#### PEOPLES BANCORP INC

Form 5

February 16, 2016

#### **OMB APPROVAL** FORM 5 **OMB**

#### 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.

### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

Expires: 2005 Estimated average burden hours per response... 1.0

Number:

5. Relationship of Reporting Person(s) to

Issuer

3235-0362

January 31,

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Symbol

Form 4

Transactions Reported

Kirtley Timothy

1. Name and Address of Reporting Person \*

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

		PEOP	PEOPLES BANCORP INC [PEBO]				(Cheek all applicable)			
(Last) (First) (Middle)  138 PUTNAM STREET, P.O. BOX 738			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2015			_	(Check all applicable)  Director 10% Owner _X Officer (give title Other (specify below)  Executive Vice President			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting  (check applicable line)			
MARIETTA, OH 45750  _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person										
(City)	(State)	(Zip) Ta	ble I - Non-De	erivative S	ecurit	ies Acquir	ed, Disposed of,	or Beneficiall	y 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. Securi (A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/26/2015	Â	<u>J(1)</u>	0.048	A	\$ 23.072	11,516.128	D	Â	
Common Stock	08/17/2015	Â	<u>J(1)</u>	0.104	A	\$ 21.664	11,516.128	D	Â	
Common Stock	11/23/2015	Â	J <u>(1)</u>	0.176	A	\$ 20.168	11,516.128	D	Â	

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SEC 2270

(9-02)

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# 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,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
					4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

D So

 $\mathbf{F}_{\mathbf{i}}$ 

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
Kirtley Timothy 138 PUTNAM STREET P.O. BOX 738 MARIETTA, OH 45750	Â	Â	Executive Vice President	Â			

## **Signatures**

/s/ Kathryn Bailey, attorney-in-fact for Mr.
Kirtley
02/16/2016

\*\*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) Shares received as a result of participation in the Dividend Reinvestment Program.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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