

PEOPLES BANCORP INC

Form 4

October 03, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jones Brenda F.

(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)

10/01/2014

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)

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 Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D

Edgar Filing: PEOPLES BANCORP INC - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 9)	(Instr. 10)	(Instr. 11)	(Instr. 12)	(Instr. 13)	(Instr. 14)	(Instr. 15)	(Instr. 16)	(Instr. 17)	(Instr. 18)	(Instr. 19)	(Instr. 20)	(Instr. 21)	(Instr. 22)	(Instr. 23)	(Instr. 24)	(Instr. 25)	(Instr. 26)	(Instr. 27)	(Instr. 28)	(Instr. 29)	(Instr. 30)	(Instr. 31)	(Instr. 32)	(Instr. 33)	(Instr. 34)	(Instr. 35)	(Instr. 36)	(Instr. 37)	(Instr. 38)	(Instr. 39)	(Instr. 40)	(Instr. 41)	(Instr. 42)	(Instr. 43)	(Instr. 44)	(Instr. 45)	(Instr. 46)	(Instr. 47)	(Instr. 48)	(Instr. 49)	(Instr. 50)	(Instr. 51)	(Instr. 52)	(Instr. 53)	(Instr. 54)	(Instr. 55)	(Instr. 56)	(Instr. 57)	(Instr. 58)	(Instr. 59)	(Instr. 60)	(Instr. 61)	(Instr. 62)	(Instr. 63)	(Instr. 64)	(Instr. 65)	(Instr. 66)	(Instr. 67)	(Instr. 68)	(Instr. 69)	(Instr. 70)	(Instr. 71)	(Instr. 72)	(Instr. 73)	(Instr. 74)	(Instr. 75)	(Instr. 76)	(Instr. 77)	(Instr. 78)	(Instr. 79)	(Instr. 80)	(Instr. 81)	(Instr. 82)	(Instr. 83)	(Instr. 84)	(Instr. 85)	(Instr. 86)	(Instr. 87)	(Instr. 88)	(Instr. 89)	(Instr. 90)	(Instr. 91)	(Instr. 92)	(Instr. 93)	(Instr. 94)	(Instr. 95)	(Instr. 96)	(Instr. 97)	(Instr. 98)	(Instr. 99)	(Instr. 100)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares																																																																																						
Deferred Compensation	(1)	10/01/2014	A		238		(1)	(1)	Common Stock	238																																																																																						

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Jones Brenda F. 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750	X			

Signatures

/s/ Kathryn Bailey, attorney-in-fact for Ms. Jones 10/03/2014

****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) Price, allocation to Insider's account, and shares payable 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.