

CONTRIBUTION AGREEMENT

This Contribution Agreement (this “Agreement”) is made and entered into as of December 18, 2017, and effective as of December 31, 2017, by and between Beasley-Reed Acquisition Partnership, a Delaware general partnership (“BRAP”) and Beasley Media Group, LLC a Delaware limited liability company (“BMG”).

RECITALS

WHEREAS, BRAP owns 99.75% partnership interest (the “General Partner Interests”) in WQAM License Limited Partnership, a Delaware limited partnership; and

WHEREAS, BRAP desires to contribute the General Partner Interests to BMG, and BMG desires to accept such contribution.

NOW, THEREFORE, in consideration of the foregoing, the parties agree as follows:

AGREEMENT

Section 1. Contribution. BRAP hereby irrevocably contributes, assigns and transfers to BMG all of its right, title and interest in the General Partner Interests, and BMG hereby accepts the contribution, assignment and transfer of the General Partner Interests from BRAP and assumes the rights and obligations associated therewith.

Section 2. Further Assurances. The parties hereto hereby agree to promptly execute and deliver all further instruments and documents, and promptly take all further actions, as may be deemed reasonably necessary, advisable or requested by any other party or its board of directors in order to consummate and make effective the transactions contemplated by this Agreement.

Section 3. Amendment. This Agreement may not be amended, modified or supplemented except in a writing signed by each party hereto.

Section 4. Governing Law. This Agreement shall be governed by, and construed in accordance with, the laws of the State of Delaware without regard to the conflict of law rules thereof.

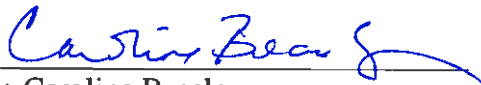
Section 5. Entire Agreement. This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof.

Section 6. Counterparts. This Agreement may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, and all of which shall together constitute one and the same instrument.

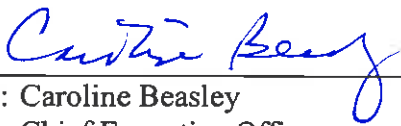
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

BEASLEY-REED ACQUISITION PARTNERSHIP

By: Beasley Media Group, Inc.,
its sole General Partner

By: 
Name: Caroline Beasley
Title: Chief Executive Officer

BEASLEY MEDIA GROUP, LLC

By: 
Name: Caroline Beasley
Title: Chief Executive Officer