

BEASLEY GEORGE G  
Form 4  
March 13, 2012

**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)  
03/13/2012

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |
| Class A Common Stock            | 03/13/2012                           |  | A <sup>(1)</sup>               | 20,000 A <u>(2)</u>   | 119,244   | D  |                                   |
| Class A Common Stock            |                                      |  |                                |   | 1,071,595   | I  | See footnote. <sup>(3)</sup>      |
| Class A Common Stock            |                                      |  |                                |   | 47,733  | I  | See footnote. <sup>(4)</sup>      |
| Class A Common Stock            |                                      |  |                                |   | 13,288  | I  | See footnote.                     |

|                            |       |   |  |                         |
|----------------------------|-------|---|--|-------------------------|
| Stock                      |       |   |  | (5)                     |
| Class A<br>Common<br>Stock | 482   | I |  | See<br>footnote.<br>(6) |
| Class A<br>Common<br>Stock | 6,096 | I |  | See<br>footnote.<br>(7) |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |
|   |  |   |   |                                      |  | Code   | V   | (A)   | (D)  |

## 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         | Chief Executive Officer |       |

## Signatures

/s/ Caroline Beasley,  
Attorney-in-Fact

03/13/2012

\_\_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) Shares represent shares of restricted Class A common stock granted with board approval. These shares are subject to restrictions on transfer, voting and other rights, which restrictions will lapse over time.
- (2) This column is not applicable to this transaction.
- (3) 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.
- (4) 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.
- (5) By George G. Beasley as Trustee of George G. Beasley Revocable Living Trust dated May 26, 2006.
- (6) By GGB Family Enterprises, Inc. George G. Beasley is the sole shareholder of GGB Family Enterprises, Inc.
- (7) By George G. Beasley as Trustee of REB Florida Intangible Tax Trust dated August 20, 2004.

### 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.