

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

|                                                     |
|-----------------------------------------------------|
| <b>Name of entity</b> BENTLEY INTERNATIONAL LIMITED |
| <b>ABN</b> 87 008 108 218                           |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |               |
|----------------------------|---------------|
| <b>Name of Director</b>    | Peter Simpson |
| <b>Date of last notice</b> | 30 May 2007   |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Direct or indirect interest                                                                                                                                         | INDIRECT                                                                                                                                                                                                                                                                                                                                                                                             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | (a) Held by Rochester No. 39 Pty Ltd of which Peter Simpson is a director<br>(b) Held by Penson Holdings Pty Ltd of which Peter Simpson is a director<br>(c) Held by Penson Management Pty Ltd ATF Nikanko Trust of which Peter Simpson is a director of trustee company<br>(d) Held by Barbridge Trusts Pty Ltd ATF Peter Simpson Family Trust of which Peter Simpson is a director and beneficiary |
| <b>Date of change</b>                                                                                                                                               | 28 September 2007                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>No. of securities held prior to change</b>                                                                                                                       | (a) 968,821    (b) 251,469<br>(c) 25,892    (d) 488,097<br><b>TOTAL</b> 1,734,279                                                                                                                                                                                                                                                                                                                    |
| <b>Class</b>                                                                                                                                                        | ORD                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>Number acquired</b>                                                                                                                                              | (a) 26,800    (b) 6,957<br>(c) 717       (d) 13,503<br><b>Total</b> 47,977                                                                                                                                                                                                                                                                                                                           |

+ See chapter 19 for defined terms.

## Appendix 3Y

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|                                                                                                                                                                             |                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| <b>Number disposed</b>                                                                                                                                                      | N/A                                                                            |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$17,343.68                                                                    |
| <b>No. of securities held after change</b>                                                                                                                                  | (a) 995,621      (b) 258,426<br>(c) 26,609      (d) 501,600<br>TOTAL 1,782,256 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of securities under dividend reinvestment plan                           |

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | N/A |
| <b>Interest after change</b>                                                                                                                                                 | N/A |

+ See chapter 19 for defined terms.