

BEASLEY BRADLEY C

Form 4

March 22, 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 BRADLEY C2. 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 2003. Date of Earliest Transaction
(Month/Day/Year)
03/20/2018☐ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Market Manager

(Street)

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

NAPLES, FL 34103

(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)
Class A Common Stock	03/20/2018		A	5,000 A	\$ 0 36,593 ⁽¹⁾	D	
Class A Common Stock	03/20/2018		F	1,950 D	\$ 10.25 34,643	D	
Class A Common Stock					64,219	I	See footnote. ⁽²⁾
Class A Common					12,000	I	See footnote.

Stock

(3)

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

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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 (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. Pr Deriv Secu (Instr
				Code	V	(A)	(D)	Amount or Number of Shares
Restricted Stock Units	(4)	03/20/2018		A		7,500	(5) (5)	Class A Common Stock 7,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BEASLEY BRADLEY C 3033 RIVIERA DRIVE, SUITE 200 NAPLES, FL 34103	X Market Manager

Signatures

/s/ Caroline Beasley,
Attorney-in-Fact 03/22/2018

**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) Does not include 6,666 shares of restricted stock that were forfeited due to certain performance criteria not being met.
- (2) By Bradley C. Beasley as Trustee of the Bradley C. Beasley Revocable Trust dated July 13, 1999 as amended.
- (3) These securities are held by the Reporting Person's children. The Reporting Person disclaims beneficial ownership of all securities held by his children, and this report should not be deemed an admission that the Reporting Person is the beneficial owner of such securities for

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purposes of Section 16 or for any other purpose.

- (4) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- (5) The restricted stock units vest on December 31, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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