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PEOPLES BANCORP INC
Form 8-K
December 02, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 8-K

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

December 2, 2002

Date of Report (Date of earliest event reported)

PEOPLES BANCORP INC.

(Exact name of Registrant as specified in its charter)

0-16772
Commission File Number

Ohio

(State or other jurisdiction of incorporation)

31-0987416

(I.R.S. Employer
Identification Number)

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

(Address of principal executive office)

45750

(Zip Code)

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

Not applicable
(Former name or former address, if changed since last report)

Index to Exhibits on Page 3

- Item 1. Changes in Control of Registrant
Not applicable.
- Item 2. Acquisition or Disposition of Assets
Not applicable.
- Item 3. Bankruptcy or Receivership
Not applicable.
- Item 4. Changes in Registrant's Certifying Accountant

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Not applicable.

- Item 5. Other Events and Regulation FD Disclosure
Peoples Bancorp Inc. and Kentucky Bancshares Incorporated enter
Definitive Agreement. The release is included herewith as Exhibit 99.
- Item 6. Resignations of Registrant's Directors
Not applicable.
- Item 7. Financial Statements and Exhibits
(a) None required
(b) None required
(c) Exhibits
- Item 8. Change in Fiscal Year
Not applicable.
- Item 9. Sales of Equity Securities Pursuant to Regulation S
Not applicable.

| EXHIBIT NUMBER | DESCRIPTION |
|----------------|--|
| 2 | Agreement and Plan of Merger Dated November 29, 2002 |
| 99 | News Release dated December 2, 2002 |

- Item 8. Change in Fiscal Year
Not applicable.
- Item 9. Sales of Equity Securities Pursuant to Regulation S
Not applicable.

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: December 2, 2002

PEOPLES BANCORP INC.

Registrant

By: /s/ ROBERT E. EVANS

Robert E. Evans
President and Chief Executive Officer

INDEX TO EXHIBITS

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| Exhibit Number | Description | Page |
|----------------|------------------------------|----------------|
| 99 | News Release issued 12/02/02 | Filed Herewith |
| 2 | Agreement and Plan of Merger | Filed Herewith |