

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

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

(City) (State) (Zip)

**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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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 | 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<br>4800 WILSHIRE BOULEVARD<br>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.
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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.