

SEC Form 5

**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**

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>Ridenour Thomas Charles</u>  (Last) (First) (Middle) 100 NORTH POINT CENTER EAST, SUITE 530  (Street) ALPHARETTA GA 30022  (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Silver Falcon Mining, Inc. [ SFMI ]</u>  3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CFO		
			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	10/18/2012		S5	50,000	D	\$0.033	45,278,432	D	
Class 'A' Common Stock	10/18/2012		S5	50,000	D	\$0.033	45,228,432	D	
Class 'A' Common Stock	10/18/2012		S5	50,000	D	\$0.034	45,178,432	D	
Class 'A' Common Stock	10/19/2012		S5	100,000	D	\$0.035	45,078,432	D	
Class 'A' Common Stock	10/19/2012		S5	200,000	D	\$0.034	44,878,432	D	
Class 'A' Common Stock	10/22/2012		S5	200,000	D	\$0.035	44,678,432	D	
Class 'A' Common Stock	10/24/2012		S5	50,000	D	\$0.034	44,628,432	D	
Class 'A' Common Stock	10/24/2012		S5	150,000	D	\$0.034	44,478,432	D	
Class 'A' Common Stock	10/25/2012		S5	100,000	D	\$0.031	44,378,432	D	
Class 'A' Common Stock	10/25/2012		S5	100,000	D	\$0.028	44,278,432	D	
Class 'A' Common Stock	10/26/2012		S5	100,000	D	\$0.03	44,178,432	D	
Class 'A' Common Stock	10/26/2012		S5	200,000	D	\$0.028	43,978,432	D	
Class 'A' Common Stock	10/26/2012		S5	100,000	D	\$0.03	43,878,432	D	
Class 'A' Common Stock	10/29/2012		S5	100,000	D	\$0.027	43,778,432	D	
Class 'A' Common Stock	10/29/2012		S5	100,000	D	\$0.027	43,678,432	D	
Class 'A' Common Stock	10/30/2012		S5	300,000	D	\$0.028	43,378,432	D	
Class 'A' Common Stock	10/30/2012		S5	50,000	D	\$0.027	43,328,432	D	
Class 'A' Common Stock	11/20/2012		S5	100,000	D	\$0.024	44,728,432	D	
Class 'A' Common Stock	11/21/2012		S5	200,000	D	\$0.024	44,528,432	D	
Class 'A' Common Stock	11/23/2012		S5	100,000	D	\$0.024	44,428,432	D	
Class 'A' Common Stock	11/27/2012		S5	250,000	D	\$0.023	44,178,432	D	

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	11/27/2012		S5	15,117,692 (i)	A	\$0.025	59,296,124	D	
Class 'A' Common Stock	12/07/2012		S5	650,000	D	\$0.02	58,646,124	D	
Class 'A' Common Stock	12/09/2012		A5	5,250,000 (i)	A	\$0.015	63,896,124	D	
Class 'A' Common Stock	12/09/2012		A5	2,655,533 (i)	A	\$0.015	66,551,657	D	
Class 'A' Common Stock	12/09/2012		A5	1,448,515 (i)	A	\$0.017	68,000,172	D	
Class 'A' Common Stock	12/10/2012		S5	800,000	D	\$0.02	67,200,172	D	
Class 'A' Common Stock	12/11/2012		S5	700,000	D	\$0.018	66,500,172	D	
Class 'A' Common Stock	12/12/2012		S5	500,000	D	\$0.018	66,000,172	D	
Class 'A' Common Stock	12/12/2012		A5	11,026,885 (i)	A	\$0.015	77,027,057	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					

**Explanation of Responses:**

1. Issued Under Restriction Rule 144

**Remarks:**

This is Page 2 of 3 of the Same FORM 5. Each FORM 5 only allow 30 entries, the amount of entries exceeds 30 transactions.

/s/ Thomas C. Ridenour      02/01/2013

\*\* 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.