

BEASLEY GEORGE G
Form 4
January 03, 2018

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)
12/31/2017

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	12/31/2017		M		15,000	A	16,750
Class A Common Stock	12/31/2017		F		5,850	D	\$ 13.48
Class A Common Stock					1,071,595	I	
Class A Common Stock					47,733	I	

See footnote. (2)
See footnote.

Stock				(3)
Class A Common Stock		153,832	I	See footnote. (4)
Class A Common Stock		482	I	See footnote. (5)
Class A Common Stock		6,096	I	See footnote. (6)

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

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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	
Restricted Stock Units	<u>(1)</u>	12/31/2017		M	15,000	<u>(7)</u>	<u>(7)</u>	Class A Common Stock	15,000

Reporting Owners

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

Signatures

/s/ Caroline Beasley,
Attorney-in-Fact

01/03/2018

__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.

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.