

BEASLEY BROADCAST GROUP INC
Form 8-K
May 30, 2014

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
Date of report (Date of earliest event reported): May 29, 2014

BEASLEY BROADCAST GROUP, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or Other Jurisdiction

of Incorporation)

000-29253
(Commission

File Number)

3033 Riviera Drive, Suite 200, Naples, Florida 34103

65-0960915
(IRS Employer

Identification No.)

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(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (239) 263-5000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

(a) On May 29, 2014, Beasley Broadcast Group, Inc. (the Company) held its 2014 Annual Meeting of Stockholders (the Annual Meeting) in Naples, Florida.

(b) At the Annual Meeting:

- (1) The stockholders voted to elect each of the eight nominees for director.
- (2) The stockholders approved, on an advisory basis, the compensation of the Company's named executive officers.

Election of Directors

| | For | Withheld | Broker Non-votes |
|--|-------------|-----------------|-----------------------------|
| <u>By Holders of All Classes of Common Stock</u> | | | |
| George G. Beasley | 170,334,537 | 739,171 | |
| Bruce G. Beasley | 170,244,424 | 829,284 | |
| Caroline Beasley | 170,234,704 | 839,004 | |
| Brian E. Beasley | 170,250,306 | 823,402 | |
| Joe B. Cox | 171,021,456 | 52,252 | |
| Allen B. Shaw | 170,295,440 | 778,268 | |
| <u>By Holders of Class A Common Stock</u> | | | |
| Mark S. Fowler | 4,409,751 | 36,527 | |
| Herbert W. McCord | 4,409,751 | 36,527 | |

Advisory Vote on Executive Compensation

| For | Against | Abstain | Broker Non-votes |
|-------------|----------------|----------------|-----------------------------|
| 168,587,702 | 296,491 | 2,189,515 | |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BEASLEY BROADCAST GROUP, INC.

Date: May 30, 2014

By: /s/ Caroline Beasley
Caroline Beasley
Vice President, Chief Financial Officer, Secretary
and Treasurer