

BEASLEY BROADCAST GROUP INC  
Form DEFA14A  
April 15, 2019

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

**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under §240.14a-12

**BEASLEY BROADCAST GROUP, INC.**

**(Name of Registrant as Specified In Charter)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
  
- (2) Aggregate number of securities to which transaction applies:
  
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
- (4) Proposed maximum aggregate value of transaction:
  
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
  
- (2) Form, Schedule or Registration Statement No.:
  
- (3) Filing Party:
  
- (4) Date Filed:

**BEASLEY BROADCAST GROUP, INC.**

**Important Notice Regarding the Availability of Proxy Materials for the**

**Stockholder Meeting to be held on May 30, 2019**

**12:00 PM EDT**

**3033 Riviera Dr. # 200, Naples, FL 34103**

**COMPANY NUMBER**

**ACCOUNT NUMBER**

**CONTROL NUMBER**

**This communication is not a form for voting and presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**The proxy statement and annual report to security holders are available at [www.proxydocs.com/BBGI](http://www.proxydocs.com/BBGI)**

**If you want to receive a paper or e-mail copy of the documents for the Annual Meeting, or for future meetings of stockholders, you must make a request. There is no charge to you for requesting paper or e-mail copies. Please make your request as instructed below on or before May 17, 2019, to facilitate timely delivery.**

The following materials are available for you to view at [www.proxydocs.com/BBGI](http://www.proxydocs.com/BBGI)

Proxy Statement  
Annual Report to Stockholders

**TO REQUEST MATERIAL:** **TELEPHONE: 888-Proxy-NA (888-776-9962) and 718-921-8562 (for international callers)**  
**E-MAIL: [info@astfinancial.com](mailto:info@astfinancial.com)**  
**WEBSITE:**  
**<https://us.astfinancial.com/OnlineProxyVoting/ProxyVoting/RequestMaterials>**

**TO VOTE:** **IN PERSON:** You may vote your shares in person by attending the Annual Meeting. For directions to the Annual Meeting, contact us at 239-263-5000.  
**TELEPHONE:** To vote by telephone, please visit **[www.voteproxy.com](http://www.voteproxy.com)** to view the materials and to obtain the toll free number to call. You may enter your voting instructions up until 11:59 PM Eastern Time on May 29, 2019.

Matters to be acted on:

**THE BOARD OF DIRECTORS RECOMMENDS THAT YOU VOTE FOR THE NOMINEES LISTED IN PROPOSAL 1, FOR PROPOSAL 2 AND 4, AND FOR 1 YEAR FOR PROPOSAL 3.**

1. To elect nine (9) directors to the Board of Directors of the Company to serve until the next annual meeting of stockholders and until their successors are duly elected and qualified.
2. Advisory vote to approve named executive officer compensation.

**NOMINEES:**

Mark S. Fowler (For Class A Common Stockholders)

Herbert W. McCord (For Class A Common Stockholders)

Brian E. Beasley (For All Classes of Common Stockholders)

Bruce G. Beasley (For All Classes of Common Stockholders)

Caroline Beasley

George G. Beasley (For All Classes of Common Stockholders)

Peter A. Bordes, Jr. (For All Classes of Common Stockholders)

Michael J. Fiorile

Allen B. Shaw (For All Classes of Common Stockholders)

(For All Classes of Common Stockholders)

(For All Classes of Common Stockholders)

3. Advisory vote on the frequency of votes on named executive officer compensation.

4. Ratification of the appointment of Crowe LLP as the Company's independent registered public accounting firm for the year ending December 31, 2019.

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting of stockholders and any adjournment thereof.

**These items of business are more fully described in the proxy statement. The record date for the Annual Meeting is April 1, 2019. Only stockholders of record at the close of business on that date may vote at the meeting or any adjournment thereof.**

**Please note that you cannot use this notice to vote by mail.**