

MILLER CARSON K  
Form 5  
February 11, 2003

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| OMB APPROVAL   |
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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 5**

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**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**

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

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

|   |   |  |
|---|---|--|
| <b>1. Name and Address of Reporting Person*</b><br><br>Miller Carson K.<br><hr/> <i>(Last) (First) (Middle)</i> | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br>Camco Financial Corporation (CAFI)<br><hr/>   | <b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b><br><br><hr/>                |
| 1239 Cisler Drive<br><hr/> <i>(Street)</i>  | <b>4. Statement for Month/Year</b><br><br>December 31, 2002<br><hr/>  | <b>5. If Amendment, Date of Original (Month/Year)</b><br><br><hr/>   |
| Marietta Ohio 45750   | <b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b><br><br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <b>7. Individual or Joint/Group Reporting (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> |

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(City) (State) (Zip)

Officer (give title below)

Other (specify below)

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Form filed by One Reporting Person

Form filed by More than One Reporting Person

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**Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br><i>(Instr. 3)</i> | 2. Transaction Date<br><i>(Month/Day/Year)</i> | 2A. Deemed Execution Date, if any<br><i>(Month/Day/Year)</i> | 3. Transaction Code<br><i>(Instr. 8)</i> | 4. Securities Acquired (A) or Disposed of (D)<br><i>(Instr. 3, 4 and 5)</i> | 5. Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year<br><i>(Instr. 3 and 4)</i> | 6. Ownership Form: Direct (D) or Indirect (I)<br><i>(Instr. 4)</i> | 7. Nature of Indirect Beneficial Ownership<br><i>(Instr. 4)</i> |
|---|--|--|--|---|--|--|---|
|---|--|--|--|---|--|--|---|

(A)  
or  
Amount (D) Price

|              |         |  |   |     |   |         |  |
|--------------|---------|--|---|-----|---|---------|--|
| Common Stock | 3/27/02 |  | A | 189 | A | \$13.32 |  |
|--------------|---------|--|---|-----|---|---------|--|

|              |         |  |   |    |   |         |  |
|--------------|---------|--|---|----|---|---------|--|
| Common Stock | 6/24/02 |  | A | 88 | A | \$14.45 |  |
|--------------|---------|--|---|----|---|---------|--|

|              |          |  |   |    |   |         |     |   |                               |
|--------------|----------|--|---|----|---|---------|-----|---|-------------------------------|
| Common Stock | 10/04/02 |  | A | 93 | A | \$13.35 | 371 | I | By Deferred Compensation Plan |
|--------------|----------|--|---|----|---|---------|-----|---|-------------------------------|

|              |  |  |  |  |  |  |     |   |  |
|--------------|--|--|--|--|--|--|-----|---|--|
| Common Stock |  |  |  |  |  |  | 180 | D |  |
|--------------|--|--|--|--|--|--|-----|---|--|

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\*If the form is filed by more than one reporting person, see instruction 4(b)(v).

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.

(Over)  
SEC 2270 (9-02)

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FORM 5 (continued)

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

| 1. Title of Derivative Security<br><i>(Instr. 3)</i> | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br><i>(Month/Day/Year)</i> | 3A. Deemed Execution Date, if any<br><i>(Month/Day/Year)</i> | 4. Transaction Code<br><i>(Instr. 8)</i> | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br><i>(Instr. 3, 4 and 5)</i> |
|--|--|--|--|--|--|
|--|--|--|--|--|--|

(A) (D)

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued**  
(e.g., puts, calls, warrants, options, convertible securities)

| 6. Date Exercisable and Expiration Date<br><i>(Month/Day/Year)</i> | 7. Title and Amount of Underlying Securities<br><i>(Instr. 3 and 4)</i> | 8. Price of Derivative Security<br><i>(Instr. 5)</i> | 9. Number of Derivative Securities Beneficially Owned at End of Year<br><i>(Instr. 4)</i> | 10. Ownership of Derivative Security: Direct (D) or Indirect (I)<br><i>(Instr. 4)</i> | 11. Nature of Indirect Beneficial Ownership<br><i>(Instr. 4)</i> |
|--|---|--|---|---|--|
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Explanation of Responses:

|                                 |               |
|---------------------------------|---------------|
| <u>/s/ Mark A. Severson</u>     | <u>2/7/03</u> |
| **Signature of Reporting Person | Date          |

Mark A. Severson POA for Carson K. Miller

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned officer and/or director of Camco Financial Corporation (the Company ), hereby constitutes and appoints Larry A. Caldwell, Richard C. Baylor or Mark A. Severson as his/her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him/her and in his/her name, place and stead, in any and all capacities, to sign any and all Securities and Exchange Commission Forms 3, 4 and 5 with respect to the securities of the Company beneficially owned by the undersigned, any and all amendments thereto, and to file the same, and other documents relating thereto, with the Securities and Exchange Commission, and grants unto each of said attorneys-in-fact and substitute or substitutes full power and authority to do each and every act and thing requested and necessary to be done in and about the premises as fully to all intents and purposes as he/she might do in person, and hereby ratifies and confirms all things that each of said attorneys-in-fact and substitute or substitutes may lawfully do and seek to be done by virtue hereof.

This Power of Attorney shall be valid until such time as it is revoked by the undersigned in writing.

IN WITNESS WHEREOF, the undersigned has hereunto set his/her hand this 14th day of August, 2002.

Signature: /s/ Carson K. Miller  
\_\_\_\_\_

Print Name: Carson K. Miller  
\_\_\_\_\_

Capacity: Director  
\_\_\_\_\_