

McKesson Wilbur A
Form 5
February 12, 2013

FORM 5

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

OMB APPROVAL

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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 *
McKesson Wilbur A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
Past employee of the Bank.

4800 WILSHIRE BOULEVARD

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LOS ANGELES, CA 90010

(City) (State) (Zip)

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)
				(A) or (D) Price			

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

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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	Derivative Security		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)	(A)	(D)	(A)	(D)					
Stock Option (Right to Buy)	\$ 5.95	Â	Â		(1)	Â	Â	10/22/2012	10/22/2018	Common Stock	40,000
Employee Stock Ownership	Â	Â	Â	Â		Â	Â	Â (3)	Â (3)	Common Stock	330

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McKesson Wilbur A 4800 WILSHIRE BOULEVARD LOS ANGELES, CA 90010	Â	Â	Â	Past employee of the Bank.

Signatures

\s\ Daniele C. Johnson,
 Attorney-as-in-fact

02/12/2013

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).
- On October 22, 2008 the Board of Directors granted 40,000 shares of Stock Options under the Long Term Incentive Plan. The stock price on that day was \$5.95 per share. The shares will vest in five (5) equal annual installments each year beginning the following year, on October 22. The options expire on October 22, 2018 or upon termination of employment.
- (1) on that day was \$5.95 per share. The shares will vest in five (5) equal annual installments each year beginning the following year, on October 22. The options expire on October 22, 2018 or upon termination of employment.
 - (2) These shares are held in the Employee Stock Ownership Plan (ESOP). When employee is no longer employees, then the shares become exercisable.
 - (3) These shares are held in the Employee Stock Ownership Plan (ESOP). When employee is no longer employees, then the shares become exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.