

BEASLEY GEORGE G  
Form 4  
January 02, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
BEASLEY GEORGE G

2. Issuer Name and Ticker or Trading Symbol  
BEASLEY BROADCAST GROUP INC [BBGI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3033 RIVIERA DRIVE, SUITE 200  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman

NAPLES, FL 34103

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |                   |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|-------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Price                                                                                         |                                                          |                                   |                   |
|                                 |                                      |                                                    |                                | Code                                                              | V                                                                                             | Amount                                                   |                                   |                   |
| Class A Common Stock            | 12/31/2018                           |                                                    | M                              |                                                                   | 15,000                                                                                        | A                                                        | \$ 16,450                         | D                 |
| Class A Common Stock            | 12/31/2018                           |                                                    | F                              |                                                                   | 5,550                                                                                         | D                                                        | \$ 3.64                           | D                 |
| Class A Common Stock            |                                      |                                                    |                                |                                                                   | 1,071,595                                                                                     | I                                                        |                                   | See footnote. (2) |
| Class A Common Stock            |                                      |                                                    |                                |                                                                   | 47,733                                                                                        | I                                                        |                                   | See footnote.     |

|                            |         |   |  |                         |
|----------------------------|---------|---|--|-------------------------|
| Stock                      |         |   |  | (3)                     |
| Class A<br>Common<br>Stock | 153,832 | I |  | See<br>footnote.<br>(4) |
| Class A<br>Common<br>Stock | 482     | I |  | See<br>footnote.<br>(5) |
| Class A<br>Common<br>Stock | 6,096   | I |  | See<br>footnote.<br>(6) |

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

**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.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares    |
| Restricted Stock units                     | (u)                                                    | 12/31/2018                           |                                                    | M                              | 15,000                                                                                  | (7) (7)                                                  | Class A Common Stock                                          | 15,000                        |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |          |       |
|-----------------------------------------------------------------------|---------------|-----------|----------|-------|
|                                                                       | Director      | 10% Owner | Officer  | Other |
| BEASLEY GEORGE G<br>3033 RIVIERA DRIVE, SUITE 200<br>NAPLES, FL 34103 | X             | X         | Chairman |       |

## Signatures

/s/ Caroline Beasley,  
Attorney-in-Fact

01/02/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- (2) By GGB Family Limited Partnership. GGB Family Enterprises, Inc. is the general partner of GGB Family Limited Partnership. George G. Beasley is the sole shareholder of GGB Family Enterprises, Inc.
- (3) By GGB II Family Limited Partnership. GGB Family Enterprises, Inc. is the general partner of GGB II Family Limited Partnership. George G. Beasley is the sole shareholder of GGB Family Enterprises, Inc.
- (4) By George G. Beasley as Trustee of George G. Beasley Revocable Living Trust dated May 26, 2006.
- (5) By GGB Family Enterprises, Inc. George G. Beasley is the sole shareholder of GGB Family Enterprises, Inc.
- (6) By George G. Beasley as Trustee of REB Florida Intangible Tax Trust dated August 20, 2004.
- (7) The restricted stock units vest in three equal installments beginning on December 31, 2017.

### Remarks:

Caroline Beasley signed this Form 4 pursuant to a Power of Attorney previously filed with the Commission.

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.