



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2011

1. Corporate ID No. 000484574

2. Name of Corporation Bentley Systems, Incorporated

3. Street Address Principal Business Office:

No. and Street: ATTN: TAX DEPT
685 STOCKTON DRIVE
City or Town: EXTON

State: PA Zip: 19341 Country: USA

4. Business Phone No.

6104585000

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

SOFTWARE DEVELOPMENT, MARKETING AND RELATED SUPPORT SERVICES

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	GREGORY S. BENTLEY	685 STOCKTON DRIVE EXTON, PA 19341 USA
VICE PRESIDENT	BARRY J BENTLEY	685 STOCKTON DR EXTON, PA 19341 USA
SECRETARY	DAVID NATION	685 STOCKTON DR EXTON, PA 19341 USA
TREASURER	DAVID HOLLISTER	685 STOCKTON DR EXTON, PA 19341 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP	B	\$0.01	30,000,000.00	19852212
CWP	A	\$0.01	100,000,000.00	4704236
CWP	C	\$0.01	150,000.00	51415
CWP	E	\$0.01	40,000,000.00	24089537

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 16 Day of February, 2011 at 3:30:22 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By DAVID HOLLISTER
Signature of Authorized Representative of the Corporation

TREASURER
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07