CAMCO FINANCIAL CORP

Form 4

November 09, 2012

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and AcHUSTON JA	•	orting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			CAMCO FINANCIAL CORP [CAFI]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	X Director 10% Owner			
5533 STILLWATER AVENUE (Street)			(Month/Day/Year)	X Officer (give title Other (specify below)			
			11/07/2012	President/CEO			
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
WESTERVILLE, OH 43082				Form filed by More than One Reporting Person			

(City)	(State) ((Zip) Tabl	e I - Non-E	Derivative Se	ecuriti	es Acqu	ired, Disposed of	, or Beneficiall	y 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. Securitie on(A) or Disp (Instr. 3, 4	oosed of and 5)	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/07/2012			Amount 205,446			(Instr. 3 and 4) 222,910	I	By 401(K) Plan
Common Stock	11/07/2012			342,858				D	
Common Stock	11/07/2012		X	1,200	A	\$ 1.75	1,400	I	By Minor Child
Common Stock	11/07/2012		P	6,064	A	\$ 1.75	6,064	I	Trust with Minor Child

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

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SEC 1474

(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 Underlying (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Subscription Rights (right to buy)	\$ 1.75	11/07/2012		X		205,446	09/24/2012	11/01/2012	Commor Stock
Subscription Rights (right to buy)	\$ 1.75	11/07/2012		X		342,858	09/24/2012	11/01/2012	Commor Stock
Subscription Rights (right to buy)	\$ 1.75	11/07/2012		X		1,200	09/24/2012	11/01/2012	Commor Stock
Common Stock Warrants (Right to Buy)	\$ 2.1 (1)	11/07/2012		P	102,723		11/07/2012	11/06/2017	Commor Stock
Common Stock Warrants (Right to Buy)	\$ 2.1 <u>(1)</u>	11/07/2012		P	171,429		11/07/2012	11/06/2017	Commor Stock
Common Stock Warrants (Right to Buy)	\$ 2.1 <u>(1)</u>	11/07/2012		P	3,032		11/07/2012	11/06/2017	Commor Stock
Common Stock Warrants (Right to Buy)	\$ 2.1 <u>(1)</u>	11/07/2012		P	600		11/07/2012	11/06/2017	Commor Stock
Stock Option	\$ 2.15						02/18/2011	02/18/2021	Commor Shares

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Stock Option	\$ 2.51	02/26/2010	02/26/2020	Commor Shares
Stock Option	\$ 2.5	01/23/2009	01/23/2019	Commor Shares

Common

Shares

02/18/2011 02/18/2021

Reporting Owners

\$ 2.15

Stock Option

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
HUSTON JAMES 5533 STILLWATER AVENUE WESTERVILLE, OH 43082	X		President/CEO				
Signatures							
/s/Kristina K. Tipton, POA for Ja Huston	mes E.	1	1/09/2012				

**Signature of Reporting Person

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) The warrants were acquired in connection with the purchase of common stock as part of Camco's offering
- (2) 20% exercisable on date of grant. Additional 20% exercisable each anniversary date thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date

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