PEOPLES BANCORP INC

Form 4

September 13, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average

burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WOLF THOMAS JOSEPH

			PEOPLES BANCORP INC [PEBO]				EBO]	(Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 09/12/2006					X Director 10% Owner Officer (give title below) Other (specify below)			
(Street) 4. If Ar			4. If Ame	Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
MARIETTA, OH 45750				iled(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	er) Execution	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	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)		
Common Stock	09/12/2006			S	240	D	\$ 29.18	28,260	D		
Common Stock	09/12/2006			S	100	D	\$ 29.19	28,160	D		
Common Stock	09/12/2006			S	200	D	\$ 29.2	27,960	D		
Common Stock	09/12/2006			S	99	D	\$ 29.21	27,861	D		
Common Stock	09/12/2006			S	1,000	D	\$ 29.25	26,861	D		

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Common Stock	09/12/2006	S	1,410	D	\$ 29.3	25,451	D
Common Stock	09/12/2006	S	300	D	\$ 29.31	25,151	D
Common Stock	09/12/2006	S	100	D	\$ 29.32	25,051	D
Common Stock	09/12/2006	S	200	D	\$ 29.33	24,851	D
Common Stock	09/12/2006	S	100	D	\$ 29.34	24,751	D
Common Stock	09/12/2006	S	100	D	\$ 29.36	24,651	D
Common Stock	09/12/2006	S	200	D	\$ 29.37	24,451	D
Common Stock	09/12/2006	S	2,394	D	\$ 29.45	22,057	D
Common Stock	09/12/2006	S	100	D	\$ 29.46	21,957	D
Common Stock	09/12/2006	S	100	D	\$ 29.47	21,857	D
Common Stock	09/12/2006	S	100	D	\$ 29.49	21,757	D
Common Stock	09/12/2006	S	100	D	\$ 29.5	21,657	D
Common Stock	09/12/2006	S	100	D	\$ 29.51	21,557	D
Common Stock	09/12/2006	S	100	D	\$ 29.52	21,457	D
Common Stock	09/12/2006	S	1,305	D	\$ 29.53	20,152	D
Common Stock	09/12/2006	S	56	D	\$ 29.54	20,096	D
Common Stock	09/12/2006	S	6	D	\$ 29.58	20,090	D

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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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. onNumber 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 26.01					04/14/2006	04/14/2015	Common Stock	1,155
Non-Qualified Stock Option (right to buy)	\$ 27.511					04/08/2005	04/08/2014	Common Stock	1,155
Non-Qualified Stock Option (right to buy)	\$ 29.12					11/11/2006	05/11/2016	Common Stock	1,200

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WOLF THOMAS JOSEPH 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750	X					

Signatures

By: Donald J. Landers For: Thomas J. Wolf 09/13/2006

**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).

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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