### CAMCO FINANCIAL CORP

Form 4

February 21, 2014

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 3235-0287

Number:

January 31, Expires: 2005

10% Owner

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Christ Laurence Stanley

(Street)

2. Issuer Name and Ticker or Trading

Symbol

CAMCO FINANCIAL CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CAFI]

(Last) (First) 3. Date of Earliest Transaction

(Month/Day/Year)

02/06/2014

9363 JENNY LIN DRIVE

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Chief Credit Officer / SVP 6. Individual or Joint/Group Filing(Check

\_X\_\_ Officer (give title \_\_X\_\_ Other (specify

below)

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

Issuer

below)

Director

CAMBRIDGE, OH 43725

(City)	(State)	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock			Code	rinouni	(D)	THEC	79,034	I	By 401(K) Plan
Common Stock	02/06/2014		A	4,931 (1)	A	\$0	22,343	D	
Common Stock	02/06/2014		F	377 (2)	D	\$ 6.37	21,966	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

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#### number.

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# 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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Underlying (Instr. 3 and	Securities 1
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 2.15					02/18/2011(3)	02/18/2021	Common Shares	7,254
Stock Option	\$ 2.51					02/26/2010(3)	02/26/2020	Common Shares	7,153

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	-

Director 10% Owner Officer Other

Christ Laurence Stanley

9363 JENNY LIN DRIVE Chief Credit Officer SVP

CAMBRIDGE, OH 43725

## **Signatures**

/s/ Kristina K. Tipton, POA for Laurence S.
Christ

02/21/2014

\*\*Signature of Reporting Person Date

## **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).
- Award represents a grant of restricted stock pursuant to the Camco Financial Corporation 2013 Equity Plan. From this award, 20% of the stock vests immediately, and of the remaining restricted stock, 20% will vest upon certification of the 2014 financial results, subject to the terms of an award agreement, and 60% will vest upon certification of the 2015 financial results, subject to the terms of an award agreement.
- (2) Shares forfeited for tax purposes, for shares vested and valued at closing price on February 6, 2014 with a value of \$2,401.49.
- (3) 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.

Reporting Owners 2

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