

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-17** | Period of Report: **2012-12-31**
SEC Accession No. [0001352871-13-000001](#)

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FILER

Benin Management CORP

CIK: [1352871](#) | IRS No.: **132755097** | State of Incorporation: **NY** | Fiscal Year End: **0430**
Type: **13F-HR** | Act: **34** | File No.: [028-14076](#) | Film No.: **13534418**

Mailing Address
*96 BALD HILL ROAD
WILTON CT 06897*

Business Address
*96 BALD HILL ROAD
WILTON CT 06897
203-762-3295*

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2012

Check here if Amendment []; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Benin Management Corp
Address: 96 Bald Hill Road
Wilton, CT 06897

13F File Number: 028-14076

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Peter Benin
Title: President
Phone: 203-762-3295

Signature, Place, and Date of Signing:

Peter Benin Wilton, CT January 17, 2013

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 85
Form 13F Information Table Value Total: \$139,862 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

NONE

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
AIR PRODS & CHEMS INC	COM	009158106	1536	18279	SH		SOLE				18279
ALCOA INC	COM	013817101	243	28020	SH		SOLE				28020
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	506	16675	SH		SOLE				16675
AMERICAN APPAREL INC	COM	023850100	20	20000	SH		SOLE				20000
AMERICAN EXPRESS CO	COM	025816109	564	9816	SH		SOLE				9816
APPLE INC	COM	037833100	10594	19907	SH		SOLE				19907
ARIAD PHARMACEUTICALS INC	COM	04033A100	1084	56500	SH		SOLE				56500
ASTORIA FINL CORP	COM	046265104	240	25600	SH		SOLE				25600
AT&T INC	COM	00206R102	410	12171	SH		SOLE				12171
BABCOCK & WILCOX CO NEW	COM	05615F102	969	37000	SH		SOLE				37000
BALLY TECHNOLOGIES INC	COM	05874B107	1386	31000	SH		SOLE				31000
BANK OF NEW YORK MELLON CORP	COM	064058100	602	23416	SH		SOLE				23416

BRISTOL MYERS SQUIBB CO	COM	110122108	210	6443 SH	SOLE	6443
CATERPILLAR INC DEL	COM	149123101	1527	17035 SH	SOLE	17035
CHEESECAKE FACTORY INC	COM	163072101	664	20300 SH	SOLE	20300
CHEVRON CORP NEW	COM	166764100	475	4394 SH	SOLE	4394
CHUBB CORP	COM	171232101	754	10015 SH	SOLE	10015
CISCO SYS INC	COM	17275R102	488	24855 SH	SOLE	24855
CONOCOPHILLIPS	COM	20825C104	273	4700 SH	SOLE	4700
COSTCO WHSL CORP NEW	COM	22160K105	1313	13300 SH	SOLE	13300
COVANCE INC	COM	222816100	344	5950 SH	SOLE	5950
CSX CORP	COM	126408103	1622	82200 SH	SOLE	82200
CVS CAREMARK CORPORATION	COM	126650100	1437	29715 SH	SOLE	29715
DISNEY WALT CO	COM DISNEY	254687106	540	10838 SH	SOLE	10838
DOW CHEM CO	COM	260543103	247	7629 SH	SOLE	7629
EBAY INC	COM	278642103	432	8470 SH	SOLE	8470
EDWARDS LIFESCIENCES CORP	COM	28176E108	361	4000 SH	SOLE	4000
EXXON MOBIL CORP	COM	30231G102	3266	37739 SH	SOLE	37739
FEDEX CORP	COM	31428X106	5631	61394 SH	SOLE	61394
FIFTH THIRD BANCORP	COM	316773100	172	11300 SH	SOLE	11300
FIRST NIAGARA FINL GP INC	COM	33582V108	214	27000 SH	SOLE	27000
FLUOR CORP NEW	COM	343412102	1962	33400 SH	SOLE	33400
GENERAL ELECTRIC CO	COM	369604103	933	44465 SH	SOLE	44465
HALLIBURTON CO	COM	406216101	3139	90495 SH	SOLE	90495
HARTFORD FINL SVCS GROUP INC	COM	416515104	3913	174371 SH	SOLE	174371
HEINZ H J CO	COM	423074103	357	6185 SH	SOLE	6185
HOME DEPOT INC	COM	437076102	225	3644 SH	SOLE	3644
HUDSON CITY BANCORP	COM	443683107	114	13975 SH	SOLE	13975
INTERNATIONAL BUSINESS MACHS	COM	459200101	3903	20374 SH	SOLE	20374
INTERNATIONAL GAME TECHNOLOG	COM	459902102	812	57325 SH	SOLE	57325
IPARTY CORP	COM	46261R107	4	28000 SH	SOLE	28000
JOHNSON & JOHNSON	COM	478160104	494	7039 SH	SOLE	7039
JPMORGAN CHASE & CO	COM	46625H100	1809	41145 SH	SOLE	41145
KEYCORP NEW	COM	493267108	168	20000 SH	SOLE	20000
LAS VEGAS SANDS CORP	COM	517834107	360	7800 SH	SOLE	7800
LOWES COS INC	COM	548661107	1886	53100 SH	SOLE	53100
MANULIFE FINL CORP	COM	56501R106	808	59470 SH	SOLE	59470
MASCO CORP	COM	574599106	335	20100 SH	SOLE	20100
MCDERMOTT INTL INC	COM	580037109	1060	96171 SH	SOLE	96171
MCDONALDS CORP	COM	580135101	276	3125 SH	SOLE	3125
MEDTRONIC INC	COM	585055106	316	7700 SH	SOLE	7700
MICROSOFT CORP	COM	594918104	3566	133515 SH	SOLE	133515
MSB FINANCIAL CORPORATION	COM	55352P102	76	11319 SH	SOLE	11319
NCR CORP NEW	COM	62886E108	553	21700 SH	SOLE	21700
NEXTERA ENERGY INC	COM	65339F101	688	9950 SH	SOLE	9950
OILSANDS QUEST INC	COM	678046103	0	10000 SH	SOLE	10000
ORACLE CORP	COM	68389X105	342	10249 SH	SOLE	10249
PARKER HANNIFIN CORP	COM	701094104	772	9075 SH	SOLE	9075
PEOPLES FED BANCSHARES INC	COM	711037101	191	11000 SH	SOLE	11000
PEPSICO INC	COM	713448108	11872	173497 SH	SOLE	173497
PFIZER INC	COM	717081103	462	18425 SH	SOLE	18425
PHILIP MORRIS INTL INC	COM	718172109	359	4286 SH	SOLE	4286
PNC FINL SVCS GROUP INC	COM	693475105	7528	129107 SH	SOLE	129107
PRAXAIR INC	COM	74005P104	682	6230 SH	SOLE	6230
PROCTER & GAMBLE CO	COM	742718109	6953	102420 SH	SOLE	102420
QEP RES INC	COM	74733V100	651	21500 SH	SOLE	21500
QUESTAR CORP	COM	748356102	1357	68650 SH	SOLE	68650
REXAHN PHARMACEUTICALS INC	COM	761640101	26	83000 SH	SOLE	83000
SCHLUMBERGER LTD	COM	806857108	12137	175146 SH	SOLE	175146
SILICON IMAGE INC	COM	82705T102	174	35000 SH	SOLE	35000
SIRIUS XM RADIO INC	COM	82967N108	59	20510 SH	SOLE	20510
SOUTHERN CO	COM	842587107	462	10802 SH	SOLE	10802
SPDR GOLD TRUST	GOLD SHS	78463V107	2750	16975 SH	SOLE	16975
SPDR S&P 500 ETF TR	TR UNIT	78462F103	1663	11675 SH	SOLE	11675
STAPLES INC	COM	855030102	166	14575 SH	SOLE	14575
STARBUCKS CORP	COM	855244109	515	9600 SH	SOLE	9600
STATE STR CORP	COM	857477103	5882	125125 SH	SOLE	125125
SYSCO CORP	COM	871829107	3870	122250 SH	SOLE	122250
TRUIS THERAPEUTICS INC	COM	89685K100	72	15000 SH	SOLE	15000
UNITED PARCEL SERVICE INC	CL B	911312106	9906	134356 SH	SOLE	134356
VALE S A	ADR	91912E105	1275	60845 SH	SOLE	60845
VALLEY NATL BANCORP	COM	919794107	1559	167605 SH	SOLE	167605
VISA INC	COM CL A	92826C839	214	1414 SH	SOLE	1414
WALGREEN CO	COM	931422109	1364	36850 SH	SOLE	36850
WEATHERFORD INTERNATIONAL LT	REG	H27013103	718	64200 SH	SOLE	64200

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