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PEOPLES BANCORP INC

Form 4

March 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)  
Conlon, John W.  
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  
02/02
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)  
Chief Financial Officer  
Treasurer
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-<br>action<br>Date<br>(Month/<br>Day/Year) | 3. Trans-<br>action<br>Code<br>Code V | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A<br>or<br>D | Price    |
|----------------------|---|---------------------------------------|--|--------------|----------|
| Common Stock         | 02/08/02  | M                                     | 500  | A            | \$9.682  |
| Common Stock         | 01/22/02  | I V                                   | 3,648  | D            | \$19.000 |
| Common Stock         | 02/11/02  | P                                     | 2,034  | A            | \$19.350 |
| Common Stock         | 02/12/02  | P                                     | 1,557  | A            | \$19.650 |
| Common Stock         | 02/13/02  | P                                     | 209  | A            | \$19.350 |
| Common Stock         | 02/15/02  | P                                     | 204  | A            | \$19.640 |

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

| 1) Title of Derivative<br>Security | 2) Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3) Trans-<br>action<br>Date | 4) Trans-<br>action<br>Code<br>Code V | 5) Number of Derivative<br>Securities Acquired (A)<br>or Disposed of (D)<br>A | D |
|------------------------------------|--|-----------------------------|---------------------------------------|---|---|
| Incentive Stock Option (right      | \$9.682  | 02/08/02                    | M                                     | 500   |   |

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to buy)  
 Incentive Stock Option (right \$15.682  
 to buy)  
 Incentive Stock Option (right \$17.231  
 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 | 8) Price of Derivative Security |
|---------------------------------------|---------------------|--|---------------------------------|
|                                       |                     | Title  | Amount or Number of Shares      |
| Incentive Stock Option (right to buy) | 02/08/02            | Common Stock                                 | 500                             |
| Incentive Stock Option (right to buy) |                     | Common Stock                                 | 3,300                           |
| Incentive Stock Option (right to buy) |                     | Common Stock                                 | 6,655                           |
| Incentive Stock Option (right to buy) |                     | Common Stock                                 | 707                             |
| Incentive Stock Option (right to buy) |                     | Common Stock                                 | 6,888                           |

SIGNATURE OF REPORTING PERSON  
 /S/ Conlon, John W.  
 DATE 03/11/02