Jones Brenda F. Form 3 August 10, 2009

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PEOPLES BANCORP INC [PEBO] Jones Brenda F. (Month/Day/Year) 08/01/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 138 PUTNAM STREET, P.O. (Check all applicable) **BOX 738** (Street) 6. Individual or Joint/Group 10% Owner _X_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person MARIETTA, OHÂ 45750 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 3,392 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial (Month/Day/Year) **Derivative Security** or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security: Title Direct (D) Security

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Deferred Compensation	(1)	(1)	Common Stock	10,419	\$ <u>(1)</u>	D	Â
Non-Qualified Stock Option (right to buy)	04/10/2004	04/10/2013	Common Stock	578	\$ 21.705	D	Â
Non-Qualified Stock Option (right to buy)	05/09/2003	05/09/2012	Common Stock	578	\$ 23.593	D	Â
Non-Qualified Stock Option (right to buy)	12/29/2005	04/14/2015	Common Stock	578	\$ 26.01	D	Â
Non-Qualified Stock Option (right to buy)	04/08/2005	04/08/2014	Common Stock	578	\$ 27.511	D	Â
Non-Qualified Stock Option (right to buy)	11/11/2006	05/11/2016	Common Stock	600	\$ 29.12	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 2 8 2 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3	Director	10% Owner	Officer	Other		
Jones Brenda F. 138 PUTNAM STREET P.O. BOX 738	ÂX	Â	Â	Â		
MARIETTA, OH 45750						

Signatures

By: Edward G. Sloane For: Brenda F.
Jones 08/10/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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.

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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