

PEOPLES BANCORP INC
Form 4
November 21, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHNEEBERGER CAROL A

(Last) (First) (Middle)

138 PUTNAM STREET, P.O. BOX 738

(Street)

MARIETTA, OH 45750

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

PEOPLES BANCORP INC [PEBO]

3. Date of Earliest Transaction (Month/Day/Year)

11/17/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/17/2005		M	A	\$ 18.976	11,252	D
Common Stock	11/17/2005		S	D	\$ 29.25	9,852	D
Common Stock	11/18/2005		M	A	\$ 18.976	15,515	D
Common Stock	11/18/2005		S	D	\$ 29.346	9,852	D
Common Stock	11/18/2005		M	A	\$ 18.976	10,745	D

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Common Stock	11/18/2005	S	893	D	\$ 29.39	9,852	D	
Common Stock	11/18/2005	M	489	A	\$ 14.915	10,341	D	
Common Stock	11/18/2005	S	489	D	\$ 29.39	9,852	D	
Common Stock	11/18/2005	M	818	A	\$ 18.704	10,670	D	
Common Stock	11/18/2005	S	818	D	\$ 29.39	9,852	D	
Common Stock						9,584	I	401(k) Plan

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 14.919	11/18/2005		M	489	04/01/2002 ⁽¹⁾ 04/01/2009	Common Stock	
Incentive Stock Option (right to buy)	\$ 18.704	11/18/2005		M	818	07/23/2000 07/23/2008	Common Stock	
Incentive Stock Option (right to buy)	\$ 18.976	11/17/2005		M	1,400	12/03/1999 ⁽²⁾ 12/03/2007	Common Stock	
Incentive Stock Option (right to buy)	\$ 18.976	11/18/2005		M	5,663	12/03/1999 ⁽²⁾ 12/03/2007	Common Stock	

