



Wednesday, 5 September 2007

MARKET ANNOUNCEMENT

Shareholder Letter and Forms

We enclose a copy of a mail out to shareholders advising of the following matters:

- The declaration of a fully franked final dividend of one cent per share;
- The setting of the Dividend Reinvestment Plan (**DRP**) issue price at a 5% discount to the Company's volume weighted average price on ASX in the 5 day period up to and including the dividend record date (24 September 2007) and enclosing a DRP Application / Notice of Variation Form to receive updated DRP instructions;
- Enclosing a Tax File Number Form; as the above final dividend is fully franked, withholding tax will not be deducted from dividend payments and remitted to the ATO even if the Company does not have shareholders' TFN on file;
- Enclosing a Bank Account Transfer Form to receive instructions for the payment of dividends via direct bank transfer;
- Enclosing an Annual Report Election Form to receive instructions on whether shareholders would like to receive a hard copy annual report by mail or an electronic version by email – as a consequence of recent changes in legislation, the default option for receiving annual reports has changed from a printed version to an electronic version available via the Company's website;
- An invitation to shareholders to register their email address with info@bel.com.au to receive the Company's ASX market announcements by email.

For further information:

Farooq Khan
Chairman
T | 1300 762 678
E | fkhan@bel.com.au

Christopher Ryan
Director
T | (02) 9363 5088
E | c.ryan@westchester.com.au

www.bel.com.au

Registered Office:
Suite 202, Angela House
30-36 Bay Street
Double Bay New South Wales 2028

T | (02) 9363 5088
F | (02) 9363 5488

ASX Code: BEL
A.B.N. 87 008 108 218



Company Secretarial Office:
Level 14, The Forrest Centre
221 St Georges Terrace
Perth Western Australia 6000
Local T | 1300 762 678
T | (08) 9214 9757
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E | info@bel.com.au



5 September 2007

Dear Shareholders,

DECLARATION OF FINAL DIVIDEND AND OTHER SHAREHOLDER MATTERS

I am pleased to advise that the Directors have declared a final dividend as follows:

Dividend Rate	Record Date	Expected Payment Date	Franking
One cent per share	24 September 2007	28 September 2007	100% franked

Together with the interim fully franked dividend of one cent per share paid on 8 March 2007, this constitutes a total fully franked dividend for the year of two cents per share.

Full details of the financial performance of the Company are contained in the audited 2007 Full Year Report dated 31 August 2007 which is available from the Company's website: www.bel.com.au.

Dividend Reinvestment Plan (DRP)

The Board has determined that the DRP issue price will be at a 5% discount to the Company's volume weighted average price on ASX in the 5 day period up to and including the dividend record date. The Company will lodge a market announcement advising the final DRP issue price after the record date.

The DRP allows shareholders, at their election, to automatically invest some or all of their dividend income into additional shares. As there are no transaction costs incurred, it also provides shareholders with an economical and convenient way to purchase additional shares in the Company.

A copy of the DRP rules and related documentation may be obtained from the Company or downloaded from the Company's website: www.bel.com.au.

The Directors advise that any shareholder wishing to participate in the DRP or vary their DRP election complete and lodge the enclosed **DRP Application / Notice of Variation Form** with the share registrar, Advanced Share Registry Services, by 5:00pm (Perth time) on Friday, 21 September 2007 (the **Due Date**).

If you do not return your DRP form by the Due Date, your current (previously lodged) DRP instructions will prevail or, if you have not previously lodged a DRP form, you will receive a cash dividend.

www.bel.com.au

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Tax File Number

If you have not previously provided your Tax File Number (TFN), please complete **Section A** of the enclosed **TFN/Bank Account Form**. As the above final dividend is fully franked, withholding tax will not be deducted from your dividend payment and remitted to the ATO even if the Company does not have your TFN on file by the Due Date.

Direct Crediting of Cash Dividend Payments

The Company offers shareholders the ability to receive their cash dividend payments by direct credit to an Australian bank account, rather than by cheque.

If you wish to receive your dividends via bank transfer, please complete **Section B** of the enclosed **TFN/Bank Account Form** and return it to Advanced Share Registry Services. To apply for the above final dividend, your form will need to be received by the Due Date.

Annual Reports - Election Required to Receive a Printed Annual Report

The Australian Government recently introduced legislation allowing the default option for receiving annual reports to be via a Company's website.

You will now receive timely, cost effective and electronic annual reports unless you request a printed copy. You can choose to be notified by email when the annual report and other shareholder communications become available on our website at www.bel.com.au. Otherwise information on accessing your electronic annual report will be provided in your AGM mail pack.

Please refer to the enclosed **Annual Report Election Form** for further information.

Email Register

To keep up to date with the Company's activities and announcements, please visit the Company's website www.bel.com.au. If you are not already receiving ASX Company announcements by email and would like to do so, please send your email address to info@bel.com.au.

If you require any assistance with regard to any of the forms mentioned in this letter, please contact Advanced Share Registry Services on telephone (08) 9389 8033 or by email to admin@advancedshare.com.au. A Reply Paid envelope is also enclosed for your convenience in returning your completed forms.

Yours Sincerely,



Farooq Khan
Chairman

Telephone: 1300 762 678 or (08) 9214 9757
Email: info@bel.com.au

DIVIDEND REINVESTMENT PLAN



Bentley
International Limited

Our Reference: BEL / { HIN_SRN } / { REGISTER }

Balance at 28 August 2007: { SHARE_BAL }

Dividend Payment Method: { DIVIDEND_PAY_METHOD }

ABN 87 008 108 219

www.bel.com.au

{NA1}

{NA2}

{NA3}

{NA4}

{NA5}

{NA6}

ALL CORRESPONDENCE TO:
Advanced Share Registry Services
PO Box 1156
Nedlands Western Australia 6909

Telephone: (08) 9389 8033

Facsimile: (08) 9389 7871

Email: admin@advancedshare.com.au

Investor Web: www.asrshareholders.com

THIS FORM IS ONLY VALID WHEN IT IS SIGNED

APPLICATION / NOTICE OF VARIATION FORM

This form is to be completed when a shareholder wishes to have their dividend payments reinvested under the rules of the Dividend Reinvestment Plan (DRP) of Bentley International Limited (BEL).

DEGREE OF PARTICIPATION - PLEASE MARK ONE BOX ONLY

A **FULL Participation in the
DRP** I/We wish for ALL my shares (including any further acquisitions) to participate in the
DRP. No cash dividend will be paid.

B **Partial Participation in the
DRP** I/We wish for PART of my shares (including any further acquisitions) to participate in
the DRP. The dividends on the balance of your shares (if any) will be paid in cash.

Please specify the number of shares to partially participate in the DRP

C **Termination of
Participation in the DRP** I/We no longer wish to participate in the DRP. *Only tick Box C if you are already in the
DRP and wish to cancel ALL your participation.*

I /We authorise the application of the payment of dividends to me/us with respect to the number of shares participating in the DRP at the price determined under, and subject to, the rules of the DRP.

I /We acknowledge that shares issued as a result of my participation in the DRP will automatically participate in the DRP.

I /We otherwise agree to be bound by the rules of the DRP in subscribing for additional shares in BEL.

PLEASE SIGN HERE

This Form *must* be signed in accordance with the instructions below to enable your directions to be implemented.

Individual or Shareholder 1

Sole Director and Sole Company Secretary

Joint Shareholder 2

Director

Joint Shareholder 3

Director / Company Secretary

Contact Name

Contact Daytime Telephone

Date

Email: -----

Signing Instructions

Individual: Where the holding is in one name, the holder must sign.

Joint Holding: Where the holding is in more than one name, all of the shareholders should sign.

Power of Attorney: If you are signing under a Power of Attorney, you must lodge an original or certified photocopy of the appropriate Power of Attorney with your completed form.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.



5 September 2007

ANNUAL REPORTS - ELECTION REQUIRED TO RECEIVE A PRINTED ANNUAL REPORT

IMPORTANT NOTICE

The default option for receiving your annual report has changed from a printed version to an electronic version available via our website. You have the choice of continuing to receive the annual report in printed form.

PLEASE MAKE YOUR SELECTION ON THE BACK OF THIS LETTER.

Dear Shareholders,

ANNUAL REPORTS - ELECTION REQUIRED TO RECEIVE A PRINTED ANNUAL REPORT

The Australian Government recently introduced legislation changing the default option for receiving annual reports. Companies are no longer required to mail out printed annual reports to shareholders. Instead, shareholders can now make an election as follows:

- (a) make a written request for a hard copy annual report to be mailed to you; or
- (b) make a written request for an electronic copy of the annual report to be emailed to you.

Please refer to the Annual Report Election Form on the back of this letter to make your annual report selection and return the form to our share registry, Advanced Share Registry Services.

If you take not action, a printed Annual Report will not be sent to you but information on accessing an electronic version of the Annual Report will be provided in your AGM pack.

An electronic version of the Company's Report will be available on the Company's website at www.bel.com.au for shareholders to view and or download at their convenience.

If you have any questions regarding this form, please contact Advanced Share Registry Services on (08) 9389 8033 or by email to admin@advancedshare.com.au. A Reply Paid envelope is also enclosed for your convenience in returning the completed form.

Yours Sincerely,

Victor Ho
Company Secretary

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ANNUAL REPORT ELECTION FORM



Bentley
International Limited

Our Reference: BEL / {REGISTER} / {HIN_SRN}
Balance as 28 August 2007: {SHARE_BAL}

ABN 87 008 108 219
www.bel.com.au

{NA1}
{NA2}
{NA3}
{NA4}
{NA5}
{NA6}

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Email: admin@advancedshare.com.au
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THIS FORM IS ONLY VALID WHEN IT IS SIGNED

SECTION ONE: ANNUAL REPORT ELECTION OPTIONS

Please select whether you would like to receive the following:

	NO	By Mail	By Email
Annual Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Any other shareholder communications when available	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you take not action, a printed Annual Report will not be sent to you but information on accessing your electronic annual report will be provided in your AGM mail pack

SHAREHOLDER DETAILS

Area Code Telephone Number

Area Code Facsimile Number

Area Code Work Telephone Number

Mobile Telephone Number

Email

@

SECTION TWO: SIGN HERE

This section MUST be signed for your instructions to be executed

Individual or
Securityholder 1

Sole Director and
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

REGISTRY USE ONLY

This information is to be collected by Advanced Share Registry Services (Advanced Share) in its capacity as a share registry for issuers of securities. Your personal information may be provided on a confidential basis to our clients, companies listed on the Australian Securities Exchange, and other third party providers (including, but not limited to, mailing houses). This information is collected for the purpose of assisting Advanced Share in the proper administration and maintenance of the register of members. By providing this information, you consent to Advanced Share disclosing this information to such organisations for the purposes outlined. Should you have any queries regarding our privacy policy, please contact our office.