

YAZOMBEC JOSEPH S  
Form 4  
May 21, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
YAZOMBEC JOSEPH S

(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)  
03/31/2007

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)	(A) or (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)
			Code	V	Amount	Price		
Common Stock	04/02/2007		J		209	\$ 26.712	26,042	D
Common Stock	05/18/2007		M		7,956	\$ 18.976	33,998	D
Common Stock	05/18/2007		S		7,956	\$ 25.863	26,042	D
Common Stock	05/18/2007		M		18	\$ 18.701	26,060	D
Common Stock	05/18/2007		S		18	\$ 25.863	26,042	D

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Common Stock	05/21/2007	M	800	A	\$ 18.701	26,842	D	
Common Stock	05/21/2007	S	800	D	\$ 25.86	26,042	D	
Common Stock	03/31/2007	J	46	A	\$ 26.41	14,058	I	401(k) Plan

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

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(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 (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)	\$ 18.704	05/18/2007		M	18	07/23/2000 <sup>(1)</sup> 07/23/2008	Common Stock
Incentive Stock Option (right to buy)	\$ 18.704	05/21/2007		M	800	07/23/2000 <sup>(1)</sup> 07/23/2008	Common Stock
Incentive Stock Option (right to buy)	\$ 18.976	05/18/2007		M	7,956	12/03/1999 <sup>(1)</sup> 12/03/2007	Common Stock
Incentive Stock Option (right to buy)	\$ 13.577					04/27/2003 <sup>(1)</sup> 04/27/2010	Common Stock
Incentive Stock Option (right to buy)	\$ 14.919					04/01/2002 <sup>(1)</sup> 04/01/2009	Common Stock
Incentive Stock Option (right to buy)	\$ 23.59					05/09/2005 05/09/2012	Common Stock

Incentive Stock Option (right to buy)	\$ 28.25	02/09/2009	02/09/2016	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 22.324	12/29/2005	03/27/2013	Common Stock	6
Non-Qualified Stock Option (right to buy)	\$ 23.59	05/09/2005	05/09/2012	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 27.38	12/09/2005	02/10/2015	Common Stock	2
Stock Appreciation Rights	\$ 29.25	02/13/2010	02/13/2017	Common Stock	1

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YAZOMBEK JOSEPH S 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750			Executive Vice President	

## Signatures

By: Charles R. Hunsaker For: Joseph S. Yazombek 05/21/2007

\_\_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) 25% annual vesting beginning 3 years after date of grant.

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.