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PEOPLES BANCORP INC
Form 8-K/A
July 27, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 8-K/A

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 14, 2004

PEOPLES BANCORP INC.

(Exact name of Registrant as specified in its charter)

0-16772

Commission File Number

Ohio

31-0987416

(State or other jurisdiction of incorporation)

(I.R.S. Employer
Identification Number)

138 Putnam Street
P.O. Box 738,
Marietta, Ohio

45750

(Address of principal executive office)

(Zip Code)

Registrant's telephone number, including area code: (740) 373-3155

Not applicable

(Former name or former address, if changed since last report)

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EXPLANATORY NOTE

The purpose of this Form 8-K/A is amend the Current Report on Form 8-K ("Form 8-K") filed by Peoples Bancorp Inc. on May 14, 2004, to correct all references to the event date. The Form 8-K and news release included as exhibit 99 should have reflected the actual release date of May 14, 2004.

Item 5. Other Events and Regulation FD Disclosure
The Board of Directors of Peoples Bancorp Inc. (NASDAQ: PEBO)

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yesterday declared a cash dividend of \$0.18 per share. The release is included herewith as Exhibit 99.

- Item 7. Financial Statements and Exhibits
(a) None required
(b) None required
(c) Exhibits

| EXHIBIT NUMBER | DESCRIPTION |
|----------------|----------------------------------|
| 99 | News Release issued May 14, 2004 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DATE: July 27, 2004

PEOPLES BANCORP INC.

Registrant

By: /S/ MARK F. BRADLEY

Mark F. Bradley
President and Chief Operating Officer

INDEX TO EXHIBITS

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|----------------|----------------------------------|
| 99 | News Release issued May 14, 2004 |