

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.

Name of entity BENTLEY INTERNATIONAL LIMITED
ABN 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.

Name of Director	PETER SIMPSON
Date of last notice	31 AUGUST 2006

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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ul style="list-style-type: none"> (a) Held by Rochester No. 39 Pty Ltd of which Peter Simpson is a director (b) Held by Penson Holdings Pty Ltd of which Peter Simpson is a director (c) Held by Penson Management Pty Ltd ATF Nikanko Trust of which Peter Simpson is a director of trustee company (d) Held by Barbridge Trusts Pty Ltd ATF Peter Simpson Family Trust of which Peter Simpson is a director and beneficiary
Date of change	29 MAY 2007
No. of securities held prior to change	(a) 795,221 (b) 251,469 (c) 25,892 (d) 488,097 TOTAL 1,560,679
Class	ORD
Number acquired	(a) 173,600

+ See chapter 19 for defined terms.

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Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$69,821.92
No. of securities held after change	(a) 968,821 (b) 251,469 (c) 25,892 (d) 488,097 TOTAL 1,734,279
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	ON- MARKET TRADE

Part 2 – Change of director's interests in contracts

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.

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

+ See chapter 19 for defined terms.

11/3/2002