Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL		
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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 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) BENTLEY SYSTEMS INC [BSY] Bentley Keith A X Director X 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify (First) (Middle) 12/14/2023 below) below) (Last) C/O BENTLEY SYSTEMS, INCORPORATED 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 685 STOCKTON DRIVE Form filed by One Reporting Person Form filed by More than One Reporting (Street) Person 19341 **EXTON** PA Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Date (Month/Day/Year) Execution Date. Transaction Securities Beneficially Form: Direct of Indirect if any Code (Instr. (D) or Indirect **Beneficial** (Month/Day/Year) 8) Owned Follow (I) (Instr. 4) (Instr. 4) Reported (A) or (D) Transaction(s) Code ν Price Amount (Instr. 3 and 4) 12/14/2023 $A^{(1)}$ Class B Common Stock 3,113 \$0.00 17,862,749 D Α By Class B Common Stock 100,000 Ī spouse By Class B Common Stock 92.654 401(K) I Plan Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed Execution Date, 5. Number 6. Date Exercisable and 7. Title and 8. Price of Derivative 9. Number of 11. Nature Conversion Expiration Date Derivative Amount of derivative Ownership (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Security or Exercise if any Security Securities Form: Beneficial (Instr. 3) (Month/Day/Year) 8) Securities Underlying (Instr. 5) Beneficially Direct (D) Derivative Derivative Acquired (A) or (Instr. 4) Owned or Indirect (I) (Instr. 4) Security Security (Instr. 3 and 4) Following Disposed of (D) Reported Transaction(s) (Instr. 3, 4 (Instr. 4)

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

Exercisable

Date

and 5)

(A) (D)

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

Amount Number

Shares

Title

12/18/2023

** 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).

Code

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.