FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

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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. Name and Address of Reporting Person*  BENTLEY GREGORY S  (Last) (First) (Middle)  C/O BENTLEY SYSTEMS, INCORPORATED  685 STOCKTON DRIVE  (Street)  EXTON PA 19341						2. Issuer Name and Ticker or Trading Symbol BENTLEY SYSTEMS INC [ BSY ]  3. Date of Earliest Transaction (Month/Day/Year) 12/16/2021  4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner  X Officer (give title Other (specify below)  Chairman, CEO & President  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City)	(Sta		Zip)																	
Table I - Non-Derivat  1. Title of Security (Instr. 3)  2. Transact Date (Month/Day)					ction	tion 2A. Deemed Execution Date,			aired, Disposed of, or  3.			s Acqu	iired (A	) or	5. Amo Securit Benefic Owned	5. Amount of Securities Beneficially Owned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount	nount (A) or Pi		ice		ed ction(s) 3 and 4)			(Instr. 4)				
Class B Common Stock 12/16/2						2021			A <sup>(1)</sup>		2,363	A \$0.00		0.00	8,856,756			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)																				
Derivative Conversion Da		(Month/Day/Year) if any		med on Date, Day/Year)	4. Transaction Code (Instr. 8)		of		6. Date Exerci Expiration Dat (Month/Day/Ye		te	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (In	Price of erivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction( (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	or Numb of Share							

## **Explanation of Responses:**

1. Represents dividend equivalent rights that accrued to the Reporting Person in connection with a dividend paid by the Issuer on awards previously granted and vest on the same terms as the awards to

/s/ Michael T. Fischette, Attorney-in-Fact

12/20/2021

\*\* 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.