#### CAMCO FINANCIAL CORP

Form 4 April 17, 2008

# FORM 4

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

**OMB** 3235-0287 Number:

Estimated average

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

**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

30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Add<br>BAYLOR RIG | •          | ng Person * | 2. Issuer Name <b>and</b> Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer   |  |  |
|-------------------------------|------------|-------------|--|--|--|--|
|                               |            |             | CAMCO FINANCIAL CORP<br>[CAFI]                     | (Check all applicable)   |  |  |
| (Last)                        | (First)    | (Middle)    | 3. Date of Earliest Transaction (Month/Day/Year)   | _X_ Director 10% Owner _X_ Officer (give title Other (specify  |  |  |
| 156 HAWTHORN DRIVE            |            |             | 03/31/2008   | below) below) President/CEO  |  |  |
| (Street)                      |            |             | 4. If Amendment, Date Original                     | 6. Individual or Joint/Group Filing(Check  |  |  |
| NEW CONCO                     | ORD, OH 43 | 762         | Filed(Month/Day/Year)                              | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |
| (City)                        | (State)    | (Zip)       | Table I - Non-Derivative Securities Acc            | quired, Disposed of, or Beneficially Owned   |  |  |

| (City)                               | (State)                                 | (Zip) Tabl  | e I - Non-D                             | erivative                        | Secur                       | ities Acq          | uired, Disposed o  | f, or Beneficial   | ly Owned  |
|--------------------------------------|---|---|---|----------------------------------|-----------------------------|--------------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securi on(A) or Di (Instr. 3, | spose<br>4 and<br>(A)<br>or | d of (D)           | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 03/31/2008                              |   | P                                       | 858                              | A                           | \$<br>10.63<br>(1) | 17,709 (2)   | I  | By 401(k)<br>Plan   |
| Common<br>Stock                      |   |   |   |                                  |                             |                    | 38,740   | D  |   |
| Common<br>Stock                      |   |   |   |                                  |                             |                    | 596  | I  | By Spouse   |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. DriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                     | 8. Pri<br>Deriv<br>Secur<br>(Instr |
|---|---|---|---|--|--|---------------------|--------------------|---|-------------------------------------|------------------------------------|
|   |   |   |   | Code V                                 | (A) (D)  | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |                                    |
| Stock<br>Option                                     | \$ 12.35  |   |   |  |  | 01/23/2007          | 01/23/2017         | Common<br>Shares  | 2,304                               |                                    |
| Stock<br>Option                                     | \$ 12.35  |   |   |  |  | 01/23/2007          | 01/23/2017         | Common<br>Shares  | 2,098                               |                                    |
| Stock<br>Option                                     | \$ 12.31  |   |   |  |  | 01/23/2007          | 01/23/2017         | Common<br>Shares  | 185                                 |                                    |
| Stock<br>Option                                     | \$ 14.1   |   |   |  |  | 02/01/2006          | 02/01/2016         | Common<br>Shares  | 15,584                              |                                    |
| Stock<br>Option                                     | \$ 14.16  |   |   |  |  | 02/01/2006          | 02/01/2016         | Common<br>Shares  | 2,031                               |                                    |
| Stock<br>Option                                     | \$ 16.51  |   |   |  |  | 01/27/2005          | 01/27/2015         | Common<br>Shares  | 14,029                              |                                    |
| Stock<br>Option                                     | \$ 16.51  |   |   |  |  | 01/27/2005          | 01/27/2015         | Common<br>Shares  | 1,723                               |                                    |
| Stock<br>Option                                     | \$ 17.17  |   |   |  |  | 01/27/2004          | 01/27/2014         | Common<br>Shares  | 5,042                               |                                    |
| Stock<br>Option                                     | \$ 16.13  |   |   |  |  | 01/22/2003          | 01/22/2013         | Common<br>Shares  | 15,265                              |                                    |
| Stock<br>Option                                     | \$ 16.13  |   |   |  |  | 01/22/2003          | 01/22/2013         | Common<br>Shares  | 1,545                               |                                    |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |               |       |  |  |  |  |
|--------------------------------|---------------|-----------|---------------|-------|--|--|--|--|
|                                | Director      | 10% Owner | Officer       | Other |  |  |  |  |
|                                | X             |           | President/CEO |       |  |  |  |  |

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BAYLOR RICHARD C 156 HAWTHORN DRIVE NEW CONCORD, OH 43762

### **Signatures**

/s/Eric S. Nadeau, POA for Richard C. Baylor

04/17/2008

\*\*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).
- (1) Weighted average price used
- (2) Shares were purchased through the 401(k) plan, which purchase was exempt under Section 16b-3(d).

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.

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