BEASLEY GEORGE G

Form 4

November 22, 2004

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

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

if no longer subject to Section 16. Form 4 or

Check this box

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

1(b).

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obligations

may continue.

See Instruction

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

BEASLEY BROADCAST GROUP

below)

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

4. If Amendment, Date Original

_X__ Director X_ Officer (give title

X 10% Owner __Other (specify

3033 RIVIERA DRIVE, SUITE 200

(Street)

(Month/Day/Year) 11/18/2004

INC [BBGI]

Chief Executive Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X 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 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

Ownership (I) (Instr. 4) (Instr. 4)

(A)

(Instr. 8)

Following Reported Transaction(s)

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. 5. Number of TransactionDerivative Securities Code Acquired (A) or

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securiti (Instr. 3 and 4)

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(1	(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Disposed of (D) (Instr. 3, 4, and 5)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
	Class B Common Stock	(1)	11/18/2004		J	V	800,000		(2)	(2)	Class A Common Stock	800,
	Class B Common Stock	(1)	11/18/2004		J	V	25,435		(2)	(2)	Class A Common Stock	25,4
	Class B Common Stock	<u>(1)</u>	11/18/2004		J	V		825,435	(2)	(2)	Class A Common Stock	825,
	Class B Common Stock	<u>(1)</u>							<u>(6)</u>	<u>(6)</u>	Class A Common Stock	341,

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting 6 ther rune / runess	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

**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. 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.