing eliminates risks associated with active management with regard to over/underperformance vis-à-vis a benchmark.

Also, the management fees and other operating expenses charged to the Schemes are one of the lowest in the Mutual Fund Industry in India.

FUTURE OUTLOOK

The Fund has filed Scheme Information Documents with SEBI for various Schemes including ETFs. The Fund would launch these Schemes once they are approved by SEBI.

A Share Purchase Agreement dated March 15, 2011 was executed between Benchmark Trustee Company Private Limited (BTC), shareholders of BTC, Benchmark Asset Management Company Private Limited (BAMC), shareholders of BAMC, Goldman Sachs Asset Management (India) Private Limited, Goldman Sachs Trustee Company (India) Private Limited and Goldman Sachs Asset Management L.P. for the following:

- (i) Goldman Sachs Asset Management (India) Private Limited (GS AMC), asset management company of Goldman Sachs Mutual Fund (GSMF), will acquire the entire paid-up share capital (except for one equity share) of BAMC. One equity share would be acquired by Goldman Sachs Services Private Limited (GSSPL), another group company. Pursuant to such acquisition, the BAMC would effectively become a 100% subsidiary of GS AMC.
- (ii) Goldman Sachs Trustee Company (India) Private Limited (GSTC), trustee of Goldman Sachs Mutual Fund, and GSSPL proposed to acquire the entire paid-up share capital of Benchmark Trustee Company Private Limited (BTC) resulting in it becoming wholly owned by Goldman Sachs group companies in India.

On account of the above transactions and subject to the provisions of SEBI (Mutual Fund) Regulations, 1996, Goldman Sachs Asset Management L.P. (GSAM), the sponsor of GSMF, would indirectly, through GS AMC, acquire ownership of approximately 100% of the total paid-up share capital of BAMC resulting in change in the controlling interest of BAMC and a change in the sponsor of Benchmark Mutual Fund from Niche Financial Services to GSAM. GSTC would take over the trusteeship of the Schemes of Benchmark Mutual Fund from BTC and GS AMC would take over the rights to manage the schemes from BAMC and become the investment manager of the schemes. The Schemes would become an integral part of GSMF.

SEBI has pursuant to its letter no. OW/20350/2011 dated June 27, 2011, given its no objection to the above transactions.

2. Background of Sponsors, Trust, Trustee Company and AMC Company

a. Benchmark Mutual Fund

Benchmark Mutual Fund (BMF) was set up as a trust by Niche Financial Services Pvt. Ltd. on February 14, 2001 with Benchmark Trustee Company Pvt. Ltd. (the Trustee Company) as a Trustee in accordance with the provisions of the Indian Trust Act, 1882 and is duly registered under the Indian Registration Act, 1908. The Trustee has entered into an Investment Management Agreement dated February 14, 2001 with Benchmark Asset Management Company Pvt. Ltd. (the AMC) to function as the Investment Manager for all the Schemes of BMF. BMF was registered with SEBI vide registration number MF/045/01/6 on June 12, 2001.

b. Benchmark Trustee Company Pvt. Ltd.

The Trustee is the exclusive owner of the Trust Fund and holds the same in trust for the benefit of the Unit holders. The Trustee has been discharging its duties and carrying out the responsibilities as provided in the Regulations and the Trust Deed. The Trustee seeks to ensure that the Fund and the Schemes floated thereunder are managed by the AMC in accordance with the Trust Deed, the Regulations, directions and guidelines issued by the SEBI, the Stock Exchanges, the Association of Mutual Funds in India (AMFI) and other regulatory agencies.

c. Benchmark Asset Management Company Pvt. Ltd.

The Trustee has entered into an Investment Management Agreement dated February 14, 2001 with Benchmark Asset Management Company Pvt. Ltd. (the AMC) to function as the Investment Manager for all the Schemes of BMF.

3. Investment Objective of the Schemes

1. Nifty BeES

Nifty Benchmark Exchange Traded Scheme (Nifty BeES) is an open ended index scheme in the form of an Exchange Traded Fund (ETF), tracking S&P CNX Nifty Index and is listed on the Capital Market Segment of the National Stock Exchange of India Ltd. (NSE). The investment objective of the Scheme is to provide investment returns that, before expenses, closely correspond to the total returns of securities as represented by S&P CNX Nifty Index.

2. Junior BeES

Nifty Junior Benchmark Exchange Traded Scheme (Junior BeES) is an open ended index scheme in the form of an ETF, tracking CNX Nifty Junior Index and is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the returns of securities as represented by CNX Nifty Junior Index.

3. Liquid BeES

Liquid Benchmark Exchange Traded Scheme (Liquid BeES) is an open ended liquid scheme in the form of an ETF listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to enhance returns and minimize price risk by investing in a basket of call money, short-term government securities and money market instruments of short and medium maturities while maintaining the safety and liquidity.

4. Bank BeES

Banking Index Benchmark Exchange Traded Scheme (Bank BeES) is an open ended index scheme in the form of an ETF, tracking CNX Bank Index and is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the total returns of the securities as represented by CNX Bank Index.

5. Benchmark Derivative Fund

Benchmark Derivative Fund (BDF) is an open ended equity scheme, investing in Equities, Derivatives, Debt Securities and Money Market Instruments. The investment objective of the Scheme is to provide absolute returns over and above money market instruments by taking advantage in the underlying cash and derivative markets. Various strategies are used as return enhancers.

6. Gold BeES

Gold Benchmark Exchange Traded Scheme (Gold BeES) is an open ended gold scheme in the form of an ETF which is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the returns provided by domestic price of gold through physical gold.

7. PSU Bank BeES

PSU Bank Benchmark Exchange Traded Scheme (PSU Bank BeES) is an open ended index scheme in the form of an ETF, tracking CNX PSU Bank Index and is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the total returns of the securities as represented by CNX PSU Bank Index.

8. Benchmark Equity & Derivatives Opportunities Fund

Benchmark Equity & Derivatives Opportunities Fund (BEDOF) is an open ended equity scheme, investing in Equities, Derivatives, Debt Securities and Money Market Instruments. The investment objective of the Scheme is to provide absolute returns by taking advantage of opportunities in the underlying cash and derivative markets, and through deployment of surplus cash in fixed income securities. The Scheme is designed for investors seeking long-term capital appreciation primarily through investment in a diversified portfolio of strategies.

9. Benchmark S&P CNX 500 Fund

Benchmark S&P CNX 500 Fund is an open ended index scheme tracking S&P CNX 500 Fund. The investment objective of the Scheme is to generate capital appreciation through equity investments by investing in securities which are constituents of S&P CNX 500 Index in the same proportion as in the Index.

10. Shariah BeES

Shariah Benchmark Exchange Traded Scheme (Shariah BeES) is an open ended index scheme in the form of an ETF, tracking S&P CNX Nifty Shariah Index and is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the total returns of the securities as represented by S&P CNX Nifty Shariah Index by investing in securities which are constituents of S&P CNX Nifty Shariah Index in the same proportion as in the Index.

11. Hang Seng BeES

Hang Seng Benchmark Exchange Traded Scheme (Hang Seng BeES) is an open ended index scheme in the form of an ETF, tracking Hang Seng Index and is listed on the Capital Market Segment of NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the total returns of securities as represented by the Hang Seng Index of Hang Seng Data Services Limited, by investing in the securities in the same proportion as in the Index.

12. Benchmark Short Term Fund

Benchmark Short Term Fund (BSTF) is an Open Ended Debt Scheme with Growth and Dividend Options. Dividend Option has one facility Dividend Reinvestment with Daily and Weekly frequency. The investment

objective of the Scheme is to enhance returns with minimum risk by investing in a portfolio of money market and debt instruments while maintaining the safety and liquidity.

13. Infra BeES

Infrastructure Benchmark Exchange Traded Scheme (Infra BeES) is an open ended index scheme in the form of an ETF, tracking CNX Infrastructure Index and is passively managed. Infra BeES is listed on the Capital Market Segment of the NSE. The investment objective of the Scheme is to provide returns that, before expenses, closely correspond to the total returns of the securities as represented by the CNX Infrastructure Index by investing in the securities in the same proportion as in the Index.

4. Significant Accounting Policies

The Accounting policies are in accordance with Securities Exchange Board of India (Mutual Funds) Regulations, 1996.

5. Unclaimed Dividends & Redemptions

Scheme	Unclaimed Dividends		Unclaimed Redemptions	
	Amount (Rs.)	No. of Investors	Amount (Rs.)	No. of Investors
Nifty BeES	172,504	894	2,996	42
Junior BeES	13,305	38	–	–
Bank BeES	85,134	113	–	–
Benchmark Derivative Fund (BDF)	82,619	4	–	–
Gold BeES	–	–	19,289	35
PSU Bank BeES	960	9	–	–
Benchmark Equity & Derivatives Opportunities Fund (BEDOF)	685,191	8	–	–
Benchmark S&P CNX 500 Fund	–	–	19,799	2
Benchmark Split Capital Fund - Balanced	–	–	204,066	21

6. Statutory Information

- The Sponsors are not responsible or liable for any loss resulting from the operation of the Schemes of the Fund beyond their initial contribution of Rs. 1 lakh for setting up the Fund, and such other accretions / additions to the same.
- The price and redemption value of the units, and income from them, can go up as well as down with fluctuations in the market value of its underlying investments.
- The AMC has not paid any brokerage and commission to associates/related parties/group companies of the Sponsor/AMC.
- Full Annual Report shall be disclosed on the website (www.benchmarkfunds.com) and shall be available for inspection at the Head Office of the Mutual Fund. Present and prospective unit holders can obtain copy of the trust deed and the full Annual Report of the Fund / AMC at a price.

e. Investor Complaints

The details of investor complaints received by the Fund in financial year 2010 - 11 is enclosed as an Annexure A.

f. Voting Policy

The Board of Directors of Benchmark Asset Management Company Pvt. Ltd. and Benchmark Trustee

Company Pvt. Ltd., in their respective meetings have adopted a voting policy that, at present as a general policy, Benchmark Mutual Fund would abstain from voting on any matters with respect to companies in which its Schemes have invested.

The voting policy adopted along with its rationale is mentioned below:

"The objective of Benchmark Mutual Fund is to provide low cost, innovative products based on Passive and Quantitative Techniques.

Based on this philosophy, Benchmark Mutual Fund has launched a number of Exchange Traded Funds (ETFs)/index funds which are based on various indices and gold. Benchmark Mutual Fund would be launching more ETFs/index funds based on indices. Benchmark Mutual Fund invests in the ETFs/index funds based on the index which is being tracked by the Scheme. These indices are developed, owned and maintained by independent index providers. The indices are maintained on a day to day basis by the index provider as per the policy laid down by the index provider and various parameters are used for inclusion and exclusion of stocks from the index. Benchmark Mutual Fund obtains a license for these indices and launches the schemes. These Schemes track the indices by investing in the stocks as per its weightage in such index. Benchmark Mutual Fund carries out rebalancing exercise based on the details of corporate actions, etc. received from the index providers. The Fund Manager does not play an active role in selection of the stocks for investment/disinvestment. The Fund Manager's decisions are based solely on the notices of corporate actions received from the index providers.

As Benchmark Mutual Fund has a passive philosophy towards investment and does not invest in a stock based on an active research, at present as a general policy, Benchmark Mutual Fund would abstain from voting on any matters with respect to companies in which its Schemes have invested."

Based on the above voting policy, Benchmark Mutual Fund has abstained from voting on any matters with respect to companies in which its Schemes have invested.

Details of voting in general meetings of listed company

A. Management Proposal

Date	Type of Meeting (AGM / EGM)	Proposal Recommendation	Management	Vote (For / Against / Abstain)
Based on the Voting Policy, Benchmark Mutual Fund has abstained from voting on any matter.				

B. Shareholder Proposal

Date	Type of Meeting (AGM / EGM)	Proposal Recommendation	Management	Vote (For / Against / Abstain)
Based on the Voting Policy, Benchmark Mutual Fund has abstained from voting on any matter.				

For and on behalf of the Board of Directors
of **Benchmark Trustee Company Pvt. Ltd.**
(Trustee to Benchmark Mutual Fund)

Dr. S. A. Dave
Chairman

Place : Mumbai
Date : June 29, 2011

Annexure A
Redressal of Complaints received during 2010-11
Total Number of Folios – 179148

Complaint Code	Type of Complaint#	(a) No. of complaints pending at the beginning of the year	(b) No. of complaints received during the year	Action on (a) and (b)									
				Resolved				Non Actionable*	Pending				
				Within 30 days	30-60 days	60-180 days	Beyond 180 days		0-3 months	3-6 months	6-9 months	9-12 months	
IA	Non Receipt of Dividend on Units	-	1	1	-	-	-	-	-	-	-	-	-
IB	Interest on delayed payment of Dividend	-	-	-	-	-	-	-	-	-	-	-	-
IC	Non receipt of Redemption Proceeds	-	1	-	-	-	-	-	-	1	-	-	-
ID	Interest on delayed payment of Redemption	-	-	-	-	-	-	-	-	-	-	-	-
IIA	Non Receipt of Statement of Account/ Unit Certificate	-	-	-	-	-	-	-	-	-	-	-	-
IIB	Discrepancy in Statement of Account	-	-	-	-	-	-	-	-	-	-	-	-
IIC	Non Receipt of Annual Report/ Abridged Summary	-	-	-	-	-	-	-	-	-	-	-	-
IIIA	Wrong switch between Schemes	-	-	-	-	-	-	-	-	-	-	-	-
IIIB	Unauthorised switch between Schemes	-	-	-	-	-	-	-	-	-	-	-	-
IIIC	Deviation from Scheme attributes	-	-	-	-	-	-	-	-	-	-	-	-
IIID	Wrong or excess charges/load	-	-	-	-	-	-	-	-	-	-	-	-
IIIE	Non updation of changes viz. address, PAN, bank details, nomination etc	-	-	-	-	-	-	-	-	-	-	-	-
IV	Others	-	5	4	-	-	1	-	-	-	-	-	-

Including against its authorised persons/distributors/employees etc.

* Non actionable means the complaint are incomplete/outside the scope of mutual fund.

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Nifty Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N. M. RAIJI & CO.
Chartered Accountants Firm Reg. No: 108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Nifty Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Nifty Benchmark Exchange Traded Scheme - Nifty BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	879.75	665.75
2	Reserves & Surplus		
2.1	Unit Premium Reserve	7,063.19	3,899.86
2.2	Unrealised Appreciation Reserve	1,814.64	3,310.07
2.3	Other Reserves	42,080.90	27,156.04
3	Loans & Borrowings	-	-
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	-	-
4.2	Other Current Liabilities & Provisions	11,575.10	145.53
TOTAL		63,413.58	35,177.25
ASSETS			
1	Investments		
1.1.	Listed Securities:		
1.1.1	Equity Shares	51,721.67	34,983.89
Total Investments		51,721.67	34,983.89
2	Deposits	1.00	1.00
3	Other Current Assets		
3.1	Cash & Bank Balance	223.64	160.19
3.2	Others	11,467.27	32.17
4	Deferred Revenue Expenditure (to the extent not written off)	-	-
TOTAL		63,413.58	35,177.25

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Rajji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
 Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
 Chairman Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND*Nifty Benchmark Exchange Traded Scheme - Nifty BeES***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	681.33	262.76
1.2 Realised Gains / (Losses) on External sale / redemption of investments	7,623.95	7,563.54
1.3 Realised Gains / (Losses) on Derivative Transactions	(10.85)	(17.42)
1.4 Other Income	20.62	-
(A)	8,315.05	7,808.88
2 EXPENSES		
2.1 Management fees	137.90	81.89
2.2 Service tax on Management fees	14.21	8.44
2.3 Transfer agents fees and expenses	25.99	15.17
2.4 Custodian fees	23.48	11.21
2.5 Trusteeship fees	5.07	3.01
2.6 Commission to Agents	4.53	-
2.7 Marketing & Distribution expenses	23.12	20.40
2.8 Audit fees	3.05	1.38
2.9 Other operating expenses	16.19	9.08
(B)	253.54	150.58
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	8,061.51	7,658.30
4 Change in Unrealised Depreciation in value of investments (D)	(1,495.43)	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E=(C-D))	6,566.08	7,658.30
6 Change in unrealised appreciation in the value of investments (F)	-	4,743.25
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	6,566.08	12,401.55
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	3,310.07	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	1,814.64	3,310.07
7.3 Add / (Less): Equalisation	6,863.36	6,405.90
8 Total	14,924.87	15,497.38
9 Dividend appropriation		
9.1 Income Distributed during the year	-	260.89
10 Retained Surplus / (Deficit) carried forward to Balance sheet	14,924.87	15,236.49

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

Place : Mumbai
 Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND*Nifty Benchmark Exchange Traded Scheme - Nifty BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account
for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investments in Associates and Group Companies for the year:

Name of the Company	Nature of Instrument	Aggregate investment during the year at cost (Rs. In Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. In Lacs)	Aggregate investment in all Schemes during the year at cost (Rs. In Lacs)
Bajaj Auto Ltd.	Equity Shares	1,548.58	584.58	2,423.43

- 1.4 Open position of securities borrowed and/or lent by the Scheme :

Lending		Borrowing	
Security	Quantity	Security	Quantity
Ambuja Cements Ltd	20,000	NIL	
Hero Honda Motors Ltd	10,000		
Hindustan Unilever Ltd	100,000		
Maruti Suzuki India Ltd	17,500		
Tata Motors Ltd	35,000		

Previous Year: Securities borrowed and / or lent by the Scheme - Nil

- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
1,814.64	3.50%	3,310.07	9.45%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	50,718.91	30,128.28
Purchases	140,444.30	90,117.36
% to Daily Average Net Assets	276.91%	299.11%
Sales	129,835.04	80,589.23
% to Daily Average Net Assets	255.99%	267.49%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs. Cr. & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs. Cr. & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011): Nil

4. Unit Capital movement during the year :

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment)*	2,011,631	201.16	2,011,631	201.16
Units at the beginning of the year	6,657,477	665.75	4,317,477	431.75
Units Issued	23,960,000	2,396.00	17,870,000	1,787.00
Units Redeemed	21,820,000	2,182.00	15,530,000	1,553.00
Units at the end of the year	8,797,477	879.75	6,657,477	665.75

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary.

8. Unit holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he / she / it has invested.

BENCHMARK MUTUAL FUND*Nifty Benchmark Exchange Traded Scheme - Nifty BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.)		
Open	530.3391	309.4369
High	637.5102	531.5973
Low	482.3433	309.4369
End	589.2426	526.2011
2. Closing Assets Under Management (Rs. in Lacs)		
End	51,838.48	35,031.72
Average (AAuM)	50,718.91	30,128.28
3. Gross income as % of AAuM¹	16.39%	25.92%
4. Expense Ratio:		
a. Total Expense as % of AAuM	0.50%	0.50%
b. Management Fee as % of AAuM	0.30%	0.30%
5. Net Income as a percentage of AAuM²	15.89%	25.42%
6. Portfolio turnover ratio³	2.56	2.67
7. Total Dividend per unit distributed during the year	–	4.50
8. Returns:		
a. Last One Year		
Scheme	11.98%	74.47%
Benchmark	11.14%	73.76%
b. Since Inception		
Scheme	21.89%	23.09%
Benchmark	20.55%	21.74%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Nifty Junior Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Nifty Junior Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Nifty Junior Benchmark Exchange Traded Scheme - Junior BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	118.04	113.44
2	Reserves & Surplus		
2.1	Unit Premium Reserve	(1,661.90)	(2,102.19)
2.2	Unrealised Appreciation Reserve	155.12	1,335.23
2.3	Other Reserves	12,023.86	10,407.26
3	Loans & Borrowings	-	-
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	-	-
4.2	Other Current Liabilities & Provisions	1,350.61	42.47
TOTAL		11,985.73	9,796.21
ASSETS			
1	Investments		
1.1.	Listed Securities:		
1.1.1	Equity Shares	10,606.21	9,725.52
Total Investments		10,606.21	9,725.52
2	Deposits	-	-
3	Other Current Assets		
3.1	Cash & Bank Balance	85.89	53.52
3.2	Others	1,293.63	17.17
4	Deferred Revenue Expenditure (to the extent not written off)	-	-
TOTAL		11,985.73	9,796.21

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Rajji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
 Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
 Chairman Director

Place : Mumbai
 Date : June 29, 2011

Payal Wadhwa Kaipunjaj
 Fund Manager

BENCHMARK MUTUAL FUND*Nifty Junior Benchmark Exchange Traded Scheme - Junior BeES***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	230.21	37.97
1.2 Realised Gains / (Losses) on External sale / redemption of investments	2,225.07	506.39
1.3 Realised Gains / (Losses) on Derivative Transactions	2.34	(3.24)
(A)	2,457.62	541.12
2 EXPENSES		
2.1 Management fees	75.19	19.99
2.2 Service tax on Management fees	7.75	2.06
2.3 Transfer agents fees and expenses	8.44	2.18
2.4 Custodian fees	9.80	4.58
2.5 Trusteeship fees	8.30	2.21
2.6 Commission to Agents	6.17	-
2.7 Marketing & Distribution expenses	42.80	10.00
2.8 Audit fees	1.67	0.98
2.9 Other operating expenses	5.82	2.16
(B)	165.94	44.16
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	2,291.68	496.96
4 Change in Unrealised Depreciation in value of investments (D)	(1,180.11)	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E=(C-D))	1,111.57	496.96
6 Change in unrealised appreciation in the value of investments (F)	-	1,719.06
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	1,111.57	2,216.02
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	1,335.23	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	155.12	1,335.23
7.3 Add / (Less): Equalisation	(675.07)	4,842.13
8 Total	1,616.61	5,722.92
9 Dividend appropriation		
9.1 Income Distributed during the year	-	44.04
10 Retained Surplus / (Deficit) carried forward to Balance sheet	1,616.61	5,678.88

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

Place : Mumbai
 Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Payal Wadhwa Kaipunjai
 Fund Manager

BENCHMARK MUTUAL FUND*Nifty Junior Benchmark Exchange Traded Scheme - Junior BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account
for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investments in Associates and Group Companies for the year 2010-2011:

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. in Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. in Lacs)	Aggregate investment in all schemes during the year at cost (Rs. in Lacs)
Bajaj Auto Ltd.	Equity Shares	833.11	–	2,423.43

- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
155.12	1.46%	1,335.23	13.69%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	16,600.16	4,419.94
Purchases	27,398.21	11,141.73
% to Daily Average Net Assets	165.05%	252.08%
Sales	27,562.48	4,237.73
% to Daily Average Net Assets	166.04%	95.88%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) : Nil

4. Unit Capital movement during the year :

Particulars	2010-11		2009-10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment)*	85,119	8.51	85,119	8.51
Units at the beginning of the year	9,075,190	113.44	1,363,190	17.04
Units Issued	18,720,000	234.00	11,120,000	139.00
Units Redeemed	18,352,000	229.40	3,408,000	42.60
Units at the end of the year	9,443,190	118.04	9,075,190	113.44

* Face Value per unit is Rs. 1.25

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Nifty Junior Benchmark Exchange Traded Scheme - Junior BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.)		
Open	108.0259	44.8588
High	135.5998	107.9554
Low	101.4180	44.8588
End	112.6221	107.4770
2. Closing Assets Under Management (Rs. in Lacs)		
End	10,635.12	9,753.74
Average (AAuM)	16,600.16	4,419.94
3. Gross income as % of AAuM¹	14.80%	12.20%
4. Expense Ratio:		
a. Total Expense as % of AAuM	1.00%	1.00%
b. Management Fee as % of AAuM	0.50%	0.50%
5. Net Income as a percentage of AAuM²	13.81%	11.20%
6. Portfolio turnover ratio³	1.65	0.96
7. Total Dividend per unit distributed during the year	–	1.25
8. Returns:		
a. Last One Year		
Scheme	4.79%	147.86%
Benchmark	4.69%	148.45%
b. Since Inception		
Scheme	29.38%	33.26%
Benchmark	29.35%	33.25%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjaj

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Liquid Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Liquid Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 26 in Schedule I of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Liquid Benchmark Exchange Traded Scheme - Liquid BeES***Abridged Balance Sheet as at March 31, 2011**

Rupees in Lacs

Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	46,978.53	31,645.12
2	Reserves & Surplus		
2.1	Other Reserves	0.00 *	0.00 *
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	68.00	42.94
TOTAL		47,046.53	31,688.06
ASSETS			
1	Investments		
1.1	Unlisted Securities		
1.1.1	Other Debentures & Bonds	–	5,500.00
1.2	Commercial Paper	15,419.83	7,921.54
1.3	Certificate of Deposits	25,099.14	12,451.57
Total Investments		40,518.97	25,873.11
2	Deposits	1,331.00	576.00
3	Other Current Assets		
3.1	Cash & Bank Balance	54.76	97.91
3.2	CBLO/ Reverse Repo Lending	5,129.16	5,126.72
3.3	Others	12.64	14.32
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		47,046.53	31,688.06

Notes to Accounts - Annexure I

* Less than Rs. 0.01 Lacs

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjai

Fund Manager

BENCHMARK MUTUAL FUND*Liquid Benchmark Exchange Traded Scheme - Liquid BeES***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Interest	2,958.95	1,380.09
1.2 Other Income	2.37	0.00 *
(A)	2,961.32	1,380.09
2 EXPENSES		
2.1 Management fees	116.72	99.58
2.2 Service tax on Management fees	12.02	10.26
2.3 Transfer agents fees and expenses	83.77	68.42
2.4 Custodian fees	18.71	17.22
2.5 Trusteeship fees	4.30	3.67
2.6 Commission to Agents	2.27	-
2.7 Marketing & Distribution expenses	8.05	17.97
2.8 Audit fees	2.82	1.57
2.9 Other operating expenses	8.95	1.36
(B)	257.61	220.05
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	2,703.71	1,160.04
4 Change in unrealised depreciation in value of investments (D)	0.03	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	2,703.68	1,160.04
6 Change in unrealised appreciation in the value of investments (F)	-	-
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	2,703.68	1,160.04
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	-	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	-	-
7.3 Add / (Less): Equalisation	-	-
8 Total	2,703.68	1,160.04
9 Dividend appropriation		
9.1 Income Distributed during the year	2,117.53	903.99
9.2 Tax on income distributed during the year	586.15	256.05
10 Retained Surplus / (Deficit) carried forward to Balance sheet	0.00 *	0.00 *

Notes to Accounts - Annexure I

* Less than Rs. 0.01 Lacs

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Payal Wadhwa Kaipunjai

Fund Manager

BENCHMARK MUTUAL FUND*Liquid Benchmark Exchange Traded Scheme - Liquid BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investments in Associates and Group Companies for the year 2010-2011 :

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. in Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. in Lacs)	Aggregate investment in all schemes during the year at cost (Rs. in Lacs)
Bajaj Auto Finance Limited	Non Convertible Debenture	22,000	—	22,000

- 1.4 Open position of securities borrowed and / or lent by the Scheme : Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
(0.03)	0.00%	Nil	

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	42,955.10	36,737.80
Purchases	511,914.72	903,148.69
% to Daily Average Net Assets	1191.74%	2458.36%
Sales	495,954.95	800,014.07
% to Daily Average Net Assets	1154.59%	2177.63%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) : Nil

4. Unit Capital movement during the year :

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment) **	89,650.000	896.50	89,650.000	896.50
Opening Units	3,164,512.159	31,645.12	2,872,533.960	28,725.34
Units Issued	14,548,044.621	145,480.45	10,978,611.983	109,786.12
Units Issued towards reinvestment of Dividend*	210,473.341	2,104.73	90,398.689	903.99
Units Redeemed	13,225,177.458	132,251.77	10,777,032.473	107,770.32
Units at the end of the year	4,697,852.663	46,978.53	3,164,512.159	31,645.12

* The Scheme declares daily dividend which is compulsorily reinvested in the Scheme.

** Face Value per unit is Rs.1,000/-

5. Contingent Liability as at March 31, 2011: Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he / she / it has invested.

BENCHMARK MUTUAL FUND*Liquid Benchmark Exchange Traded Scheme - Liquid BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.) :		
Open	1000.0000	1000.0000
High	1000.0000	1000.0000
Low	1000.0000	1000.0000
End	1000.0000	1000.0000
2. Closing Assets Under Management (Rs. in Lacs)		
End	46,978.53	31,645.12
Average (AAuM)	42,955.10	36,737.80
3. Gross income as % of AAuM¹	6.89%	3.76%
4. Expense Ratio:		
a. Total Expense as % of AAuM	0.60%	0.60%
b. Management Fee as % of AAuM	0.30%	0.30%
5. Net Income as a percentage of AAuM²	6.29%	3.16%
6. Average Maturity Period³	39.14	29.18
7. Total Dividend per unit distributed during the year	61.76	31.87
8. Returns:		
a. Last One Year		
Scheme	6.17%	3.20%
Benchmark	6.21%	3.69%
b. Since Inception		
Scheme	4.88%	4.95%
Benchmark	5.76%	5.69%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

3. Average Maturity Period = Average Number of Days to the date of maturity of the securities.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjai

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Banking Index Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Banking Index Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule H of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Banking Index Benchmark Exchange Traded Scheme - Bank BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	646.75	31.75
2	Reserves & Surplus		
2.1	Unit Premium Reserve	(8,368.80)	(24,529.77)
2.2	Unrealised Appreciation Reserve	3,696.26	363.83
2.3	Other Reserves	80,006.00	27,133.31
3	Loans & Borrowings	-	-
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	-	-
4.2	Other Current Liabilities & Provisions	1,247.07	66.95
TOTAL		77,227.28	3,066.07
ASSETS			
1	Investments		
1.1.	Listed Securities:		
1.1.1	Equity Shares	75,845.87	2,992.38
	Total Investments	75,845.87	2,992.38
2	Deposits	1.00	1.00
3	Other Current Assets		
3.1	Cash & Bank Balance	1,380.41	72.69
4	Deferred Revenue Expenditure (to the extent not written off)	-	-
TOTAL		77,227.28	3,066.07

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
 Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
 Chairman Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND

Banking Index Benchmark Exchange Traded Scheme - Bank BeES

Abridged Revenue Account for the year ended March 31, 2011

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	44.99	279.16
1.2 Interest	-	0.01
1.3 Realised Gains / (Losses) on External sale / redemption of investments	1,840.56	3,144.07
(A)	1,885.55	3,423.24
2 EXPENSES		
2.1 Management fees	33.45	40.20
2.2 Service tax on Management fees	3.45	4.14
2.3 Transfer agents fees and expenses	3.58	5.07
2.4 Custodian fees	7.45	5.61
2.5 Trusteeship fees	1.06	1.27
2.6 Commission to Agents	0.65	-
2.7 Marketing & Distribution expenses	0.39	0.38
2.8 Audit fees	1.23	1.18
2.9 Other operating expenses	1.53	5.55
(B)	52.79	63.40
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	1,832.76	3,359.84
4 Change in unrealised depreciation in value of investments (D)	-	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	1,832.76	3,359.84
6 Change in unrealised appreciation in the value of investments (F)	3,332.43	8,019.23
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	5,165.19	11,379.07
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	363.83	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	3,696.26	363.83
7.3 Add / (Less): Equalisation	51,039.93	(12,329.27)
8 Total	52,872.69	(1,314.03)
9 Dividend appropriation		
9.1 Income Distributed during the year	-	243.75
10 Retained Surplus / (Deficit) carried forward to Balance sheet	52,872.69	(1,557.78)

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
Chartered Accountants
Registration No. 108296W

J. M. Gandhi
Partner
Membership No. 37924

Place : Mumbai
Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Vishal Jain
Fund Manager

BENCHMARK MUTUAL FUND*Banking Index Benchmark Exchange Traded Scheme - Bank BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investment in Associates and Group Companies for the year 2010-2011 is Nil.
- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain /(Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
3,696.27	4.86%	363.83	12.13%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	10,594.25	12,707.48
Purchases	108,923.12	27,761.62
% to Daily Average Net Assets	1028.13%	218.47%
Sales	41,242.63	52,948.90
% to Daily Average Net Assets	389.29%	416.68%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011):

Scheme	No. of Investors	Percentage of holding
Bank BeES	1	92.15%

4. Unit Capital movement during the year :

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment) *	177,474	17.75	177,474	17.75
Units at the beginning of the year	317,474	31.75	4,117,474	411.75
Units Issued	10,100,000	1,010.00	3,010,000	301.00
Units Redeemed	3,950,000	395.00	6,810,000	681.00
Units at the end of the year	6,467,474	646.75	317,474	31.75

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he / she / it has invested.

BENCHMARK MUTUAL FUND*Banking Index Benchmark Exchange Traded Scheme - Bank BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open	949.4677	423.1052
High	1,334.0952	952.4895
Low	884.2629	423.1052
End	1,174.8051	944.6834
2. Closing Assets Under Management (Rs. in Lacs)		
End	75,980.21	2,999.12
Average (AAuM)	10,594.25	12,707.48
3. Gross income as % of AAuM¹	17.80%	26.94%
4. Expense Ratio:		
a. Total Expense as % of AAuM	0.50%	0.50%
b. Management Fee as % of AAuM	0.35%	0.35%
5. Net Income as a percentage of AAuM²	17.30%	26.44%
6. Portfolio turnover ratio³	3.89	2.18
7. Total Dividend per unit distributed during the year	–	10.00
8. Returns:		
a. Last One Year		
Scheme	24.36%	131.91%
Benchmark	23.74%	128.87%
b. Since Inception		
Scheme	26.31%	26.64%
Benchmark	25.08%	25.31%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR.

3. Portfolio Turnover = Lower of sales or purchases divided by the Average AuM for the year.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

have examined the attached Abridged Balance Sheet of **Benchmark Derivative Fund** (the scheme) of Benchmark Mutual Fund as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, and the Revenue Account for the year ended on that date, annexed thereto of Benchmark Derivative Fund (the scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet and the Revenue Account referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 28 in Schedule H of the financial statements whereby the management has not provided the Cash Flow Statement and Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011; and
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Benchmark Derivative Fund - BDF***Abridged Balance Sheet as at March 31, 2011**

Rupees in Lacs

Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	1,027.04	2,742.71
2	Reserves & Surplus		
2.1	Unit Premium Reserve	(347.09)	(236.70)
2.2	Unrealised Appreciation Reserve	–	76.03
2.3	Other Reserves	672.81	695.00
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	182.81	133.33
TOTAL		1,535.57	3,410.37
ASSETS			
1	Investments		
1.1.	Listed Securities:		
1.1.1	Equity Shares	890.22	2,146.85
Total Investments		890.22	2,146.85
2	Deposits	205.00	520.00
3	Other Current Assets		
3.1	Cash & Bank Balance	51.74	31.53
3.2	CBLO/ Reverse Repo Lending	314.65	659.67
3.3	Others	73.96	52.32
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		1,535.57	3,410.37

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
Chartered Accountants
Registration No. 108296W

J. M. Gandhi
Partner
Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
Chairman Director

Place : Mumbai
Date : June 29, 2011

Gowri Sekaria
Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Derivative Fund - BDF***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	15.47	11.39
1.2 Interest	43.70	36.59
1.3 Realised Gains / (Losses) on External sale / redemption of investments	161.64	908.75
1.4 Realised Gains / (Losses) on Derivative Transactions	78.64	(1,022.34)
1.5 Other Income	-	0.05
(A)	299.45	(65.56)
2 EXPENSES		
2.1 Management fees	15.01	17.66
2.2 Service tax on Management fees	1.55	1.82
2.3 Transfer agents fees and expenses	0.87	1.98
2.4 Custodian fees	3.01	5.14
2.5 Trusteeship fees	0.44	0.52
2.6 Commission to Agents	11.31	9.31
2.7 Marketing & Distribution expenses	-	-
2.8 Audit fees	0.83	0.95
2.9 Other operating expenses	0.09	1.58
(B)	33.11	38.96
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	266.34	(104.52)
4 Change in unrealised depreciation in value of investments (D)	151.49	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	114.85	(104.52)
6 Change in unrealised appreciation in the value of investments (F)	-	174.71
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	114.85	70.18
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	76.03	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	-	(76.03)
7.3 Add / (Less): Equalisation	(190.22)	158.86
8 Total	0.66	153.02
9 Dividend appropriation		
9.1 Income Distributed during the year	22.86	62.37
10 Retained Surplus / (Deficit) carried forward to Balance sheet	(22.20)	90.65

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

Place : Mumbai
 Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Gowri Sekaria
 Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Derivative Fund - BDF***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account
for the year ended March 31, 2011****1. Investments**

1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.

1.2 Open Position of derivatives as of March 31, 2011 is as follows:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
(897.53)	(66.35%)	(2,156.60)	(65.81%)

1.3 Investments in Associates and Group Companies for the year 2010-2011 is as follows:

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. in Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. in Lacs)	Aggregate investment in all schemes during the year at cost (Rs. in Lacs)
GTL Ltd.	Equity Shares	–	68.58	3.97

1.4 Open position of securities borrowed and / or lent by the Schemes is Nil (Previous Year : Nil)

1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)

1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
(75.72)	(5.60%)	87.25	2.66%

1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Average Daily Net Assets	2,206.72	2,596.84
Purchases	21,347.02	9,212.71
Purchases as a % to average daily net assets	967.36%	354.77%
Sales	21,447.61	9,215.20
Sales as % to average daily net assets	971.92%	354.86%

1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) -- Nil

4. Unit Capital movement during the year :

Particulars	2010-11				2009-10			
	Growth Option		Dividend Option		Growth Option		Dividend Option	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Capital (on the date of Allotment)*	775,667.530	7,756.68	627,222.120	6,272.22	775,667.530	7,756.68	627,222.120	6,272.22
Opening Units	121,022.934	1,210.23	153,248.433	1,532.48	98,798.920	987.99	28,254.330	282.54
Units Issued	46,528.299	465.28	91,669.192	916.69	91,681.167	916.81	440,342.190	4,403.42
Units Redeemed	101,083.792	1,010.84	208,681.513	2,086.82	69,457.137	694.57	315,348.083	3,153.48
Closing Units	66,467.441	664.67	36,236.112	362.36	121,022.934	1,210.23	153,248.433	1,532.48

* Face Value per unit is Rs. 1,000/-

5. Contingent Liability as at March 31, 2011 – Nil

6. Expenses other than management fee is inclusive of service tax where applicable.

7. **Prior Period Comparatives :**

Previous year figures are regrouped and reclassified wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Benchmark Derivative Fund - BDF***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open		
i) Growth Plan	1,381.1590	1,342.0605
ii) Dividend Plan	1,046.2650	1,055.4207
High		
i) Growth Plan	1,459.7483	1,382.5288
ii) Dividend Plan	1,101.7018	1,075.7239
Low		
i) Growth Plan	1,381.1590	1,339.9474
ii) Dividend Plan	1,046.2650	1,045.1954
End		
i) Growth Plan	1,459.7483	1,382.0665
ii) Dividend Plan	1,055.5880	1,046.9525
2. Closing Assets Under Management (Rs. in Lacs)		
End	1,352.76	3,277.06
Average (AAuM) ¹	2,206.73	2,596.84
3. Gross income as % of AAuM²	13.57%	(2.52%)
4. Expense Ratio:		
a. Total Expense as % of AAuM #	1.50%	1.50%
b. Management Fee as % of AAuM #	0.75%	0.75%
5. Net Income as a percentage of AAuM³	12.07%	(4.02%)
6. Portfolio turnover ratio⁴	4.53	3.55
7. Total Dividend per unit distributed during the year[^]	50.00	39.95
8. Returns:		
a. Last One Year		
Scheme	5.62% G	2.87% G
	5.62% D	2.89% D
Benchmark	5.06% - i	5.41% - i
	11.14% - ii	73.76% - ii
b. Since Inception		
Scheme	6.20% G	6.31% G
	6.31% D	6.62% D
Benchmark	5.58% - i	5.67% - i
	18.46% - ii	19.89% - ii

1. AAuM=Average daily net assets

2. Gross income = amount against (A) in the Revenue account i.e. Income.

3. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

4. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

Total Expense Ratio and Management Fees Ratio is given at scheme level since the ratio is the same for both Dividend and Growth Plans.

^ Dividend is declared in the Dividend plan of the scheme out of the surplus available for distribution at the time of declaration of dividend.

G - Growth option

D - Dividend option

i-CRISIL Composite Bond Fund Index

ii-S&P CNX Nifty Index

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Gowri Sekaria

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Gold Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Gold Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Gold Benchmark Exchange Traded Scheme - Gold BeES***Abridged Balance Sheet as at March 31, 2011**

Rupees in Lacs

Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	8,868.87	4,792.13
2	Reserves & Surplus		
2.1	Unit Premium Reserve	147,164.57	50,693.66
2.2	Unrealised Appreciation Reserve	35,361.10	10,219.08
2.3	Other Reserves	(11,713.61)	11,518.46
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	198.46	184.33
TOTAL		179,879.39	77,407.66
ASSETS			
1	Investments		
1.1	GOLD	179,666.45	77,183.75
Total Investments		179,666.45	77,183.75
2	Deposits	–	–
3	Other Current Assets		
3.1	Cash & Bank Balance	212.94	127.62
3.2	Others	–	96.29
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		179,879.39	77,407.66

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
 Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
 Chairman Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND

Gold Benchmark Exchange Traded Scheme - Gold BeES

Abridged Revenue Account for the year ended March 31, 2011

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Realised Gains / (Losses) on External sale / redemption of investments	1,954.17	701.85
1.2 Other Income	-	117.95
(A)	1,954.17	819.80
2 EXPENSES		
2.1 Management fees	703.03	170.62
2.2 Service tax on Management fees	72.41	17.57
2.3 Transfer agents fees and expenses	66.26	25.51
2.4 Custodian fees	370.70	199.08
2.5 Trusteeship fees	12.92	4.74
2.6 Commission to Agents	33.66	10.00
2.7 Marketing & Distribution expenses	6.84	32.01
2.8 Audit fees	5.98	2.83
2.9 Other operating expenses	20.60	11.90
(B)	1,292.40	474.26
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	661.77	345.54
4 Change in unrealised depreciation in value of investments (D)	-	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	661.77	345.54
6 Change in unrealised appreciation in the value of investments (F)	25,142.02	1,908.19
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	25,803.79	2,253.73
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	10,219.08	8,310.90
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	35,361.10	10,219.08
7.3 Add / (Less): Equalisation	(23,893.85)	9,199.13
8 Total	(23,232.08)	9,544.68
9 Dividend appropriation	-	-
10 Retained Surplus / (Deficit) carried forward to Balance sheet	(23,232.08)	9,544.68

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Vishal Jain

Fund Manager

BENCHMARK MUTUAL FUND*Gold Benchmark Exchange Traded Scheme - Gold BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investment in Associates and Group Companies for the year 2010-2011 is Nil.
- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain/(Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
35,361.10	19.68%	10,219.08	13.23%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	129,240.38	47,426.11
Purchases	85,164.91	48,298.43
% to Daily Average Net Assets	65.90%	101.84%
Sales	9,778.40	3,238.62
% to Daily Average Net Assets	7.57%	6.83%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) : Nil

4. Unit Capital movement during the year :

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Capital (on the date of allotment)*	1,026,025.607	1,026.03	1,026,025.607	1,026.03
Units at the beginning of the year	4,792,129.073	4,792.13	1,969,410.023	1,969.41
Units Issued	4,398,000.000	4,398.00	2,925,000.000	2,925.00
Units Redeemed	321,255.459	321.26	102,280.950	102.28
Units at the end of the year	8,868,873.614	8,868.87	4,792,129.073	4,792.13

* Face Value per unit is Rs. 100/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Gold Benchmark Exchange Traded Scheme - Gold BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open	1,620.6607	1,501.1629
High	2,057.2364	1,803.3416
Low	1,606.0453	1,389.3070
End	2,025.9724	1,611.4619
2. Closing Assets Under Management (Rs. in Lacs)		
End	179,680.93	77,223.33
Average (AAuM)	129,240.38	47,426.11
3. Gross income as % of AAuM¹	1.51%	1.73%
4. Expense Ratio:		
a. Total Expense as % of AAuM	1.00%	1.00%
b. Management Fee as % of AAuM	0.60%	0.40%
5. Net Income as a percentage of AAuM²	0.51%	0.73%
6. Portfolio turnover ratio³	0.08	0.07
7. Total Dividend per unit distributed during the year	-	-
8. Returns:		
a. Last One Year		
Scheme	25.72%	7.46%
Benchmark	27.01%	8.18%
b. Since Inception		
Scheme	20.61%	18.98%
Benchmark	21.69%	20.00%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **PSU Bank Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of PSU Bank Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. In the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. In the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND

PSU Bank Benchmark Exchange Traded Scheme - PSU Bank BeES

Abridged Balance Sheet as at March 31, 2011

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	22.75	23.75
2	Reserves & Surplus		
2.1	Unit Premium Reserve	2,147.76	2,281.65
2.2	Unrealised Appreciation Reserve	121.84	8.52
2.3	Other Reserves	(1,269.57)	(1,524.41)
3	Loans & Borrowings	-	-
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	-	-
4.2	Other Current Liabilities & Provisions	10.62	10.87
TOTAL		1,033.40	800.38
ASSETS			
1	Investments		
1.1	Listed Securities:		
1.1.1	Equity Shares	1,020.44	784.61
Total Investments		1,020.44	784.61
2	Deposits	-	-
3	Other Current Assets		
3.1	Cash & Bank Balance	12.96	15.77
4	Deferred Revenue Expenditure (to the extent not written off)	-	-
TOTAL		1,033.40	800.38

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave **Shriraj Dhruv**
 Chairman Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta **S. R. Halbe**
 Chairman Director

Place : Mumbai
 Date : June 29, 2011

Payal Wadhwa Kaipunjai
 Fund Manager

BENCHMARK MUTUAL FUND

PSU Bank Benchmark Exchange Traded Scheme - PSU Bank BeES

Abridged Revenue Account for the year ended March 31, 2011

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	11.17	32.56
1.2 Realised Gains / (Losses) on External sale / redemption of investments	107.62	282.57
(A)	118.79	315.13
2 EXPENSES		
2.1 Management fees	3.63	6.87
2.2 Service tax on Management fees	0.37	0.71
2.3 Transfer agents fees and expenses	0.41	0.82
2.4 Custodian fees	0.57	1.06
2.5 Trusteeship fees	0.08	0.15
2.6 Commission to Agents	0.16	-
2.7 Marketing & Distribution expenses	-	-
2.8 Audit fees	0.83	1.00
2.9 Other operating expenses	-	0.79
(B)	6.05	11.40
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	112.74	303.73
4 Change in unrealised depreciation in value of investments (D)	-	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	112.74	303.73
6 Change in unrealised appreciation in the value of investments (F)	113.32	903.80
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	226.06	1,207.53
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	8.52	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	121.84	8.52
7.3 Add / (Less): Equalisation	142.09	94.86
8 Total	254.83	1,293.87
9 Dividend appropriation		
9.1 Income Distributed during the year	-	7.05
10 Retained Surplus / (Deficit) carried forward to Balance sheet	254.83	1,286.82

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Payal Wadhwa Kaipunjaj

Fund Manager

BENCHMARK MUTUAL FUND

PSU Bank Benchmark Exchange Traded Scheme - PSU Bank BeES

Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011**1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)
- 1.3 Investment in Associates and Group Companies for the year 2010-2011 is Nil.
- 1.4 Open position of securities borrowed and / or lent by the Schemes is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain /(Loss) and percentage to net assets :

2010-11		2009-10	
Amount (Rs. in Lacs)	% to Net Assets	Amount (Rs. in Lacs)	% to Net Assets
121.84	11.91%	8.52	1.08%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)	2009 - 10 (Rs. in Lacs)
Daily Average Net Assets	820.49	1,531.88
Purchases	650.52	4,630.20
% to Daily Average Net Assets	79.28%	302.26%
Sales	635.62	6,420.09
% to Daily Average Net Assets	77.47%	419.10%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011): Nil.

4. Unit Capital movement during the year :

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (in Lacs)	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment)*	3,747,543	374.75	3,747,543	374.75
Units at the beginning of the year	237,543	23.75	887,543	88.75
Units Issued	140,000	14.00	1,550,000	155.00
Units Redeemed	150,000	15.00	2,200,000	220.00
Units at the end of the year	227,543	22.75	237,543	23.75

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*PSU Bank Benchmark Exchange Traded Scheme - PSU Bank BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open	336.2374	160.1703
High	543.9971	365.1563
Low	330.5071	160.1703
End	449.4856	332.3648
2. Closing Assets Under Management (Rs. in Lacs)		
End	1,022.77	789.51
Average (AAuM)	820.49	1,531.88
3. Gross income as % of AAuM¹	14.48%	20.57%
4. Expense Ratio:		
a. Total Expense as % of AAuM	0.74%	0.74%
b. Management Fee as % of AAuM	0.49%	0.49%
5. Net Income as a percentage of AAuM²	13.74%	19.83%
6. Portfolio turnover ratio³	0.77	3.02
7. Total Dividend per unit distributed during the year	–	6.00
8. Returns:		
a. Last One Year		
Scheme	35.24%	113.64%
Benchmark	34.46%	111.52%
b. Since Inception		
Scheme	17.34%	10.79%
Benchmark	16.60%	9.97%

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

4. AAuM=Average daily net assets

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjaj

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI.**

We have examined the attached Abridged Balance Sheet of **Benchmark Equity & Derivatives Opportunities Fund** (the scheme) of Benchmark Mutual Fund as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, and the Revenue Account for the year ended on that date, annexed thereto of Benchmark Equity & Derivatives Opportunities Fund (the scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet and the Revenue Account referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 28 in Schedule H of the financial statements whereby the management has not provided the Cash Flow Statement and Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011; and
 - b. in the case of Revenue Account, of the surplus of the scheme for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Benchmark Equity & Derivatives Opportunities Fund - BEDOF***Abridged Balance Sheet as at March 31, 2011**

Rupees in Lacs

Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	736.81	3,964.02
2	Reserves & Surplus		
2.1	Unit Premium Reserve	(182.56)	21.00
2.2	Unrealised Appreciation Reserve	–	218.01
2.3	Other Reserves	273.43	121.44
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	113.89	213.45
TOTAL		941.57	4,537.92
ASSETS			
1	Investments		
1.1	Listed Securities		
1.1.1	Equity Shares	544.09	2,869.32
Total Investments		544.09	2,869.32
2	Deposits	140.00	1,025.00
3	Other Current Assets		
3.1	Cash & Bank Balance	47.45	30.74
3.2	CBLO/ Reverse Repo Lending	129.86	574.70
3.3	Others	80.17	38.16
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		941.57	4,537.92

Notes to Accounts - Annexure I
As per our Report of even date
For N. M. Rajji & Co.
Chartered Accountants
Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
Partner
Membership No. 37924

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Place : Mumbai
Date : June 29, 2011

Vishal Jain
Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Equity & Derivatives Opportunities Fund - BEDOF***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	18.68	40.00
1.2 Interest	36.99	99.13
1.3 Realised Gains / (Losses) on External sale / redemption of investments	287.70	2,635.39
1.4 Realised Gains / (Losses) on Derivative Transactions	11.58	(3,601.83)
1.5 Other Income	-	0.13
(A)	354.95	(827.18)
2 EXPENSES		
2.1 Management fees	9.03	31.19
2.2 Service tax on Management fees	0.93	3.21
2.3 Transfer agents fees and expenses	3.54	5.42
2.4 Custodian fees	3.57	14.90
2.5 Trusteeship fees	0.20	0.69
2.6 Commission to Agents	10.41	43.24
2.7 Marketing & Distribution expenses	0.46	-
2.8 Audit fees	0.95	1.02
2.9 Other operating expenses	0.79	3.54
(B)	29.88	103.21
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A - B = C)	325.07	(930.39)
4 Change in unrealised depreciation in value of investments (D)	218.83	-
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C - D))	106.24	(930.39)
6 Change in unrealised appreciation in the value of investments (F)	-	1,153.08
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	106.24	222.69
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	218.01	-
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	-	218.01
7.3 Add / (Less): Equalisation	(137.83)	(237.69)
8 Total	186.42	(233.01)
9 Dividend appropriation		
9.1 Income Distributed during the year	34.41	99.69
9.2 Tax on income distributed during the year	-	-
10 Retained Surplus / (Deficit) carried forward to Balance sheet	152.01	(332.70)

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Raiji & Co.Chartered Accountants
Registration No. 108296W**J. M. Gandhi**Partner
Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**
Chairman**Shriraj Dhruv**
DirectorFor and on behalf of
Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**
Chairman**S. R. Halbe**
Director**Vishal Jain**
Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Equity & Derivatives Opportunities Fund - BEDOF***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is as follows:

2010-11		2009-10	
Amount (Rs. In Lacs)	% to Net Assets	Amount (Rs. In Lacs)	% to Net Assets
(548.07)	(66.22%)	(2,882.37)	(66.65%)

- 1.3 Investments in Associates and Group Companies for the year 2010-11 is as follows:

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. In Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. In Lacs)	Aggregate investment in all schemes during the year (Rs. In Lacs)
Bajaj Hindustan Ltd.	Equity Shares	0.34	–	4.57
GTL Ltd.	Equity Shares	–	83.13	3.97

- 1.4 Open position of securities borrowed and / or lent by the Schemes is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. In Lacs)	% to Net Assets	Amount (Rs. In Lacs)	% to Net Assets
(1.08)	(0.13%)	248.32	5.74%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets

Particulars	2010-11 (Rs. in lacs)	2009-10 (Rs. in lacs)
Average Daily Net assets	1,990.89	6,880.43
Purchases	20,148.14	22,499.26
Purchases as a % to average daily net assets	1012.02%	327.00%
Sales	20,280.00	27,379.08
Sales as % to average daily net assets	1018.64%	397.93%

- 1.8 Non-Traded securities in the portfolio -- Nil

2. Details of transactions with Associates in terms of regulation 25(8) -- NIL

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commission paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) -- Nil

4. Unit Capital movement during the year:

Particular	2010-11				2009-10			
	Growth Option		Dividend Option		Growth Option		Dividend Option	
	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)
Initial Capital (on the date of Allotment)*	24,093,143.480	2,409.31	103,479,244.540	10,347.92	24,093,143.480	2,409.31	103,479,244.540	10,347.92
Opening Units	7,537,935.789	753.79	32,102,252.472	3,210.23	18,349,924.290	1,834.99	40,922,860.780	4,092.29
Units Issued	501,225.404	50.12	12,361.599	1.24	6,416,912.977	641.69	42,236,886.260	4,223.69
Units Redeemed	5,986,850.269	598.69	26,798,817.994	2,679.88	17,228,901.473	1,722.89	51,057,494.568	5,105.75
Closing Units	2,052,310.924	205.23	5,315,796.077	531.58	7,537,935.789	753.79	32,102,252.472	3,210.23

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 -- Nil

6. Expenses other than management fees is inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous Year figures are regrouped and reclassified wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Benchmark Equity & Derivatives Opportunities Fund - BEDOF***Key Statistics for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open		
i) Growth Plan	11.4526	11.0922
ii) Dividend Plan	10.7723	10.6287
High		
i) Growth Plan	12.1911	11.4688
ii) Dividend Plan	11.4151	10.8756
Low		
i) Growth Plan	11.4526	11.0845
ii) Dividend Plan	10.7723	10.6212
End		
i) Growth Plan	12.1911	11.4607
ii) Dividend Plan	10.8634	10.7798
2. Closing Assets Under Management (Rs. in Lacs)		
End	827.67	4,324.46
Average (AAuM) ¹	1,990.89	6,880.43
3. Gross income as % of AAuM²	17.83%	(12.02%)
4. Expense Ratio:		
a. Total Expense as % of AAuM #	1.50%	1.50%
b. Management Fee as % of AAuM #	0.50%	0.50%
5. Net Income as a percentage of AAuM³	16.33%	(13.52%)
6. Portfolio turnover ratio⁴	4.37	3.27
7. Total Dividend per unit distributed during the year ^	0.60	0.20
8. Returns:		
a. Last One Year		
Scheme	6.37% - G	3.21% - G
	6.38% - D	3.21% - D
Benchmark	9.37%	47.31%
b. Since Inception		
Scheme	5.97% - G	5.80% - G
	5.97% - D	5.85% - D
Benchmark	3.19%	0.74%

1. AAuM=Average daily net assets

2. Gross income = amount against (A) in the Revenue account i.e. Income.

3. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

4. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.

Total Expense Ratio and Management Fees Ratio is given at scheme level since the ratio is the same for both Dividend and Growth Plans.

^ Dividend is declared in the Dividend plan of the scheme out of the surplus available for distribution at the time of declaration of dividend.

G - Growth option

D - Dividend option

As per our Report of even date
For N. M. Rajji & Co.
Chartered Accountants
Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
Partner
Membership No. 37924

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Place : Mumbai
Date : June 29, 2011

Vishal Jain
Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI

We have examined the attached Abridged Balance Sheet of **Benchmark S&P CNX 500 Fund** (the scheme) of Benchmark Mutual Fund as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
 Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
 Date : June 29, 2011

J. M. GANDHI Partner
 Membership No. 37924

AUDITOR'S REPORT

The Board of Directors,
Benchmark Trustee Company Private Limited

We have audited the attached Balance Sheet as at March 31, 2011, and the Revenue Account for the year ended on that date, annexed thereto of Benchmark S&P CNX 500 Fund (the scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet and the Revenue Account referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 27 in Schedule G of the financial statements whereby the management has not provided the Cash Flow Statement and Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011; and
 - b. in the case of Revenue Account, of the surplus of the scheme for the year ended on that date.

For N.M.RAIJI & CO.
 Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
 Date : June 29, 2011

J. M. GANDHI Partner
 Membership No. 37924

BENCHMARK MUTUAL FUND*Benchmark S&P CNX 500 Fund***Abridged Balance Sheet as at March 31, 2011**

Rupees in Lacs

Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	6,068.43	5,177.43
2	Reserves & Surplus		
2.1	Unit Premium Reserve	1,549.19	1,435.94
2.2	Unrealised Appreciation Reserve	416.46	250.16
2.3	Other Reserves	1,382.77	154.92
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	147.47	338.02
TOTAL		9,564.32	7,356.47
ASSETS			
1	Investments		
1.1	Listed Securities		
1.1.1	Equity Shares	9,417.94	6,905.78
1.1.2	Preference Shares	1.25	–
	Total Investments	9,419.19	6,905.78
2	Deposits	–	–
3	Other Current Assets		
3.1	Cash & Bank Balance	63.59	290.18
3.2	Others	81.54	160.51
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		9,564.32	7,356.47

Notes to Accounts – Annexure I

As per our Report of even date
For N. M. Rajji & Co.
Chartered Accountants
Registration No. 108296W

J. M. Gandhi
Partner
Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Place : Mumbai
Date : June 29, 2011

Vishal Jain
Fund Manager

BENCHMARK MUTUAL FUND*Benchmark S&P CNX 500 Fund***Abridged Revenue Account for the year ended March 31, 2011**

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1 INCOME		
1.1 Dividend	118.09	84.35
1.2 Realised Gains / (Losses) on External sale / redemption of investments	521.67	642.34
1.3 Realised Gains / (Losses) on Derivative Transactions	(0.87)	1.17
1.4 Other Income	16.21	103.58
(A)	655.11	831.44
2 EXPENSES		
2.1 Management fees	63.21	70.91
2.2 Service tax on Management fees	6.51	7.30
2.3 Transfer agents fees and expenses	4.12	9.35
2.4 Custodian fees	3.54	4.65
2.5 Trusteeship fees	0.93	1.04
2.6 Commission to Agents	55.36	57.96
2.7 Marketing & Distribution expenses	0.47	–
2.8 Audit fees	1.26	1.07
2.9 Other operating expenses	4.04	4.15
(B)	139.44	156.43
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR (A – B = C)	515.67	675.01
4 Change in unrealised depreciation in value of investments (D)	–	–
5 NET GAINS / (LOSSES) FOR THE YEAR (E = (C – D))	515.67	675.01
6 Change in unrealised appreciation in the value of investments (F)	166.31	236.82
7 NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	681.98	911.83
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	250.16	13.34
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	(416.46)	250.16
7.3 Add / (Less): Equalisation	712.20	13,111.33
8 Total	1,227.88	13,786.34
9 Dividend appropriation		
9.1 Income Distributed during the year	–	13,623.05
9.2 Tax on income distributed during the year	–	–
10 Retained Surplus / (Deficit) carried forward to Balance sheet	1,227.88	163.29

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Raiji & Co.Chartered Accountants
Registration No. 108296W**J. M. Gandhi**Partner
Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**
Chairman**Shriraj Dhruv**
DirectorFor and on behalf of
Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**
Chairman**S. R. Halbe**
Director**Vishal Jain**
Fund Manager

BENCHMARK MUTUAL FUND*Benchmark S&P CNX 500 Fund***Annexure I – Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil
- 1.3 Investments in Associates and Group Companies for the year 2010-2011 is as follows:

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. In Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. In Lacs)	Aggregate investment in all schemes during the year (Rs. In Lacs)
Bajaj Finance Ltd.	Equity Shares	1.85	3.82	1.85
Bajaj Auto Ltd.	Equity Shares	39.75	73.03	2,423.43
Bajaj Hindustan Ltd.	Equity Shares	4.23	3.93	4.57
GTL Ltd.	Equity Shares	3.97	7.07	3.97

- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Year : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. In Lacs)	% to Net Assets	Amount (Rs. In Lacs)	% to Net Assets
416.47	4.42%	250.16	3.61%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010-11 (Rs. in lacs)	2009-10 (Rs. in lacs)
Average Daily Net Assets	9,291.60	10,428.90
Purchases	7,719.83	31,185.71
Purchases as a % to average daily net assets	83.08%	299.03%
Sales	5,893.58	25,503.61
Sale as % to average daily net assets	63.43%	244.55%

- 1.8 Non-Traded securities in the portfolio – Nil

2. Details of transactions with Associates in terms of regulation 25(8) -- NIL

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) -- Nil

4. Unit Capital movement during the year:

Particular	2010-11				2009-10			
	Growth Option		Dividend Option		Growth Option		Dividend Option	
	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)
Initial Capital (on the date of Allotment)*	1,197,465.700	119.75	1,427,350.000	142.74	1,197,465.700	119.75	1,427,350.000	142.74
Opening Units	15,672,063.170	1,567.21	36,102,261.981	3,610.23	1,665,725.430	166.57	1,877,565.040	187.76
Units Issued	17,194,987.741	1,719.50	23,303,991.738	2,330.40	18,557,081.507	1,855.71	208,782,024.100	20,878.20
Units Redeemed	5,665,575.276	566.56	25,923,453.596	2,592.35	4,550,743.767	455.07	174,557,327.159	17,455.73
Units at the end of the year	27,201,475.635	2,720.15	33,482,800.123	3,348.28	15,672,063.170	1,567.21	36,102,261.981	3,610.23

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 -- Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous Year figures are regrouped and reclassified wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Benchmark S&P CNX 500 Fund***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open		
i) Growth Plan	18.4803	10.2979
ii) Dividend Plan	11.5594	10.2969
High		
i) Growth Plan	22.0737	19.0964
ii) Dividend Plan	13.8040	19.0973
Low		
i) Growth Plan	17.0196	10.2979
ii) Dividend Plan	10.6466	10.2969
End		
i) Growth Plan	19.5612	18.3468
ii) Dividend Plan	12.2328	11.4759
2. Closing Assets Under Management (Rs. in Lacs)		
End	9,420.01	7,018.43
Average (AAuM) ¹	9,291.60	10,428.90
3. Gross income as % of AAuM²	7.05%	7.97%
4. Expense Ratio:		
a. Total Expense as % of AAuM #	1.50%	1.50%
b. Management Fee as % of AAuM #	0.75%	0.75%
5. Net Income as a percentage of AAuM³	5.55%	6.47%
6. Portfolio turnover ratio⁴	0.71	2.45
7. Total Dividend per unit distributed during the year ^	-	6.75
8. Returns:		
a. Last One Year		
Scheme	6.62% - G	80.37% - G
	6.60% - D	80.94% - D
Benchmark	7.26%	87.95%
b. Since Inception		
Scheme	35.10% - G	63.78% - G
	35.27% - D	63.97% - D
Benchmark	33.44%	59.37%

1. AAuM=Average daily net assets

2. Gross income = amount against (A) in the Revenue account i.e. Income.

3. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR

4. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.
- # Total Expense Ratio and Management Fees Ratio is given at scheme level since the ratio is the same for both Dividend and Growth Plans.
- ^ Dividend is declared in the Dividend plan of the scheme out of the surplus available for distribution at the time of declaration of dividend.

G- Growth option

D - Dividend option

As per our Report of even date
For N. M. Rajji & Co.
 Chartered Accountants
 Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
 Partner
 Membership No. 37924

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI**

We have examined the attached Abridged Balance Sheet of **Shariah Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Shariah Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. in the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Shariah Benchmark Exchange Traded Scheme – Shariah BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	7.26	10.26
2	Reserves & Surplus		
2.1	Unit Premium Reserve	(3.80)	36.71
2.2	Unrealised Appreciation Reserve	34.58	49.49
2.3	Other Reserves	56.10	29.12
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	0.60	0.78
TOTAL		94.74	126.36
ASSETS			
1	Investments		
1.1	Listed Securities		
1.1.1	Equity Shares	93.32	125.07
	Total Investments	93.32	125.07
2	Deposits	–	–
3	Other Current Assets		
3.1	Cash & Bank Balance	1.39	1.26
3.2	Others	0.03	0.03
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		94.74	126.36

Notes to Accounts – Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND
Shariah Benchmark Exchange Traded Scheme – Shariah BeES
Abridged Revenue Account for the year ended March 31, 2011

		Rupees in Lacs	
		Current Year ended 31/03/2011	Previous Year ended 31/03/2010
1	INCOME		
1.1	Dividend	1.36	1.20
1.2	Realised Gains / (Losses) on External sale / redemption of investments	20.00	30.80
	(A)	21.36	32.00
2	EXPENSES		
2.1	Management fees	0.21	0.23
2.2	Service tax on Management fees	0.02	0.02
2.3	Transfer agents fees and expenses	–	–
2.4	Custodian fees	0.51	–
2.5	Trusteeship fees	0.01	0.01
2.6	Commission to Agents	–	–
2.7	Marketing & Distribution expenses	–	–
2.8	Audit fees	–	–
2.9	Other operating expenses	–	0.62
	(B)	0.75	0.88
3	NET REALISED GAINS / (LOSSES) FOR THE YEAR (A – B = C)	20.61	31.12
4	Change in Unrealised Depreciation in value of investments (D)	(14.92)	–
5	NET GAINS / (LOSSES) FOR THE YEAR (E=(C – D))	5.69	31.12
6	Change in unrealised appreciation in the value of investments (F)	–	38.76
7	NET SURPLUS / (DEFICIT) FOR THE YEAR (E + F = G)	5.69	69.88
7.1	Add: Balance transfer from Unrealised Appreciation Reserve	49.49	10.73
7.2	Less: Balance transfer to Unrealised Appreciation Reserve	34.57	49.49
7.3	Add / (Less): Equalisation	6.38	(2.01)
8	Total	26.99	29.11
9	Dividend appropriation		
9.1	Income Distributed during the year	–	–
10	Retained Surplus / (Deficit) carried forward to Balance sheet	26.99	29.11

Notes to Accounts - Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

J. M. Gandhi
 Partner
 Membership No. 37924

Place : Mumbai
 Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND*Shariah Benchmark Exchange Traded Scheme – Shariah BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the year ended March 31, 2011****1. Investments**

1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.

1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Year : Nil)

1.3 Investments in Associates and Group Companies for the year:

Name of the Company	Nature of Instruments	Aggregate investment during the year at cost (Rs. In Lacs)	Outstanding Investment as at March 31, 2011 at Market Value (Rs. In Lacs)	Aggregate investment in all schemes during the year (Rs. In Lacs)
Bajaj Auto Ltd.	Equity Shares	1.98	1.86	2,423.43

1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Year : Nil)

1.5 Details of NPA as at March 31, 2011 is Nil (Previous Year : Nil)

1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets

2010-11		2009-10	
Amount (Rs. In Lacs)	% to Net Assets	Amount (Rs. In Lacs)	% to Net Assets
34.58	36.72%	49.49	39.41%

1.7 The aggregate value of investments purchased and sold (including redeemed) during the year and these amounts as a percentage of average daily Net assets:

Particulars	2010-11 (Rs. in lacs)	2009-10 (Rs. in lacs)
Daily Average Net Assets	103.52	126.32
Purchases	18.43	33.80
% to Daily Average Net Assets	17.81%	26.76%
Sales	55.27	101.85
% to Daily Average Net Assets	53.39%	80.63%

1.8 Non-Traded securities in the portfolio – Nil

2. Details of transactions with Associates in terms of regulation 25(8) -- NIL

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the scheme (i.e. in excess of 25% of the net assets as at March 31, 2011):

Scheme	No. of Investors	Percentage of holding
Shariah BeES	1	50.66%

4. Unit Capital movement during the year:

	2010 - 11		2009 - 10	
	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)
Initial Units (on the date of Allotment)*	172,561	17.26	172,561	17.26
Units at the beginning of the year	102,561	10.26	-	-
Units Issued	-	-	172,561	17.26
Units Redeemed	30,000	3.00	70,000	7.00
Units at the end of the year	72,561	7.26	102,561	10.26

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011: Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous year figures have been regrouped/rearranged wherever necessary

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Shariah Benchmark Exchange Traded Scheme – Shariah BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Year ended on March 31, 2010
1. NAV per unit (Rs.):		
Open	123.3756	73.1947
High	139.2932	125.8853
Low	112.5784	73.1947
End	129.7486	122.4471
2. Closing Assets Under Management (Rs. in Lacs)		
End	94.15	125.58
Average (AAuM)	103.52	126.32
3. Gross income as % of AAuM¹	20.63%	25.33%
4. Expense Ratio:		
a. Total Expense as % of AAuM	0.73%	0.70%
b. Management Fee as % of AAuM	0.23%	0.20%
5. Net Income as a percentage of AAuM²	19.91%	24.63%
6. Portfolio turnover ratio³	0.18	0.27
7. Total Dividend per unit distributed during the year	–	–
8. Returns:		
a. Last One Year		
Scheme	5.96%	69.69%
Benchmark	5.43%	70.10%
b. Since Inception		
Scheme	38.44%	79.22%
Benchmark	38.74%	80.85%

- Gross income = amount against (A) in the Revenue account i.e. Income.
- Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR
- Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year.
- AAuM=Average daily net assets

As per our Report of even date
For N. M. Rajji & Co.
Chartered Accountants
Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
Partner
Membership No. 37924

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Place : Mumbai
Date : June 29, 2011

Vishal Jain
Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI**

We have examined the attached Abridged Balance Sheet of **Hang Seng Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the year ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the year ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the year ended on that date annexed thereto, of Hang Seng Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. in the case of Revenue Account, of the surplus of the scheme for the year ended on that date; and
 - c. in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For N.M.RAIJI & CO.

Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Hang Seng Benchmark Exchange Traded Scheme – Hang Seng BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs	
Sr. No.	Particulars	As at March 31, 2011	As at March 31, 2010
LIABILITIES			
1	Unit Capital	44.12	44.12
2	Reserves & Surplus		
2.1	Unit Premium Reserve	5,421.47	5,421.48
2.2	Unrealised Appreciation Reserve	476.15	–
2.3	Other Reserves	120.16	(31.99)
3	Loans & Borrowings	–	–
4	Current Liabilities & Provisions		
4.1	Provision for doubtful Income/Deposits	–	–
4.2	Other Current Liabilities & Provisions	22.26	3.44
TOTAL		6,084.16	5,437.05
ASSETS			
1	Investments		
1.1	Listed Securities		
1.1.1	Equity Shares	6,036.36	5,384.22
	Total Investments	6,036.36	5,384.22
2	Deposits	–	–
3	Other Current Assets		
3.1	Cash & Bank Balance	34.76	39.84
3.2	Others	13.04	12.99
4	Deferred Revenue Expenditure (to the extent not written off)	–	–
TOTAL		6,084.16	5,437.05

Notes to Accounts – Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
 Partner
 Membership No. 37924

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

Payal Wadhwa Kaipunjal
 Fund Manager

BENCHMARK MUTUAL FUND

Hang Seng Benchmark Exchange Traded Scheme – Hang Seng BeES
Abridged Revenue Account for the year ended March 31, 2011

Rupees in Lacs

	Current Year ended 31/03/2011	Previous Period ended 31/03/2010
1 INCOME		
1.1 Dividend	160.46	12.98
1.2 Realised Gains / (Losses) on External sale / redemption of investments	10.35	(2.18)
(A)	170.81	10.80
2 EXPENSES		
2.1 Management fees	31.56	1.88
2.2 Service tax on Management fees	3.25	0.19
2.3 Transfer agents fees and expenses	3.87	–
2.4 Custodian fees	6.87	0.85
2.5 Trusteeship fees	0.58	0.03
2.6 Commission to Agents	–	–
2.7 Marketing & Distribution expenses	7.16	–
2.8 Audit fees	1.24	0.11
2.9 Other operating expenses	3.48	0.38
(B)	58.01	3.44
3 NET REALISED GAINS / (LOSSES) FOR THE YEAR / PERIOD (A – B = C)	112.80	7.36
4 Change in unrealised depreciation in value of investments (D)	–	(39.35)
5 NET GAINS / (LOSSES) FOR THE YEAR / PERIOD (E = (C – D))	112.80	(31.99)
6 Change in unrealised appreciation in the value of investments (F)	515.50	–
7 NET SURPLUS / (DEFICIT) FOR THE YEAR / PERIOD (E + F = G)	628.30	(31.99)
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	–	–
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	476.15	–
7.3 Add / (Less): Equalisation	–	–
8 Total	152.15	(31.99)
9 Dividend appropriation		
9.1 Income Distributed during the year / period	–	–
9.2 Tax on income distributed during the year / period	–	–
10 Retained Surplus / (Deficit) carried forward to Balance sheet	152.15	(31.99)

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Rajji & Co.Chartered Accountants
Registration No. 108296W**J. M. Gandhi**

Partner

Membership No. 37924

Place : Mumbai

Date : June 29, 2011

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**
Chairman**Shriraj Dhruv**
DirectorFor and on behalf of
Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**
Chairman**S. R. Halbe**
Director**Vishal Jain**
Fund Manager**Payal Wadhwa Kaipunjal**
Fund Manager

BENCHMARK MUTUAL FUND*Hang Seng Benchmark Exchange Traded Scheme – Hang Seng BeES***Annexure I – Notes to Accounts to Abridged Balance Sheet and Revenue Account
for the year March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil. (Previous Period: Nil)
- 1.3 Investment in Associates and Group Companies for the year is Nil (Previous Period: Nil).
- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil (Previous Period : Nil)
- 1.5 Details of NPA as at March 31, 2011 is Nil (Previous Period : Nil)
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010-11		2009-10	
Amount (Rs. In Lacs)	% to Net Assets	Amount (Rs. In Lacs)	% to Net Assets
476.15	7.85%	(39.35)	(0.72%)

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the year / period and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. In Lacs)	2009 - 10 (Rs. In Lacs)
Daily Average Net Assets	5,800.97	5,471.43
Purchases	334.56	5,619.48
% to Daily Average Net Assets	5.77%	102.71%
Sales	259.99	193.73
% to Daily Average Net Assets	4.48%	3.54%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8): Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011 and April 2009 to March 2010)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011) :

Scheme	No. of Investors	Percentage of holding
Hang Seng BeES	1	58.09%

4. Unit Capital movement during the year:

Particulars	2010 - 11		2009 - 10	
	Units	Rs. (In Lacs)	Units	Rs. (In Lacs)
Initial Units (on the date of Allotment)*	441,168	44.12	441,168	44.12
Units at the beginning of the period	441,168	44.12	-	-
Units Issued	-	-	441,168	44.12
Units Redeemed	-	-	-	-
Units at the end of the period	441,168	44.12	441,168	44.12

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

Previous period figures have been regrouped/rearranged wherever necessary.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he / she / it has invested.

BENCHMARK MUTUAL FUND*Hang Seng Benchmark Exchange Traded Scheme – Hang Seng BeES***Key Statistics to Abridged Financials for the year ended March 31, 2011**

	Current Year ended on March 31, 2011	Previous Period ended on March 31, 2010
1. NAV per unit (Rs.):		
Open	1,248.7685	1,238.8917
High	1,456.5811	1,255.0116
Low	1,162.7923	1,220.4127
End	1,374.0573	1,231.6405
2. Closing Assets Under Management (Rs. in Lacs)		
End	6,061.90	5,433.60
Average (AAuM)	5,800.97	5,471.43
3. Gross income as % of AAuM¹	2.94%	0.20%
4. Expense Ratio:		
a. Total Expense as % of AAuM	1.00%	1.00%
b. Management Fee as % of AAuM	0.60%	0.60%
5. Net Income as a percentage of AAuM²	1.94%	0.13%
6. Portfolio turnover ratio³	0.04	0.04
7. Total Dividend per unit distributed during the year / period	–	–
8. Returns:		
a. Last One Year		
Scheme	11.56%	N.A.
Benchmark	10.77%	N.A.
b. Since Inception		
Scheme	10.26%	(0.59%) ***
Benchmark	10.29%	(1.38%) ***

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE YEAR / PERIOD

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the year/period.

4. AAuM=Average daily net assets

*** The returns are absolute as the scheme had not completed one year.

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**J. M. Gandhi**

Partner

Membership No. 37924

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

Payal Wadhwa Kaipunjal

Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI**

We have examined the attached Abridged Balance Sheet of **Benchmark Short Term Fund** (the scheme) of Benchmark Mutual Fund as at March 31, 2011 and also the Abridged Revenue Account for the period ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the period ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, and the Revenue Account for the period ended on that date, annexed thereto of Benchmark Short Term Fund (the scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet and the Revenue Account referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 26 in Schedule H of the financial statements whereby the management has not provided the Cash Flow Statement and Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011; and
 - b. in the case of Revenue Account, of the surplus of the scheme for the period ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Benchmark Short Term Fund***Abridged Balance Sheet as at March 31, 2011****Rupees in Lacs****As at
March 31, 2011**

LIABILITIES		
1	Unit Capital	919.15
2	Reserves & Surplus	
2.1	Other Reserves	23.35
3	Loans & Borrowings	–
4	Current Liabilities & Provisions	
4.1	Provision for doubtful Income/Deposits	–
4.2	Other Current Liabilities & Provisions	1.65
TOTAL		944.15
ASSETS		
1	Investments	
1.1	Certificate of Deposits	98.07
Total Investments		98.07
2	Deposits	5.00
3	Other Current Assets	
3.1	Cash & Bank Balance	12.65
3.2	CBLO/ Reverse Repo Lending	824.09
3.3	Others	4.34
4	Deferred Revenue Expenditure (to the extent not written off)	–
TOTAL		944.15

Notes to Accounts – Annexure I

As per our Report of even date

For N. M. Rajji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjaj

Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Short Term Fund***Abridged Revenue Account for the period ended March 31, 2011**

		Rupees in Lacs
		Current Period ended 31/03/2011
1	INCOME	
1.1	Interest	28.66
1.2	Other Income	0.04
	(A)	28.70
2	EXPENSES	
2.1	Management fees	1.30
2.2	Service tax on Management fees	0.13
2.3	Transfer agents fees and expenses	0.50
2.4	Custodian fees	0.09
2.5	Trusteeship fees	0.05
2.6	Commission to Agents	-
2.7	Marketing & Distribution expenses	-
2.8	Audit fees	0.83
2.9	Other operating expenses	-
	(B)	2.90
3	NET REALISED GAINS / (LOSSES) FOR THE PERIOD (A – B = C)	25.80
4	Change in unrealised depreciation in value of investments (D)	-
5	NET GAINS / (LOSSES) FOR THE PERIOD (E = (C – D))	25.80
6	Change in unrealised appreciation in the value of investments (F)	-
7	NET SURPLUS / (DEFICIT) FOR THE PERIOD (E + F = G)	25.80
7.1	Add: Balance transfer from Unrealised Appreciation Reserve	-
7.2	Less: Balance transfer to Unrealised Appreciation Reserve	-
7.3	Add / (Less): Equalisation	5.48
8	Total	31.28
9	Dividend appropriation	
9.1	Income Distributed during the period	
	Daily Dividend Option	1.94
	Weekly Dividend Option	4.99
9.2	Tax on income distributed during the period	
	Daily Dividend Option	0.30
	Weekly Dividend Option	0.71
10	Retained Surplus / (Deficit) carried forward to Balance sheet	23.34

Notes to Accounts - Annexure I

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Payal Wadhwa Kaipunjai

Fund Manager

BENCHMARK MUTUAL FUND*Benchmark Short Term Fund***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the period ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil.
- 1.3 Investment in Associates and Group Companies for the year 2010-2011 is Nil.
- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil.
- 1.5 Details of NPA as at March 31, 2011 is Nil.
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets: Nil.
- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the period and these amounts as a percentage of average daily Net assets

Particulars	2010 – 11 (Rs. in Lacs)
Daily Average Net Assets	742.59
Purchases	97.70
% to Daily Average Net Assets	13.16%
Sales	Nil
% to Daily Average Net Assets	Nil

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8) : Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the scheme (i.e. in excess of 25% of the net assets as at March 31, 2011): Nil

4. **Unit Capital movement during the period:**

Particulars	2010 – 11	
	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment)*		
- Growth Option	3,583,600.000	358.36
- Daily Dividend Option	1,072,000.000	107.20
- Weekly Dividend Option	182,231.171	18.22
Opening Units		
- Growth Option	–	–
- Daily Dividend Option	–	–
- Weekly Dividend Option	–	–
Units Issued		
- Growth Option	12,782,076.521	1,278.21
- Daily Dividend Option	2,377,399.140	237.74
- Weekly Dividend Option	5,585,023.052	558.50
Units Issued towards reinvestment of Dividend		
- Daily Dividend Option	19,380.125	1.94
- Weekly Dividend Option	49,906.843	4.99
Units Redeemed		
- Growth Option	6,058,656.988	605.87
- Daily Dividend Option	1,393,021.512	139.30
- Weekly Dividend Option	4,170,593.999	417.06
Units at the end of the period		
- Growth Option	6,723,419.533	672.34
- Daily Dividend Option	1,003,757.753	100.38
- Weekly Dividend Option	1,464,335.896	146.43

* Face Value per unit is Rs. 10/–

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. **Prior Period Comparatives:**

This being the first financial statement of the Scheme, the previous year figures have not been provided. The Revenue account is drawn for the period from August 04, 2010 to March 31, 2011.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Benchmark Short Term Fund***Key Statistics to Abridged Financials for the period ended March 31, 2011****Current Period ended on
March 31, 2011****1. NAV per unit (Rs.) :**

Open

Growth Option	10.0000
Daily Dividend Option	10.0000
Weekly Dividend Option	10.0000

High

Growth Option	10.3473
Daily Dividend Option	10.0000
Weekly Dividend Option	10.0106

Low

Growth Option	10.0000
Daily Dividend Option	10.0000
Weekly Dividend Option	10.0000

End

Growth Option	10.3473
Daily Dividend Option	10.0000
Weekly Dividend Option	10.0000

2. Closing Assets Under Management (Rs. in Lacs)

End	942.50
Average (AAuM)	742.59

3. Gross income as % of AAuM¹

3.87%

4. Expense Ratio:

a. Total Expense as % of AAuM	0.59%
b. Management Fee as % of AAuM	0.29%

5. Net Income as a percentage of AAuM²

3.48%

6. Average Maturity Period³

12.34

7. Total Dividend per unit distributed during the period

Daily Dividend Option	0.340130
Weekly Dividend Option	0.340739

**Current Period ended on
March 31, 2011**

8. Returns:**a. Last One Year**

Scheme	N.A.
Benchmark	N.A.

b. Since Inception

Scheme - Growth Option	3.47%***
Daily Dividend Option	3.01%***
Weekly Dividend Option	2.95%***
Benchmark	4.63%***

1. Gross income = amount against (A) in the Revenue account i.e. Income.
2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE PERIOD
3. Average Maturity Period = Average Number of Days to the date of maturity of the securities.
4. AAuM=Average daily net assets

*** The returns are absolute as the Scheme has not completed one year.

As per our Report of even date
For N. M. Rajji & Co.
Chartered Accountants
Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
Partner
Membership No. 37924

Dr. S. A. Dave
Chairman

Shriraj Dhruv
Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
Chairman

S. R. Halbe
Director

Place : Mumbai
Date : June 29, 2011

Payal Wadhwa Kaipunjaj
Fund Manager

AUDITOR'S REPORT OF THE ABRIDGED FINANCIAL STATEMENTS

**The Board of Directors,
BENCHMARK TRUSTEE COMPANY PRIVATE LIMITED
MUMBAI**

We have examined the attached Abridged Balance Sheet of **Infrastructure Benchmark Exchange Traded Scheme** (the scheme) of BENCHMARK MUTUAL FUND as at March 31, 2011 and also the Abridged Revenue Account for the period ended on that date annexed thereto, together with the significant accounting policies and notes thereon. These abridged financial statements have been prepared by Benchmark Asset Management Company pursuant to the amended regulation 56 of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 (the Regulation) and are based on the audited financial statements of the scheme for the period ended March 31, 2011 prepared in accordance with the Regulation. We have issued separate audit report dated June 29, 2011 on the financial statements of the scheme, which may be referred to.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

AUDITOR'S REPORT

**The Board of Directors,
Benchmark Trustee Company Private Limited**

We have audited the attached Balance Sheet as at March 31, 2011, the Revenue Account and the Cash Flow Statement for the period ended on that date annexed thereto, of Infrastructure Benchmark Exchange Traded Scheme (the Scheme), of Benchmark Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulation) and are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards on auditing issued by Institute of Chartered Accountants of India. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet, the Revenue Account and the Cash Flow Statement referred to above are in agreement with the books of accounts of the Scheme.
3. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the Regulation.
4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 25 in Schedule G of the financial statements whereby the management has not provided the Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of the scheme as at March 31, 2011;
 - b. in the case of Revenue Account, of the surplus of the scheme for the period ended on that date; and
 - c. in the case of Cash Flow Statement, of the cash flows for the period ended on that date.

For N.M.RAIJI & CO.
Chartered Accountants Firm Reg. No:108296W

Place : Mumbai
Date : June 29, 2011

J. M. GANDHI Partner
Membership No. 37924

BENCHMARK MUTUAL FUND*Infrastructure Benchmark Exchange Traded Scheme - Infra BeES***Abridged Balance Sheet as at March 31, 2011**

		Rupees in Lacs
		As at March 31, 2011
LIABILITIES		
1	Unit Capital	109.97
2	Reserves & Surplus	
2.1	Unit Premium Reserve	3,994.92
2.2	Unrealised Appreciation Reserve	5.39
2.3	Other Reserves	(733.48)
3	Loans & Borrowings	-
4	Current Liabilities & Provisions	
4.1	Provision for doubtful Income/Deposits	-
4.2	Other Current Liabilities & Provisions	4.45
TOTAL		3,381.25
ASSETS		
1	Investments	
1.1	Listed Securities	
1.1.1	Equity Shares	3,365.57
Total Investments		3,365.57
2	Deposits	-
3	Other Current Assets	
3.1	Cash & Bank Balance	15.45
3.2	Others	0.23
4	Deferred Revenue Expenditure (to the extent not written off)	-
TOTAL		3,381.25

Notes to Accounts – Annexure I

As per our Report of even date
For N. M. Raiji & Co.
 Chartered Accountants
 Registration No. 108296W

For and on behalf of
Benchmark Trustee Company Pvt. Ltd.

J. M. Gandhi
 Partner
 Membership No. 37924

Dr. S. A. Dave
 Chairman

Shriraj Dhruv
 Director

For and on behalf of
Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta
 Chairman

S. R. Halbe
 Director

Place : Mumbai
 Date : June 29, 2011

Vishal Jain
 Fund Manager

BENCHMARK MUTUAL FUND*Infrastructure Benchmark Exchange Traded Scheme - Infra BeES***Abridged Revenue Account for the period ended March 31, 2011**

Rupees in Lacs

	Current Period ended 31/03/2011
1 INCOME	
1.1 Dividend	6.59
1.2 Realised Gains / (Losses) on External sale / redemption of investments	8.90
(A)	15.49
2 EXPENSES	
2.1 Management fees	4.48
2.2 Service tax on Management fees	0.46
2.3 Custodian fees	0.78
2.4 Trusteeship fees	0.07
2.5 Commission to Agents	–
2.6 Marketing & Distribution expenses	–
2.7 Audit fees	0.83
(B)	6.62
3 NET REALISED GAINS / (LOSSES) FOR THE PERIOD (A – B = C)	8.87
4 Change in unrealised depreciation in value of investments (D)	–
5 NET GAINS / (LOSSES) FOR THE PERIOD (E = (C – D))	8.87
6 Change in unrealised appreciation in the value of investments (F)	5.39
7 NET SURPLUS / (DEFICIT) FOR THE PERIOD (E + F = G)	14.26
7.1 Add: Balance transfer from Unrealised Appreciation Reserve	–
7.2 Less: Balance transfer to Unrealised Appreciation Reserve	5.39
7.3 Add / (Less): Equalisation	(742.35)
8 Total	(733.48)
9 Dividend appropriation	
9.1 Income Distributed during the period	–
9.2 Tax on income distributed during the period	–
10 Retained Surplus / (Deficit) carried forward to Balance sheet	(733.48)

Notes to Accounts – Annexure I

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Registration No. 108296W

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.**Dr. S. A. Dave**

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.**D. S. Mehta**

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

BENCHMARK MUTUAL FUND*Infrastructure Benchmark Exchange Traded Scheme - Infra BeES***Annexure I - Notes to Accounts to Abridged Balance Sheet and Revenue Account for the period ended March 31, 2011****1. Investments**

- 1.1 Investments of the Scheme are registered in the name of the Trustee for the benefit of the Scheme's Unit holders.
- 1.2 Open Position of derivatives as of March 31, 2011 is Nil.
- 1.3 Investment in Associates and Group Companies for the period is Nil.
- 1.4 Open position of securities borrowed and / or lent by the Scheme is Nil
- 1.5 Details of NPA as at March 31, 2011 is Nil
- 1.6 Aggregate Unrealized Gain / (Loss) and percentage to net assets:

2010 -11	
Amount (Rs. In Lacs)	% to Net Assets
5.39	0.16%

- 1.7 The aggregate value of investments purchased and sold (including redeemed) during the period and these amounts as a percentage of average daily Net assets:

Particulars	2010 - 11 (Rs. in Lacs)
Daily Average Net Assets	1,327.59
Purchases	5,999.80
% to Daily Average Net Assets	451.93%
Sales	2,648.52
% to Daily Average Net Assets	199.50%

- 1.8 Non-Traded securities in the portfolio - Nil

2. Details of transactions with Associates in terms of regulation 25(8): Nil

Brokerage paid to associates/related parties/group companies of Sponsor/AMC				
Name of associate /related parties /group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011)	Value of transaction (in Rs. Cr. & % of total value of transaction of the Fund)	Brokerage (Rs Cr & % of total brokerage paid by the Fund)
NIL				
Commission paid to associates/related parties/group companies of sponsor/AMC				
Name of associate/related parties/group companies of Sponsor/AMC	Nature of Association / Nature of Relation	Period Covered (April 2010 to March 2011)	Business Given (in Rs. Cr. & % of total business received by the Fund)	Commission paid (Rs Cr & % of total commssion paid by the Fund)
NIL				

3. Large Holding in the schemes (i.e. in excess of 25% of the net assets as at March 31, 2011)

Scheme	No. of Investors	Percentage of holding
Infra BeES	1	88.21%

4. Unit Capital movement during the period:

Particulars	2010 – 11	
	Units	Rs. (in Lacs)
Initial Units (on the date of Allotment)*	89,679	8.97
Units at the beginning of the period	–	–
Units Issued	1,819,679	181.97
Units Redeemed	720,000	72.00
Units at the end of the period	1,099,679	109.97

* Face Value per unit is Rs. 10/-

5. Contingent Liability as at March 31, 2011 : Nil

6. Expenses other than management fees are inclusive of service tax where applicable.

7. Prior Period Comparatives:

This being the first financial statement of the Scheme, the previous year figures have not been provided. The Revenue account is drawn for the period from September 29, 2010 to March 31, 2011.

8. Unit-holders can obtain from the mutual fund a copy of the Annual Report of the scheme in which he /she /it has invested.

BENCHMARK MUTUAL FUND*Infrastructure Benchmark Exchange Traded Scheme - Infra BeES***Key Statistics to Abridged Financials for the period ended March 31, 2011**

	Period ended on March 31, 2011
1. NAV per unit (Rs.) :	
Open	373.2340
High	382.7762
Low	280.5109
End	307.0707
2. Closing Assets Under Management (Rs. in Lacs)	
End	3,376.79
Average (AAuM)	1,327.59
3. Gross income as % of AAuM¹	1.17%
4. Expense Ratio:	
a. Total Expense as % of AAuM	0.99%
b. Management Fees as % of AAuM	0.74%
5. Net Income as a percentage of AAuM²	0.67%
6. Portfolio turnover ratio³	1.99
7. Total Dividend per unit distributed during the period	-
8. Returns:	
a. Last One Year	
Scheme	N.A.
Benchmark	N.A.
b. Since Inception	
Scheme	(17.73%) ^{***}
Benchmark	(17.26%) ^{***}

1. Gross income = amount against (A) in the Revenue account i.e. Income.

2. Net income = amount against (C) in the Revenue account i.e. NET REALISED GAINS / (LOSSES) FOR THE PERIOD

3. Portfolio Turnover = Lower of sales or purchase divided by the Average AuM for the period.

4. AAuM=Average daily net assets

*** The returns are absolute as the Scheme has not completed one year.

As per our Report of even date

For N. M. Raiji & Co.

Chartered Accountants

Membership No. 37924

J. M. Gandhi

Partner

Membership No. 37924

For and on behalf of

Benchmark Trustee Company Pvt. Ltd.

Dr. S. A. Dave

Chairman

Shriraj Dhruv

Director

For and on behalf of

Benchmark Asset Management Company Pvt. Ltd.

D. S. Mehta

Chairman

S. R. Halbe

Director

Place : Mumbai

Date : June 29, 2011

Vishal Jain

Fund Manager

STATUTORY DETAILS:

Benchmark Mutual Fund has been set up as a trust under the Indian Trust Act, 1882 by way of Trust Deed dated February 14, 2001 by Niche Financial Services Pvt. Ltd., the Sponsor of the Mutual Fund with Benchmark Trustee Company Pvt. Ltd. as the sole trustee of the Mutual Fund and Benchmark Asset Management Company Pvt. Ltd. as Asset Management Company to the Mutual Fund.

RISK FACTORS:

• All Mutual funds and Securities investments are subject to market risks and there can be no assurance or guarantee that the objective of the Schemes will be achieved. • As with any investment in securities, the Net Asset Value (NAV) of the units issued under the Schemes can go up or down depending on the factors and forces affecting the securities market/bullion market. • Past performance of the Sponsors / Investment Manager / Mutual Fund and its affiliates does not indicate the future performance of the Schemes and may not necessarily provide a basis of comparison with other investments. • Nifty Benchmark Exchange Traded Scheme (Nifty BeES), Nifty Junior Benchmark Exchange Traded Scheme (Junior BeES), Banking Index Benchmark Exchange Traded Scheme (Bank BeES), PSU Bank Benchmark Exchange Traded Scheme (PSU Bank BeES), Shariah Benchmark Exchange Traded Scheme (Shariah BeES), Liquid Benchmark Exchange Traded Scheme (Liquid BeES), Gold Benchmark Exchange Traded Scheme (Gold BeES), Hang Seng Benchmark Exchange Traded Scheme (Hang Seng BeES), Benchmark Derivative Fund (BDF), Benchmark Equity & Derivatives Opportunities Fund (BEDOF), Benchmark S&P CNX 500 Fund, Benchmark Short Term Fund and Infrastructure Benchmark Exchange Traded Scheme (Infra BeES) are names of the Schemes and does not in any manner indicate either the quality of the Schemes or its future prospects and its returns. Investors are therefore urged to study the terms of offer carefully and consult their Investment Advisor before they invest in the Schemes. • The Sponsor is not responsible or liable for any loss or shortfall resulting from the operation of the Mutual Fund beyond the initial contribution made by it of an amount of Rs. 1 Lac towards setting up of the Mutual Fund. • The Schemes are not guaranteed or assured returns schemes. • NAV of the Schemes will react to the securities market/bullion market movements. The Investor could lose money over short periods due to fluctuation in the NAV of the Schemes in response to factors such as economic and political developments, changes in interest rates and perceived trends in securities prices/bullion prices, market movements and over longer periods during market downturns, respectively. • Please read the Scheme Information Document (SID) and Statement of Additional Information (SAI) carefully before investing.

NOTES:

1. On written request, present and prospective unit holders/investors can obtain a copy of the Trust Deed, the Annual Report, at a price if any, and the text of the Schemes.
2. On written request, the present and prospective unit holders/investors may request a copy of the annual report of Benchmark Asset Management Company Pvt. Ltd.
3. On written request, the present and prospective unit holders/investors can inspect a full list of investment of the Schemes at the office of Benchmark Asset Management Company Pvt. Ltd.

Book-Post

BENCHMARK
M U T U A L F U N D

Benchmark Asset Management Company Pvt. Ltd.
405, Raheja Chambers, Free Press Journal Marg,
213, Nariman Point, Mumbai - 400021

Phone

+91 22 6651 2727

Fax

+91 22 2200 3412

Toll Free

1800 22 5079

E-Mail

webmaster@benchmarkfunds.com