#### PEOPLES BANCORP INC

Form 4

November 09, 2004

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB Number: 3235-0287

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Check this box if no longer subject to

subject to Section 16. Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

obligations may continue. See Instruction

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

1(b).

Common

Common

Common

Stock

Stock

Stock

11/08/2004

11/08/2004

(Print or Type Responses)

1. Name and Address of Reporting Person * BRADLEY MARK F			2. Issuer Name and Ticker or Trading Symbol PEOPLES BANCORP INC [PEBO]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
			,	Oay/Year)			Director		Owner	
138 PUTN	AM STREET, P	O BOX	11/08/2	004		X belo	C Officer (give tow)	below)	r (specify	
738						beio	· ·	perating Office	er	
	4	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				
MARIETT	CA, OH 45750					Pers	Form filed by Moson	ore than One Rep	porting	
(City)	(State)	(Zip)	Tabl	le I - Non-D	Perivative Securities Acq	quire	d, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Dat	te 2A. Deeme	ed	3.	4. Securities Acquired	5.	Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	) Execution l	Date, if	Transactio	n(A) or Disposed of (D)	Se	ecurities	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	В	eneficially	Form: Direct	Beneficial	
		(Month/Da	y/Year)	(Instr. 8)		_	wned	(D) or	Ownership	
							ollowing	Indirect (I)	(Instr. 4)	
					(A)		eported	(Instr. 4)		
					or	11	ransaction(s)			

Code V Amount

516

341

M

F

(D)

A

D

Price

18.976

\$ 28.73 515

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

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

(Instr. 3 and 4)

D

D

Ι

856

3,692

401(k)

Plan

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#### number.

# 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)	4. Transactic Code (Instr. 8)	Deri Secu Acq (A) o Disp of (I	ivative urities uired or posed D) tr. 3, 4,	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Incentive Stock Option (right to buy)	\$ 18.976	11/08/2004	M		516	12/03/1999	12/03/2007	Common Stock	51
Deferred Compensation	(1)					08/08/1988(1)	<u>(1)</u>	Common Stock	1,2
Incentive Stock Option (right to buy)	\$ 13.577					04/27/2003	04/27/2010	Common Stock	5,0
Incentive Stock Option (right to buy)	\$ 14.919					04/01/2002(2)	04/01/2009	Common Stock	7,6
Incentive Stock Option (right to buy)	\$ 18.704					07/23/2000(3)	07/23/2008	Common Stock	1,5
Incentive Stock Option (right to buy)	\$ 22.324					03/27/2006	03/27/2013	Common Stock	3,7
Incentive Stock Option (right to buy)	\$ 23.59					05/09/2005	05/09/2012	Common Stock	2,2
Non-Qualified Stock Option (right to buy)	\$ 22.324					03/27/2006	03/27/2013	Common Stock	2,0
Non-Qualified Stock Option (right to buy)	\$ 23.59					05/09/2005	05/09/2012	Common Stock	53

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BRADLEY MARK F 138 PUTNAM STREET P O BOX 738 MARIETTA, OH 45750

**Chief Operating Officer** 

## **Signatures**

By: Donald J. Landers For: Mark F.
Bradley
11/09/2004

\*\*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) Shares are only payable subsequent to termination of service pursuant to the terms and conditions of the Peoples Bancorp Inc. Deferred Compensation Plan for Directors of Peoples Bancorp Inc. and Subsidiaries.
- (2) 25% annual vesting beginning 3 years after date of grant.
- (3) 25% annual vesting beginning 2 years after date of grant.

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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