

CALDWELL DAVID S
 Form 4
 February 26, 2013

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

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 02/22/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. VP - Advantage Bank

CAMBRIDGE, OH 43725
 (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)
Common Stock	02/22/2013		A	(A) or (D) 9,234 (1)	\$ 0 54,198	D	
Common Stock	02/22/2013		F	751 (2)	\$ 3.47 53,447	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.

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 control number.

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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)	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
Common Stock Warrants (right to buy)	\$ 2.1					11/07/2012	11/06/2017	Common Shares	57,143
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 ⁽³⁾	02/18/2021	Common Shares	7,264
Stock Option	\$ 2.51					02/26/2010 ⁽³⁾	02/26/2020	Common Shares	11,453
Stock Option	\$ 8.92					01/22/2008 ⁽³⁾	01/22/2018	Common Shares	2,707
Stock Option	\$ 12.35					01/23/2007 ⁽³⁾	01/23/2017	Common Shares	1,208
Stock Option	\$ 14.1					02/01/2006 ⁽³⁾	02/01/2016	Common Shares	4,697

