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PEOPLES BANCORP INC

Form 4

February 11, 2002

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

FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.

1. Name and Address of Reporting Person(s)
Evans, Robert E.
138 Putnam Street
P.O. Box 738

Marietta, OH 45750-0738
2. Issuer Name and Ticker or Trading Symbol
Peoples Bancorp Inc. (PEBO)
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Statement for Month/Year
01/02
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
President
Chief Executive Officer
7. 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	2) Trans- action Date (Month/ Day/Year)	3. Trans- action Code Code V	4. Securities Acquired (A) or Disposed of (D) A or D Amount Price
Common Stock	01/23/02	M	8,456 A \$9.682
Common Stock			
Common Stock			

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code Code V	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D
Deferred Compensation		12/31/01 (1)	A	1,143
Incentive Stock Option (right to buy)	\$9.682	01/23/02	M	8,456
Incentive Stock Option (right	\$15.682			

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to buy)
 Incentive Stock Option (right \$17.231
 to buy)
 Incentive Stock Option (right \$19.157
 to buy)
 Incentive Stock Option (right \$21.603
 to buy)
 Incentive Stock Option (right \$21.917
 to buy)

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	Amount or Number of Shares	8) Price of Derivative Security
-		Title		
Deferred Compensation	12/31/01 (1)	Common Stock	1,143	(2)
Incentive Stock Option (right to buy)	01/23/02	Common Stock	8,456	
Incentive Stock Option (right to buy)		Common Stock	3,300	
Incentive Stock Option (right to buy)		Common Stock	6,987	
Incentive Stock Option (right to buy)		Common Stock	6,655	
Incentive Stock Option (right to buy)		Common Stock	1,435	
Incentive Stock Option (right to buy)		Common Stock	15,372	

SIGNATURE OF REPORTING PERSON
 /S/ Evans, Robert E.
 DATE 02/11/02