

BEASLEY BROADCAST GROUP INC  
Form 3  
November 14, 2016

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

OMB APPROVAL

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**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)

|  |   |   |  |   |  |
|--|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Lee Bordes 2015 GRAT #1</p> <p>(Last) (First) (Middle)</p> <p>C/O CARTER LEDYARD &amp; MILBURN LLP,Â TWO WALL STREET</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10005</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/01/2016</p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>BEASLEY BROADCAST GROUP INC [BBGI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>See Remarks</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|--|

**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               | 68,944.826   | D <u>(1)</u> <u>(2)</u>   | Â  |
| Class A Common Stock               | 72,994.52  | D <u>(3)</u> <u>(4)</u>   | Â  |
| Class A Common Stock               | 224,387.232  | D <u>(5)</u> <u>(6)</u>   | Â  |
| Class A Common Stock               | 282,065.589  | D <u>(7)</u> <u>(8)</u>   | Â  |
| Class A Common Stock               | 310,537.177  | D <u>(9)</u> <u>(10)</u>  | Â  |
| Class A Common Stock               | 102,064.971  | D <u>(11)</u> <u>(12)</u>   | Â  |
| Class A Common Stock               | 98,583.503   | D <u>(13)</u> <u>(14)</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<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |             |
|--|---------------|-----------|---------|-------------|
|  | Director      | 10% Owner | Officer | Other       |
| Lee Bordes 2015 GRAT #1<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2015 GRAT #4<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2015 GRAT #5<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2015 GRAT #6<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2015 GRAT #7<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2016 GRAT #2<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |
| Lee Bordes 2016 GRAT #3<br>C/O CARTER LEDYARD & MILBURN LLP<br>TWO WALL STREET<br>NEW YORK, NY 10005 | ^             | ^         | ^       | See Remarks |

## Signatures

|   |            |
|---|------------|
| LEE BORDES 2015 GRAT #1 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2015 GRAT #4 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2015 GRAT #5 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2015 GRAT #6 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2015 GRAT #7 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2016 GRAT #2 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 11/10/2016 |
| __Signature of Reporting Person   | Date       |
| LEE BORDES 2016 GRAT #3 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact<br>on behalf of Cristina Bordes, Trustee | 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 2015 GRAT #1. Each of the other reporting persons 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.
  - (2) Includes 11031.174 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 Lee Bordes 2015 GRAT #4. Each of the other reporting persons 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.
  - (4) Includes 11679.125 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.
  - (5) These securities are owned solely by the Lee Bordes 2015 GRAT #5. Each of the other reporting persons 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.
  - (6)

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Includes 35901.962 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.

- (7) These securities are owned solely by the Lee Bordes 2015 GRAT #6. Each of the other reporting persons 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.

- (8) Includes 45,130.500 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.

- (9) These securities are owned solely by the Lee Bordes 2015 GRAT #7. Each of the other reporting persons 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.

- (10) Includes 49,685.955 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.

- (11) These securities are owned solely by the Lee Bordes 2016 GRAT #2. Each of the other reporting persons 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.

- (12) Includes 16,330.398 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.

- (13) These securities are owned solely by the Lee Bordes 2016 GRAT #3. Each of the other reporting persons 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.

- (14) Includes 15,773.363 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.

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### Remarks:

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

### Exhibit List

#### Exhibit 24 - 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.