Kirtley Timo	thy											
Form 4												
September 12												
FORM	4 UNITED S	TATES S						NGE (COMMISSION		PPROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.Form 4 or 							Expires: Estimated a burden hou response	irs per				
(Print or Type R	lesponses)											
Kirtley Timothy Symbo			Symbol	2. Issuer Name and Ticker or Trading ymbol EOPLES BANCORP INC [PEBO]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 138 PUTNA 738	(First) (M	(3. Date of 1 (Month/Da 09/01/20	y/Year)		nsaction			Director X Officer (give below)	109	6 Owner er (specify	
				nendment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MARIETTA	, OH 45750								Form filed by M Person	More than One R	eporting	
(City)	(State) (Z	Zip)	Table	I - Nor	1-De	rivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transa Code (Instr.	8)	4. Securi nAcquired Disposed (Instr. 3, Amount	l (A) o l 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	09/01/2011			A <u>(1)</u>		4,000	А	\$0	4,000	D		

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.

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

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	ess		Relationships				
	Director	10% Owner	Officer	Other			
Kirtley Timothy 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750			Executive Vice President				
Signatures							
/s/ Timothy H. Kirtley	09/12/2011						
**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) Restricted shares granted from the 2006 Equity Plan, subject to terms of agreement and vesting schedules.

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.