

Hebert Robert P
Form 3
June 08, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Hebert Robert P
(Last) (First) (Middle)

BENTLEY PARK,Â 2
HOLLAND WAY

(Street)

EXETER,Â NHÂ 03833

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
06/01/2006

3. Issuer Name **and** Ticker or Trading Symbol

BENTLEY PHARMACEUTICALS INC [BNT]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ____X____ Other
(give title below) (specify below)

Controller, PAO

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$.02 par value

3,161

I

Company-sponsored 401(k)
Retirement Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Right to purchase	Â <u>(1)</u>	04/06/2015	Common Stock, \$.02 par value	10,000	\$ 7.39	D	Â
Right to purchase	Â <u>(2)</u>	05/01/2014	Common Stock, \$.02 par value	10,000	\$ 12.32	D	Â
Right to purchase	Â <u>(3)</u>	05/21/2013	Common Stock, \$.02 par value	11,000	\$ 10.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hebert Robert P BENTLEY PARK 2 HOLLAND WAY EXETER, NH 03833	Â	Â	Â	Controller, PAO

Signatures

Robert P. Hebert 06/08/2006

 Date
**Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options were granted under terms of the Company's 2001 Employee Stock Option Plan. Grant becomes exercisable in three equal installments on 4/6/2006, 4/6/2007 and 4/6/2008.
- (2) Options were granted under terms of the Company's 2001 Employee Stock Option Plan. Grant becomes exercisable in two equal installments on 5/1/2005 and 5/1/2006.
- (3) Options were granted under terms of the Company's 2001 Employee Stock Option Plan. Grant becomes exercisable in two equal installments on 5/21/2004 and 5/21/2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.