

BEASLEY GEORGE G

Form 4

November 22, 2004

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

Check this box
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BEASLEY GEORGE G

2. 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 200

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2004

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chief Executive Officer

(Street)

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

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

NAPLES, FL 34103

(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.

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information contained in this form are not
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(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 Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	V	Disposed of (D) (Instr. 3, 4, and 5) (A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Class B Common Stock	(1)	11/18/2004	J	V	800,000		(2)	(2)	Class A Common Stock	800,000
Class B Common Stock	(1)	11/18/2004	J	V	25,435		(2)	(2)	Class A Common Stock	25,435
Class B Common Stock	(1)	11/18/2004	J	V		825,435	(2)	(2)	Class A Common Stock	825,435
Class B Common Stock	(1)						(6)	(6)	Class A Common Stock	341,000

Reporting Owners

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

Signatures

/s/ Caroline Beasley,
Attorney-in-Fact
11/22/2004

**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 column is not applicable to this transaction.
- (3) By George Beasley as Trustee of the GGB Family Limited Partnership Florida Intangible Tax Trust.
- (4) By George Beasley as Trustee of the George G. Beasley Revocable Trust, dated May 26, 1998.
- (5) By George Beasley as Trustee of the George Beasley Grantor Retained Annuity Trust, dated November 18, 2002.
- (6) This column is not applicable to this holding.
- (7) By George Beasley as Trustee of the REB Florida Intangible Tax Trust, dated August 20, 2004.

Remarks:

Caroline Beasley signed this Form 4 on behalf of the Reporting Person pursuant to a Power of Attorney previously filed with t

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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