SEC Form 4
------------

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1	ddress of Reporting	•	2. Issuer Name and Ticker or Trading Symbol BENTLEY SYSTEMS INC [BSY]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BENTLEY GREGORY S				X	Director	Х	10% Owner			
(Last)	(First)	(Middle)	- 3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)		Other (specify below)			
		INCORPORATED	12/02/2021	Chairman, CEO & President						
685 STOCKTON DRIVE										
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
EXTON	PA	19341		X	Form filed by One Form filed by Mor	÷				
(City)	(State)	(Zip)	-		Person					

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	f Security (Instr. 3) Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction if any (Month/Day/Year) 2. Deemed Execution Date, (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities A Disposed Of (Instr. 8)						5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Class B Common Stock	12/02/2021		Р		17,875	A	\$47.4749(1)	8,851,235	D		
Class B Common Stock	12/02/2021		Р		3,158	A	\$47.935 <sup>(2)</sup>	8,854,393	D		
Class B Common Stock								136,512	I	By spouse	
Class B Common Stock								92,654	I	By 401(K) Plan	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr						8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Reflects a weighted average purchase price. The range of prices for these transactions was \$46.76 to \$47.75. The reporting person effected multiple same-way open market purchase transactions on the same day at different prices through a trade order executed by a broker-dealer. The reporting person has reported on a single line all such transactions that occurred within a one-dollar price range. The reporting person hereby undertakes to provide, upon request by the Securities and Exchange Commission staff, the issuer or a stockholder of the issuer, full information regarding the number of shares purchased at each separate price.

2. Reflects a weighted average purchase price. The range of prices for these transactions was \$47.76 to \$48.075. The reporting person effected multiple same-way open market purchase transactions on the same day at different prices through a trade order executed by a broker-dealer. The reporting person has reported on a single line all such transactions that occurred within a one-dollar price range. The reporting person hereby undertakes to provide, upon request by the Securities and Exchange Commission staff, the issuer or a stockholder of the issuer, full information regarding the number of shares purchased at each separate price.

### <u>/s/ Michael T. Fischette,</u> <u>Attorney-in-Fact</u>

12/03/2021

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.