

James S Craig

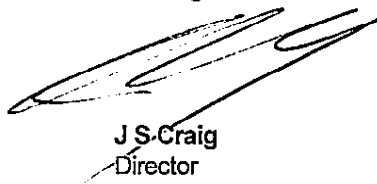
Fax

To: Company Announcements Office	From: Jim Craig
Co: ASX Limited	Pages: 3
Fax: 1300 135 638	Date: 20 March 2012
Re: Form 605	cc: Bentley Capital Limited - 08 9322 1515

Dear Sir/Madam

Please see the attached Notice of Ceasing to be a Substantial Holder (Form 605) in relation to Bentley Capital Limited.

Kind regards



J S Craig
Director
Bellwether Investments Pty Ltd

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder****To** Company Name/Scheme Bentley Capital Limited (BEL)

ACN/ARSN 008 108 128

1. Details of substantial holder (1)

Name Bellwether Investments Pty Ltd, James Stuart Craig, Michael David Craig, Robert James Craig

ACN/ARSN (if applicable) 106 523 826

The holder ceased to be a substantial holder on 20/03/2012

The previous notice was given to the company on 01/02/2012

The previous notice was dated 01/02/2012

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
20/03/2012	Bellwether Investments Pty Ltd	On-Market Sale	\$765,863	Ordinary 3,735,917	5.1%
20/03/2012	James Stuart Craig	N/A	N/A	Ordinary 4,505,157	6.1%
20/03/2012	Michael David Craig	On-Market Sale	\$19,519	Ordinary 95,217	0.13%
20/03/2012	Robert James Stuart	On-Market Sale	\$137,567	Ordinary 674,023	0.92%

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Bellwether Investments Pty Ltd	37 York Street, ST KILDA WEST VIC 3182
James Stuart Craig	37 York Street, ST KILDA WEST VIC 3182
Michael David Craig	Carrigeen, HARROW VIC 3917
Robert James Stuart	99 Seaview Road, TENNYSON SA 5022

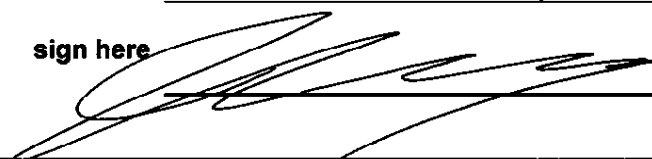
Signature

print name

J. S. CRAIG

capacity Company Secretary

sign here



date