

CAMCO FINANCIAL CORP
 Form 4
 February 25, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 *
CALDWELL DAVID S

(Last) (First) (Middle)
 10491 ROCK HILL ROAD
 (Street)

CAMBRIDGE, OH 43725

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**CAMCO FINANCIAL CORP
 [CAFI]**

3. Date of Earliest Transaction
 (Month/Day/Year)
02/22/2014

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)
Sr. VP - Advantage Bank

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/22/2014		F	389 ⁽¹⁾ D \$ 6.3	57,010	D	
Common Stock					9,139	I	By Minor Children
Common Stock					124,116	I	By 401(K) Plan

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

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SEC 1474 (9-02)

number.

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)	8. D S (I	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Warrants (right to buy)	\$ 2.1					11/07/2012	11/06/2017	Common Shares	3,091
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Common Stock Warrants (right to buy)	\$ 2.1					11/07/2012	11/06/2017	Common Shares	11,241
Stock Option	\$ 2.15					02/18/2011 ⁽²⁾	02/18/2021	Common Shares	7,264
Stock Option	\$ 2.51					02/26/2010 ⁽²⁾	02/26/2020	Common Shares	11,453
Stock Option	\$ 8.92					01/22/2008 ⁽²⁾	01/22/2018	Common Shares	2,707
Stock Option	\$ 12.35					01/23/2007 ⁽²⁾	01/23/2017	Common Shares	1,208
Stock Option	\$ 14.1					02/01/2006 ⁽²⁾	02/01/2016	Common Shares	4,697
Stock Option	\$ 16.51					02/27/2005 ⁽²⁾	01/27/2015	Common Shares	3,100

