

BROADWAY FINANCIAL CORP \DE\
Form 5
January 30, 2014

FORM 5

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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Bradshaw Wayne-Kent A.

(Last) (First) (Middle)

5055 WILSHIRE BOULEVARD,
SUITE 500

(Street)

LOS ANGELES, CA 90036

(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)
12/31/2013

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) ☐ Other (specify below)
President/CEO

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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) (A) or Amount (D) Price	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 Ownership (Instr. 4)
Common Stock	Â	Â	(3)	Â Â Â	19,231	D	Â

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

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contained in this form are not required to respond unless
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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)**

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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 Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.98	Â	Â	Â	Â Â	03/18/2014 ⁽¹⁾ 03/18/2019	Common Stock 75,000
Employee Stock Ownership Plan ⁽²⁾	Â	Â	Â	Â	Â Â	Â ⁽²⁾ Â ⁽²⁾	Common Stock 98

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bradshaw Wayne-Kent A. 5055 WILSHIRE BOULEVARD, SUITE 500 LOS ANGELES, CA 90036	Â X	Â	Â President/CEO	Â

Signatures

Daniele C. Johnson,
Attorney-as-in-fact 01/30/2014

 **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) On March 18, 2009 the Board of Directors granted 75,000 shares of Stock Options under the Long Term Incentive Plan. The stock price on that day was \$4.98 per share. The shares vest in five (5) equal annual installments each year beginning the following year, on March 18. The options are fully exercisable on March 18, 2014. If not exercised, the stock options will expire on March 18, 2019 or upon termination of employment.
- (2) These shares are held in the Employee Stock Ownership Plan (ESOP). When employee is no longer with the company, the shares become exercisable.
- (3) On July 2, 2012, an investment of Capital was made in exchange for common stock.

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