PEOPLES BANCORP INC

Form 4 April 03, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287 January 31,

Expires:

5. Relationship of Reporting Person(s) to

2005

0.5

Estimated average burden hours per

response...

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

obligations

Check this box

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

2. Issuer Name and Ticker or Trading

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 *

BROUGHTON GEORGE W		Symbol						Issuer			
(Last)	(First)	(Middle)	PEOPLES BANCORP INC [PEBO] 3. Date of Earliest Transaction			(Check all applicable)					
138 PUTNAM STREET, P.O. BOX		(Month/Day/Year) 01/01/2006						X Director 10% Owner Officer (give title Other (specify below)			
738									,	,	
	(Street)		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
MARIETT	ГА, ОН 45750		Filed(M	onth/Day/Y	l'ea	ar)			Applicable Line) _X_ Form filed by Form filed by Person	y One Reporting More than One	
(City)	(State)	(Zip)	Tal	ble I - No	n-]	Derivativ	e Seci	urities Acq	uired, Disposed	of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8))	4. Security (A) or Di (Instr. 3,	spose	d of (D)	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	01/01/2006			J	•	50	A	\$ 29.526	7,879	I	As Custodian
Common Stock									148,448	D	
Common Stock									16,287	I	As Trustee
Common Stock									558	I	by Corporation
Common Stock									105	I	by Daughter

Edgar Filing: PEOPLES BANCORP INC - Form 4

Common Stock 16,333

I by Spouse (1)

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 number.

SEC 1474

(9-02)

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)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S		7. Title and A Underlying S (Instr. 3 and	Securitie
			Code V	/ (A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Deferred Compensation	<u>(2)</u>	04/01/2006	A	8	(2)	(2)	Common Stock	8
Non-Qualified Stock Option (right to buy)	\$ 13.23				10/10/1997(3)	04/10/2007	Common Stock	842
Non-Qualified Stock Option (right to buy)	\$ 13.483				04/13/2000	04/13/2010	Common Stock	1,73
Non-Qualified Stock Option (right to buy)	\$ 15.449				10/15/1999 <u>(4)</u>	04/15/2009	Common Stock	1,25
Non-Qualified Stock Option (right to buy)	\$ 21.302				04/08/1998	04/09/2008	Common Stock	1,72
Non-Qualified Stock Option (right to buy)	\$ 21.705				04/10/2004	04/10/2013	Common Stock	1,15
Non-Qualified Stock Option (right to buy)	\$ 24.533				04/11/2003	04/11/2012	Common Stock	1,15

Edgar Filing: PEOPLES BANCORP INC - Form 4

Non-Qualified Stock Option (right to buy)	\$ 26.01	04/14/2006	04/14/2015	Common Stock	1,15
Non-Qualified Stock Option (right to buy)	\$ 27.511	04/08/2005	04/08/2014	Common Stock	1,15

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
BROUGHTON GEORGE W 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750	X					

Signatures

By: Donald J. Landers For: George W.

Broughton

**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) Reporting person disclaims beneficial ownership of these shares.
- (2) 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.
- (3) 20% vested six-months from date of grant; thereafter, 20% annual vesting from date of grant.
- (4) 100% vested 6 months from 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.

Reporting Owners 3