Sarpong Sam
Form 5
February 08, 2013

# FORM 5

OMB APPROVAL

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**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).
Form 3 Holdings Reported
Form 4 Transactions Reported

## ANNUAL 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

1. Name and Address of Reporting Person *
Sarpong Sam

(Last) (First) (Middle)

4800 WILSHIRE BOULEVARD

(Street)

LOS ANGELES,Â CAÂ 90010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BROADWAY FINANCIAL CORP \DE\ [BYFC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Not an employee

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ Form Filed by One Reporting Person
___ Form Filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,000 | D | Â |

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

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SEC 2270 (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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amoun or Numbe of Sha |
| Stock Option (Right to Buy) | $ 13.11 | Â | Â | Â | Â | Â | 04/21/2009(3) | 04/21/2014 | Common Stock | 10,00 |
| Stock Option (Right to Buy) | $ 10.25 | Â | Â | Â | Â | Â | 05/24/2011(4) | 05/24/2016 | Common Stock | 15,00 |
| Stock Option (Right to Buy) | $ 5.95 | Â | Â | Â | Â | Â | 10/22/2013(5) | 10/22/2018 | Common Stock | 9,00 |
| Employee Stock Ownership Plan | Â | Â | Â | Â | Â | Â | Â (2) | Â (2) | Common Stock | 816 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Sarpong Sam<br>4800 WILSHIRE BOULEVARD<br>LOS ANGELES,Â CAÂ 90010 | Â | Â | Â | Not an employee |

# Signatures

| \s\ Daniele C. Johnson, Attorney-as-in-fact | 02/08/2013 |
|---|---|
| **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)** These shares are held in the Company's Employee Stock Ownership Plan (ESOP). The shares become exercisable after employment with the company ceases.

**(2)** These shares are exercisable once employment with the company ceases.

**(3)** On April 21, 2004, 10,000 shares were granted from Long Term Incentive Plan with a stock price on that day of $13.1100. They will vest in five (5) equal annual installments on each following April 21. These will expire April 21, 2014.

**(4)** On May 24, 2006, 15,000 shares were granted from the Long Term Incentive Plan with a stock price on that day of $10.2500. They will vest in five (5) equal annual installments on each following May 24. These will expire May 24, 2016.

**(5)** On October 22, 2008, 15,000 shares were granted from the Long Term Incentive Plan with a stock price on that day of $5.9500. They will vest in five (5) equal annual installments on each following October 22. These will expire October 22, 2018.

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