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 | | | | | | | |

| Obligations Instruction 2 | may continue. See 1(b). | File | ed pursuant to Section 16(a) of the Securities Exchange Act of 193 | | hours per response: | | 0.5 | |
|--|-------------------------|-------|--|------------------------|--|-------------|--|-----|
| | | | or Section 30(h) of the Investment Company Act of 1940 | - | | | | |
| 1. Name and Address of Reporting Person* Bentley Keith A. | | | 2. Issuer Name and Ticker or Trading Symbol <u>BENTLEY SYSTEMS INC</u> [BSY] | | ionship of Reporting I all applicable) Director Officer (give title |))) | | ner |
| (Last) (First) (Middle) C/O BENTLEY SYSTEMS, INCORPORATED 685 STOCKTON DRIVE (Street) EXTON PA 19341 | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/24/2021 | | below) | | title Other (sp below) chnology Officer | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | | Iy One Rep | ng (Check Ap porting Person an One Repor | 1 |
| (City) | (State) | (Zip) | 1 | | | | | |

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

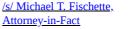
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
|---------------------------------|--|--|------------------|---|----------------------|---|---|---|---|----------------------|--|
| | | | Code | v | Amount (A) or (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Class B Common Stock | 03/24/2021 | | A ⁽¹⁾ | | 2,257 | A | \$0.00 | 16,860,260 | D | | |
| 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) o Dispe of (D | Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | Expiration Date Amount of (Month/Day/Year) Securities | | 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 | and s | 5) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

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 which they relate.



** Signature of Reporting Person Date

03/26/2021

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 \square

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP