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| BEASLEY I | BRADLEY C | | | | | | | | | | | |
|--|---------------------------------------|---|------|---------------------------------------|------------------------------|--------|------------------------|-----------------|---|--|---|--|
| Form 4 | 2011 | | | | | | | | | | | |
| February 17, | | | | | | | | | | | PPROVAL | |
| UNITED STATES SECUR | | | | | ITIES AND EXCHANGE COMMISSIO | | | | | OMB Number: | 3235-0287 | |
| Check th if no long subject to Section 1 Form 4 of Form 5 obligatio may cont See Instr | 6. Filed Section | Washington, D.C. 20549 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 | | | | | | | | | Expires: January 31 Expires: 2005 Estimated average burden hours per response 0.5 | |
| 1(b). | | | | | | | | | | | | |
| (Print or Type I | Responses) | | | | | | | | | | | |
| 1. Name and Address of Reporting Person * BEASLEY BRADLEY C2. Issuer Symbol | | | | Name and Ticker or Trading | | | | - | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | BEASLEY BROADCAST GROUP INC [BBGI] | | | | | | (Check all applicable) | | | | | |
| (Last) (First) (Middle) 3. Date of (Month/Da 3033 RIVIERA DRIVE, SUITE 200 02/15/20 | | | | - | | | | | Director X 10% Owner Officer (give title below) Other (specify below) | | | |
| | | | | ndment, Date Original th/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| (City) | (State) | (Zip) | Tabl | T Nor | . D. | | | 4 | Person juired, Disposed of | f an Dan affairt | Un Onun d | |
| 1.Title of Security (Instr. 3) | | ransaction Date 2A. Deemed nth/Day/Year) Execution Date, if any | | | | | ties A | cquired d of | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of | |
| Class A | | | | Code | V | Amount | (D) | Price | (Instr. 3 and 4) | | | |
| Class A Common Stock | 02/15/2011 | | | S | | 1,000 | D | \$ 6.48 | 36,775 | D | | |
| Class A Common Stock | 02/16/2011 | | | S | | 1,000 | D | \$ 6.23 | 36,775 | D | | |
| Class A Common Stock | 02/17/2011 | | | S | | 1,500 | D | \$ 6.41 | 36,775 | D | | |
| Class A Common | | | | | | | | | 64,219 | Ι | See footnote. | |

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| Stock Class A Common Stock | | | | | 15,000 | I | | $\frac{(1)}{\text{See foots}}$ | note. | |
|--|---|--|--|---------|---------------------|--------------------|---|--|---|--|
| 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 2. Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | | 4. Transactic Code (Instr. 8) | of | | ate | 7. Titl Amou Under Securi (Instr. | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr |
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| BEASLEY BRADLEY C 3033 RIVIERA DRIVE, SUITE 200 NAPLES, FL 34103 | | Х | | | | | |
| Signatures | | | | | | | |
| /s/ Caroline Beasley, Attorney-in-Fact | 02/1 | | | | | | |
| **Signature of Reporting Person | 1 | 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) By Bradley C. Beasley as Trustee of the Bradley C. Beasley Revocable Trust dated July 13, 1999, as amended.

(2)

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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 purposes of Section 16 or for any other purpose.

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.