

HUDSON PAUL C
Form 4
July 05, 2012

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUDSON PAUL C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4800 WILSHIRE BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/02/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman

LOS ANGELES, CA 90010

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(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) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock <u>(1)</u> | | | | | | D | |
| Common Stock <u>(2)</u> | | | | | | D | |
| Common Stock <u>(3)</u> | | | | | | D | |
| Common Stock Purchase | 07/02/2012 | 07/02/2012 | P | 19,231 | A | \$ 1.3 | D |
| | | | | | | | <u>(6)</u> |

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

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(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 of Underlying Securities (Instr. 3 and 4) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 6.68 | | | | | 07/25/2007 ⁽⁵⁾ | 07/25/2012 | Common Stock | 29,718 |
| Employee Stock Ownership Plan | ⁽⁴⁾ | | | | | ⁽⁴⁾ | ⁽⁴⁾ | Common Stock | 16,994 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| HUDSON PAUL C 4800 WILSHIRE BOULEVARD LOS ANGELES, CA 90010 | X | | Chairman | |

Signatures

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

Date
07/05/2012

**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 a Citigroup IRA under Paul Hudson.

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- (2) These shares are held in a Smith Barney IRA under Paul Hudson.
- (3) These shares are held directly by Paul Hudson.
- (4) These shares are held in the Employee Stock Ownership Plan (ESOP). When employee is no longer employees, then the shares become exercisable.
On July 25, 2002 the Board of Directors granted 29,718 shares of Stock Options under the Long Term Incentive Plan. The stock price on that day was \$6.6800 per share. The shares will vest in five (5) equal annual installments each year beginning the following year, on July 25. The options are fully exercisable on July 25, 2007 but if not exercised, expire on July 25, 2012 or upon termination of employment.
- (6) On July 2, 2012, an investment of Capital was made in exchange for common stock.

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

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