

BEASLEY BROADCAST GROUP INC

Form 4

June 22, 2009

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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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 CAROLINE2. 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)  
06/19/2009☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chief Financial Officer

(Street)

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

NAPLES, FL 34103

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	(D)	Price

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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Class B Common Stock	<u>(1)</u>	06/19/2009	J	(2)	196,540		<u>(3)</u>	<u>(3)</u>	Class A Common Stock	196,540		
Class B Common Stock	<u>(1)</u>						<u>(5)</u>	<u>(5)</u>	Class A Common Stock	356,736		
Class B Common Stock	<u>(1)</u>						<u>(5)</u>	<u>(5)</u>	Class A Common Stock	410,205		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEASLEY CAROLINE 3033 RIVIERA DRIVE, SUITE 200 NAPLES, FL 34103	X		Chief Financial Officer	

## Signatures

/s/ Caroline  
Beasley

06/22/2009

\*\*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) Class B common stock converts to Class A common stock on a one-for-one basis.
- (2) This transfer was made from the GGB Family Limited Partnership.
- (3) This column is not applicable to this transaction.
- (4) By Barbara Caroline Beasley as Trustee of the Barbara Caroline Beasley Revocable Trust, dated April 14, 1998, as amended.
- (5) This column is not applicable to this holding.
- (6) By B. Caroline Beasley and Bruce G. Beasley as Co-Trustees of the George Beasley Estate Reduction Trust, dated June 7, 1999.

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.