

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 *
Â Lee Bordes 2015 GRAT #1
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
11/01/2016

3. Issuer Name **and** Ticker or Trading Symbol
BEASLEY BROADCAST GROUP INC [BBGI]

4. Relationship of Reporting Person(s) to Issuer

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

C/O CARTER LEDYARD & MILBURN LLP,Â TWO WALL STREET

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
See Remarks

NEW YORK,Â NYÂ 10005

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (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 (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

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

Signatures

LEE BORDES 2015 GRAT #1 By: /s/ Stephen F. Lappert, as Trustee and as Attorney-in-Fact 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 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 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 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 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 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 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)

Edgar Filing: BEASLEY BROADCAST GROUP INC - Form 3

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.

Â

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.