

SEC Form 5

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0362
Expires:	January 31, 2014
Estimated average burden hours per response:	1.0

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.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>QUILLIAM PIERRE</u> (Last) (First) (Middle) 2520 MANATEE AVENUE WEST #200 (Street) BRADENTON FL 34209 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Silver Falcon Mining, Inc. [SFMI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			
CLASS 'A' COMMON STOCK	12/09/2012		A4	5,980,534 ⁽¹⁾ ₍₃₎	A	\$0.015	70,396,273 ⁽¹⁾	D	
CLASS 'A' COMMON STOCK	12/09/2012		A4	1,448,515 ⁽¹⁾ ₍₃₎	A	\$0.017	71,844,788 ⁽¹⁾	D	
CLASS 'B' COMMON STOCK	11/17/2012		A4	1,500,000 ⁽¹⁾ ₍₃₎	A	\$0.024	1,519,500 ⁽¹⁾	D	
CLASS 'A' COMMON STOCK	12/09/2012		A4	5,980,534 ⁽²⁾ ₍₃₎	A	\$0.015	15,752,822 ⁽²⁾	D	
CLASS 'A' COMMON STOCK	12/09/2012		A4	1,448,515 ⁽²⁾ ₍₃₎	A	\$0.041	18,701,932 ⁽²⁾	D	
CLASS 'B' COMMON STOCK	11/17/2012		A4	1,500,000 ⁽²⁾ ₍₃₎	A	\$0.024	4,719,044 ⁽²⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
STOCK OPTION	\$0.017	12/10/2012		A	10,000,000 ⁽¹⁾ ₍₄₎		12/10/2013	12/10/2022	COMMON STOCK	10,000,000	23,000,000 ⁽¹⁾	D	
STOCK OPTION	\$0.017	12/10/2012		A	5,000,000 ⁽²⁾ ₍₄₎		12/10/2013	12/10/2022	COMMON STOCK	5,000,000	10,500,000 ⁽²⁾	D	

1. Name and Address of Reporting Person <u>QUILLIAM PIERRE</u> (Last) (First) (Middle) 2520 MANATEE AVENUE WEST #200 (Street) BRADENTON FL 34209 (City) (State) (Zip)
1. Name and Address of Reporting Person <u>QUILLIAM DENISE</u>

(Last)	(First)	(Middle)
2520 MANATEE AVENUE WEST #200		
<hr/>		
(Street)		
BRADENTON	FL	34205
<hr/>		
(City)	(State)	(Zip)

Explanation of Responses:

1. SHARES OWNED BY PIERRE QUILLIAM. MR. QUILLIAM IS THE SPOUSE OF DENISE QUILLIAM, AND THEREFORE DENISE QUILLIAM HAS INDIRECT OWNERSHIP OF ALL SHARES OWNED BY PIERRE QUILLIAM.
2. SHARES OWNED BY DENISE QUILLIAM. MRS. QUILLIAM IS THE SPOUSE OF PIERRE QUILLIAM, AND THEREFORE PIERRE QUILLIAM HAS INDIRECT OWNERSHIP OF ALL SHARES OWNED BY DENISE QUILLIAM.
3. ISSUED UNDER RULE 144.
4. OPTIONS NOT REGISTERED

/s/Pierre Quilliam02/04/2013/s/Denise Quilliam02/04/2013

** Signature of Reporting Person

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.