

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

September 13, 2012

Via E-Mail Mr. James E. H

Mr. James E. Huston President and Chief Executive Officer Camco Financial Corporation 814 Wheeling Avenue Cambridge, OH 43725

Re: Camco Financial Corporation
Amendment No. 2 to Registration Statement on Form S-1

Filed September 10, 2012 File No. 333-182719

Dear Mr. Huston:

We have reviewed your filing and response letter dated September 10, 2012 and have the following comments.

## Plan of Distribution, page 42

- 1. We have considered your preference to use the term "placement agent" as opposed to "underwriter." Please confirm you will do the following:
  - Revise to disclose that you will file a post-effective amendment which must be declared effective prior to any sales by such placement agents;
  - The post-effective amendment will name the placement agent(s) and disclose the material terms of the agency agreement, including the compensation arrangements;
  - Disclose that the placements agent(s) will be subject to liability under Section 11 of the Securities Act and subject to Regulation M of the Exchange Act regulations;
  - Have the compensation arrangements reviewed and passed upon by FINRA; and
  - File the agency agreement with the post-effective amendment.

If you have questions or comments please contact Michael F. Johnson, Staff Attorney, at (202) 551-3477. If you require further assistance, you may contact me at (202) 551-3434.

Sincerely,

/s/ Michael R. Clampitt

Michael R. Clampitt Senior Attorney