

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1999-09-10**
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SUBJECT COMPANY

BENTLEY PHARMACEUTICALS INC

CIK: **821616** | IRS No.: **591513162** | State of Incorporation: **FL** | Fiscal Year End: **1231**
Type: **SC 13G** | Act: **34** | File No.: **005-40113** | Film No.: **99709342**
SIC: **2834** Pharmaceutical preparations

Mailing Address

*4890 WEST KENNEDY BLVD
TWO URBAN CENTRE SUITE
400
TAMPA FL 33609*

Business Address

*4890 WEST KENNEDY BLVD
TWO URBAN CENTRE SUITE
400
TAMPA FL 33609
8132864401*

FILED BY

RENAISSANCE US GROWTH & INCOME TRUST PLC

CIK: **1080731**
Type: **SC 13G**

Mailing Address

*C/O SINCLAIR HENDERSON
LTD
23 CATHEDRAL YARD,
EXETER*

Business Address

*C/O SINCLAIR HENDERSON
LTD
23 CATHEDRAL YARD,
EXETER
DEVON EX
2148918294*

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)

Bentley Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

082657107

(CUSIP Number)

13G

CUSIP No. 082657107

1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO.

Renaissance US Growth and Income Trust PLC None

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

England

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

1,064,400 shares

6. SHARED VOTING POWER
None

7. SOLE DISPOSITIVE POWER
1,064,400 shares

8. SHARED DISPOSITIVE POWER
None

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,064,400 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11.07%

12. TYPE OF REPORTING PERSON
IV

ITEM 1.

(a) Name of Issuer.
Bentley Pharmaceuticals, Inc. ("Company")

(b) Address of Issuer's principal Executive Offices
4890 West Kennedy Blvd., #400
Tampa, FL 33609

ITEM 2.

(a) Name of Person Filing
Renaissance US Growth and Income Trust PLC ("Filer")

(b) Address of principal Business Office or, if none, Residence
8080 North Central Expwy., Suite 210, LB 59
Dallas, TX 75206-1857

(c) Citizenship
England

(d) Title of Class of Securities
Common Stock

(e) CUSIP Number
None

ITEM 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) _____ Broker or Dealer registered under Section 15 of the Act
- (b) _____ Bank as defined in section 3(a)(6) of the Act
- (c) _____ Insurance Company as defined in section 3(a)(19) of the Act
- (d) _____ Investment Company registered under section 8 of the Investment Company Act
- (e) _____ Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
- (f) _____ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see section 240.13d-1(b)(1)(ii)(F)
- (g) _____ Parent Holding Company, in accordance with section 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) _____ Group, in accordance with section 240.13d-1(b)(1)(ii)(H)

ITEM 4. Ownership.

- (a) Amount Beneficially Owned:
As of August 1, 1999, the Filer owned 786 units of the Company's 12% Convertible Debenture having a stated value of \$1,000 per unit and convertible into common stock at \$2.50 per share and 700,000 shares of the Company's common stock. On August 27, 1999, the Filer purchased 125 units of the Company's 12% Convertible Debenture having a stated value of \$1,000 per unit and convertible into common stock at \$2.50 per share. Thus the Filer owns 1,064,400 shares on a fully converted basis. The Debenture is convertible within sixty days.
- (b) Percent of Class 11.07%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 1,064,400 shares
 - (ii) shared power to vote or to direct the vote: None
 - (iii) sole power to dispose or to direct the disposition of:
1,064,400 shares
 - (iv) shared power to dispose or to direct the disposition of: None

ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 10, 1999

/S/

Signature
Renaissance US Growth and Income Trust PLC by
Renaissance Capital Group, Inc., Investment Manager
Russell Cleveland, President

Name and Title