

BEASLEY BROADCAST GROUP INC  
Form 3  
November 14, 2016

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *          |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                               |  |
| Â Lee Bordes Revocable Trust                       |         | (Month/Day/Year)                     | BEASLEY BROADCAST GROUP INC [BBGI]   |  |
| (Last)   | (First) | (Middle)                             | 11/01/2016   |  |
| C/O CARTER LEDYARD & MILBURN LLP,Â TWO WALL STREET |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                                 | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)   |         |                                      | (Check all applicable)   |  |
| NEW YORK,Â NYÂ 10005                               |         |                                      | <input type="checkbox"/> Director  | <input type="checkbox"/> 10% Owner                   |
| (City)   | (State) | (Zip)                                | <input type="checkbox"/> Officer   | <input checked="" type="checkbox"/> Other            |
|  |         |                                      | (give title below) (specify below)   |  |
|  |         |                                      | See Remarks  |  |
|  |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |  |
|  |         |                                      | <input type="checkbox"/> Form filed by One Reporting Person                      |  |
|  |         |                                      | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock               | 969,140.813  | D <u>(1)</u> <u>(2)</u>   | Â  |
| Class A Common Stock               | 227,497.81   | D <u>(3)</u> <u>(4)</u>   | Â  |

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

SEC 1473 (7-02)

**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.**

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

| Date Exercisable | Expiration Date | Title      | Amount or Number of Shares | Price of Derivative Security | Derivative Security:       |
|------------------|-----------------|------------|----------------------------|------------------------------|----------------------------|
|                  |                 |            |                            |                              | Direct (D) or Indirect (I) |
|                  |                 | (Instr. 4) |                            |                              | (Instr. 5)                 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |             |
|--|---------------|-----------|---------|-------------|
|  | Director      | 10% Owner | Officer | Other       |
| Lee Bordes Revocable Trust<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005    | Â             | Â         | Â       | See Remarks |
| Peter A. Bordes Marital Trust<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | Â             | Â         | Â       | See Remarks |

## Signatures

|  |            |
|--|------------|
| LEE BORDES REVOCABLE TRUST By: /s/ Stephen F. Lappert, Attorney-in-Fact on behalf of Cristina Bordes, Peter A. Bordes, Jr., Stephanie L. Bordes, Stephen M. Bordes, as Trustees    | 11/10/2016 |
| Signature of Reporting Person  | Date       |
| PETER A. BORDES MARITAL TRUST By: /s/ Stephen F. Lappert, Attorney-in-Fact on behalf of Cristina Bordes, Peter A. Bordes, Jr., Stephanie L. Bordes, Stephen M. Bordes, as Trustees | 11/10/2016 |
| Signature of Reporting Person  | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) These securities are owned solely by the Lee Bordes Revocable Trust. The other reporting person disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
 

Includes 155,062.551 shares currently being held in escrow and subject to reduction in connection with the purchase price adjustment provisions of the Agreement and Plan of Merger, dated July 19, 2016 (the "Merger Agreement"), by and among Beasley Broadcast Group, Inc. (the "Issuer"), Greater Media, Inc., Beasley Media Group 2, Inc., an indirect wholly owned subsidiary of the Issuer, and Peter A. Bordes, Jr., as the stockholders' representative. The Reporting Person disclaims beneficial ownership of the shares held in escrow, except to the extent of any pecuniary interest therein, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
  - (3) These securities are owned solely by the Peter A. Bordes Marital Trust. The other reporting person disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
 

Includes 36,399.655 shares currently being held in escrow and subject to reduction in connection with the purchase price adjustment provisions of the Merger Agreement. The Reporting Person disclaims beneficial ownership of the shares held in escrow, except to the extent of any pecuniary interest therein, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

^

**Remarks:**

As a result of certain agreements among the Reporting Persons and certain other shareholders of the

Exhibit List

Exhibit 24.1 - Power of Attorney

Exhibit 24.2 - Power of Attorney

Exhibit 24.3 - Power of Attorney

Exhibit 24.4 - Power of Attorney

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.