

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Charles W. Sulerzyski

Name of the Holding Company Director and Official

President and Chief Executive Officer

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

Date of Signature

For holding companies not registered with the SEC—  
Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report  
☐ will be sent under separate cover  
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID  
C.I.

1070578

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2017

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Peoples Bancorp Inc.

Legal Title of Holding Company

138 Putnam Street, PO Box 738

(Mailing Address of the Holding Company) Street / P.O. Box

Marietta

OH

45750

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kathryn Bailey

SVP & Controller

Name

Title

(740) 376-7138

Area Code / Phone Number / Extension

(740) 374-9349

Area Code / FAX Number

kathryn.bailey@pebo.com

E-mail Address

www.peoplesbancorp.com

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? .....

0=No

1=Yes

0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report .....

☐

2. a letter justifying this request has been provided separately ...

☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

**PEOPLES BANCORP INC.**  
**Marietta, Ohio**

**ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6**  
**Report at the close of business as of the end of the fiscal year December 31, 2017**

**Item 1: Annual Reports to Shareholders**

Peoples Bancorp Inc. is registered with the Securities and Exchange Commission; therefore, the annual report to shareholders is Peoples' Form 10-K filing.

**Item 2: Organization Chart**

Please refer to Exhibit A.

**Item 2b: Domestic Branch Listings**

Submitted via email on 3/29/2018.

**Item 3: Securities Holders**

(1)

<u>Name and Address of Beneficial Owner</u>	<u>Country of Citizen- ship or Incorporation</u>	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percent of Class*</u>
Dimensional Fund Advisors LP Austin, TX, USA	USA	1,351,679	7.39%
BlackRock, Inc. New York, NY, USA	USA	1,291,788	7.06%
Peoples Bank – Trustee Marietta, OH, USA	USA	1,311,548	7.17%
Franklin Advisory Services, LLC Ridgefield Park, NJ, USA	USA	988,988	5.40%

\*The "Percent of Class" computation is based on 18,287,449 common shares outstanding on December 31, 2017.

(2) None.

**Results:** A list of branches for your depository institution: **PEOPLES BANK (ID\_RSSD: 577128)**.  
This depository institution is held by **PEOPLES BANCORP INC. (1070578) of MARIETTA, OH**.  
The data are as of **12/31/2017**. Data reflects information that was received and processed through **01/04/2018**.

**Reconciliation and Verification Steps**

- 1. In the **Data Action** column of each branch row, enter one or more of the actions specified below
- 2. If required, enter the date in the **Effective Date** column

**Actions**

**OK:** If the branch information is correct, enter '**OK**' in the **Data Action** column.  
**Change:** If the branch information is incorrect or incomplete, revise the data, enter '**Change**' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.  
**Close:** If a branch listed was sold or closed, enter '**Close**' in the **Data Action** column and the sale or closure date in the **Effective Date** column.  
**Delete:** If a branch listed was never owned by this depository institution, enter '**Delete**' in the **Data Action** column.  
**Add:** If a reportable branch is missing, insert a row, add the branch data, and enter '**Add**' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:  
To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.  
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	577128	PEOPLES BANK	138 PUTNAM STREET	MARIETTA	OH	45750	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2624129	ASHLAND OFFICE	1999 WINCHESTER AVENUE	ASHLAND	KY	41101	BOYD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3299588	SUMMITT OFFICE	6601 US ROUTE 60	ASHLAND	KY	41102	BOYD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	1951798	GREENUP OFFICE	1627 ASHLAND RD.	GREENUP	KY	41144	GREENUP	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	998116	RUSSELL BRANCH	900 DIEDERICH BLVD.	RUSSELL	KY	41169	GREENUP	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	865674	AKRON BRANCH	158 EAST CUYAHOGA FALLS AVENUE	AKRON	OH	44310	SUMMIT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	48516	ATHENS BRANCH	1 NORTH COURT ST	ATHENS	OH	45701	ATHENS	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	233219	ATHENS MALL BRANCH	801 EAST STATE STREET	ATHENS	OH	45701	ATHENS	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	4129	BALTIMORE BRANCH	120 N MAIN STREET	BALTIMORE	OH	43105	FAIRFIELD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2422240	BATAVIA BRANCH	201 EAST MAIN ST.	BATAVIA	OH	45103	CLERMONT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3430738	BEACHWOOD OFFICE	24400 CHAGRIN BOULEVARD	BEACHWOOD	OH	44122	CUYAHOGA	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	576626	BELPRE BRANCH	1902 WASHINGTON BLVD	BELPRE	OH	45714	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	293129	BLANCHESTER BRANCH	125 WEST MAIN STREET	BLANCHESTER	OH	45107	CLINTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2949895	BYESVILLE BRANCH	221 S. 2ND ST.	BYESVILLE	OH	43723	GUERNSEY	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	863719	CALDWELL BRANCH	415 MAIN STREET	CALDWELL	OH	43724	NOBLE	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3121456	SIXTH STREET BRANCH	556 WHEELING AVENUE	CAMBRIDGE	OH	43725	GUERNSEY	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3121447	WHEELING AVE BRANCH	845 WHEELING AVENUE	CAMBRIDGE	OH	43725	GUERNSEY	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	1392337	CARLISLE BRANCH	655 CENTRAL AVE.	CARLISLE	OH	45005	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
Close	12/14/2017	Full Service	2858746	CENTERVILLE BRANCH	50 WEST SPRING VALLEY PIKE	CENTERVILLE	OH	45458	MONTGOMERY	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2347044	COSHOCOTON BRANCH	200 MAIN STREET	COSHOCOTON	OH	43812	COSHOCOTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
Close	11/16/2017	Full Service	3387636	EAST POINTE BRANCH	1100 WALNUT STREET	COSHOCOTON	OH	43812	COSHOCOTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3214705	CUYAHOGA FALLS BRANCH	1871 STATE ROAD	CUYAHOGA FALLS	OH	44223	SUMMIT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	480817	FRANKLIN BRANCH	1400 EAST SECOND STREET	FRANKLIN	OH	45005	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2656951	GALLIPOLIS BRANCH	349 3RD AVENUE	GALLIPOLIS	OH	45631	GALLIA	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	503819	GEORGETOWN BRANCH	885 SOUTH MAIN ST.	GEORGETOWN	OH	45121-9719	BROWN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	4151496	HEATH BRANCH	1066 HEBRON ROAD	HEATH	OH	43056	LICKING	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2636243	HILLSBORO BRANCH	101 HARRY SAUNER ROAD	HILLSBORO	OH	45133	HIGHLAND	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2259875	JACKSON OFFICE	590 EAST MAIN STREET	JACKSON	OH	45640	JACKSON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3468423	LANCASTER FAIR AVENUE	2211 WEST FAIR AVENUE	LANCASTER	OH	43130	FAIRFIELD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2946232	LANCASTER MAIN OFFICE	505 EAST MAIN STREET	LANCASTER	OH	43130	FAIRFIELD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3740875	LEBANON BRANCH	910 COLUMBUS AVENUE	LEBANON	OH	45036	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	335720	LOWELL BRANCH	300 MAIN ST	LOWELL	OH	45744	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3740839	HAMILTON TOWNSHIP BRANCH	6284 RIVERSBEND DRIVE	MAINEVILLE	OH	45039	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	578723	FRONTIER BRANCH	124 GROSS STREET	MARIETTA	OH	45750	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	

Change	3/1/2018	Full Service	579225	RENO BRANCH	20 SANDHILL ROAD	RENO	OH	45773	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	580520	SECOND STREET BRANCH	332 SECOND STREET	MARIETTA	OH	45750	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Electronic Banking	1929537	TELEBANK PHONE BANKING BRANCH	138 PUTNAM STREET	MARIETTA	OH	45750	WASHINGTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3740857	MASON SNIDER ROAD BRANCH	6210 SNIDER ROAD	MASON	OH	45040	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	1846988	MCCONNELLSVILLE BRANCH	68 SOUTH KENNEBEC AVE.	MCCONNELLSVILLE	OH	43756	MORGAN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	1941865	MILFORD OFFICE	735 LILA AVE.	MILFORD	OH	45150	CLERMONT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	270924	MOUNT ORAB BRANCH	452 WEST MAIN ST	MOUNT ORAB	OH	45154	BROWN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3460454	MOUNT VERNON BRANCH	1345 YAUGER ROAD	MOUNT VERNON	OH	43050	KNOX	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3669350	MUNROE FALLS BRANCH	34 SOUTH MAIN STREET	MUNROE FALLS	OH	44262	SUMMIT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	365222	NELSONVILLE OFFICE	951 EAST CANAL STREET	NELSONVILLE	OH	45764	ATHENS	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	384728	NEW VIENNA BRANCH	141 WEST MAIN STREET	NEW VIENNA	OH	45159	CLINTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3460445	NEWARK BRANCH	1180 NORTH 21ST STREET	NEWARK	OH	43055	LICKING	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3398342	NORTON BRANCH	3340 GREENWICH ROAD	NORTON	OH	44203	SUMMIT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	119920	POMEROY COURT ST BRANCH	115 COURT STREET	POMEROY	OH	45769	MEIGS	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Limited Service	2413903	POMEROY W MAIN BRANCH	112 LYNN STREET	POMEROY	OH	45769	MEIGS	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	159627	SABINA BRANCH	135 N HOWARD ST	SABINA	OH	45169	CLINTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2191498	SARDINIA BRANCH	7110 BACHMAN ROAD	SARDINIA	OH	45171	BROWN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	361112	SPRINGBORO BRANCH	95 EDGEBROOK DRIVE	SPRINGBORO	OH	45066	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3026917	WAYNESVILLE BRANCH	826 FRANKLIN ROAD	WAYNESVILLE	OH	45068	WARREN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	325824	WELLSTON BRANCH	101 EAST "A" STREET	WELLSTON	OH	45692	JACKSON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	368773	WILLIAMSBURG BRANCH	244 WEST MAIN STREET	WILLIAMSBURG	OH	45176	CLERMONT	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	328423	WILMINGTON MAIN OFFICE	48 NORTH SOUTH STREET	WILMINGTON	OH	45177	CLINTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	292627	WILMINGTON PLAZA BRANCH	1344 ROMBACH AVENUE	WILMINGTON	OH	45177	CLINTON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3951617	ZANESVILLE OFFICE	3108 MAPLE AVENUE	ZANESVILLE	OH	43701	MUSKINGUM	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3749207	FIFTH AVENUE OFFICE	101 FIFTH AVENUE	HUNTINGTON	WV	25701	CABELL	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	639624	NEW MARTINSVILLE BRANCH	207 MAIN STREET	NEW MARTINSVILLE	WV	26155	WETZEL	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2804480	NEW MARTINSVILLE WALMART	1142 SOUTH BRIDGE STREET	NEW MARTINSVILLE	WV	26155	WETZEL	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	3051405	EMERSON BRANCH	3411 EMERSON AVENUE	PARKERSBURG	WV	26104	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2845867	PARKERSBURG OFFICE	903 DIVISION STREET	PARKERSBURG	WV	26101	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	4145422	PETTYVILLE OFFICE	2904 PIKE ST	PARKERSBURG	WV	26101	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2894016	SOUTH PARKERSBURG WALMART	2900 PIKE STREET	PARKERSBURG	WV	26101	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	903231	POINT PLEASANT MAIN OFFICE	421 MAIN STREET	POINT PLEASANT	WV	25550	IMASON	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	630779	SISTERSVILLE BRANCH	726 WELLS STREET	SISTERSVILLE	WV	26175	TYLER	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	4459736	VIENNA GRAND CENTRAL BRANCH	1102 GRAND CENTRAL AVENUE	VIENNA	WV	26105	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	
OK		Full Service	2827966	VIENNA WALMART	701 GRAND CENTRAL AVENUE	VIENNA	WV	26105	WOOD	UNITED STATES	Not Required	Not Required	PEOPLES BANK	577128	

December 31, 2017

**Item 4: Insiders**

(1) Name Address	(2) Principal Occupation, if other than with the BHC	(3)(a) Title and Position with BHC	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Voting Shares in BHC <sup>(1)</sup>	(4)(c) Other companies of which 25% or more of voting securities are held
Tara M. Abraham Westerville, Ohio, USA	Business Owner	Director	Director, Peoples Bank	Chairman and Co-CEO, Accel, Inc.	(2)	Accel, Inc. (52%)
				Co-CEO, TaDa Holdings LLC		TaDa Holdings LLC (50%)
				Co-CEO, TaDa Investments LLC		TaDa Investments LLC (50%)
				Co-CEO, TaDa on High LLC		TaDa on High LLC (50%)
				Co-CEO, TaDa Wellington LLC		TaDa Wellington LLC (50%)
				Director and Co-CEO, Proficient Staffing, Inc.		Proficient Staffing, Inc. (50%)
				Director and Co-CEO, AI Admin, Services, Inc.		AI Admin, Services, Inc. (51%)
				Manager, TADA Lures, LLC		TADA Lures, LLC (50%)
				Manager, TADA Sponge, LLC		TADA Sponge, LLC (50%)
				Manager, TADA New Albany, LLC		TADA New Albany, LLC (50%)
				Manager, TADA Licensing, LLC		TADA Licensing, LLC (50%)
				Manager, TADA Staffing, LLC		TADA Staffing, LLC (50%)
				Manager, LGS Preferred, LLC		LGS Preferred, LLC (25%)
				Manager, TMA Licensing LLC		TMA Licensing LLC (100%)
				Manager, TMA Consulting LLC		TMA Consulting LLC (100%)
				Manager, Accel Business Solutions LLC		Accel Business Solutions LLC (51%)
				Co-CEO, Accel Insurance Inc.		Accel Insurance Inc. (50%)
				Director, Peoples Bancorp Foundation, Inc.		

**Peoples Bancorp Inc.**  
**Form FRY-6**

**December 31, 2017**

(1) Name Address	(2) Principal Occupation, if other than with the BHC	(3)(a) Title and Position with BHC	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Voting Shares in BHC <sup>(1)</sup>	(4)(c) Other companies of which 25% or more of voting securities are held
S. Craig Beam Sabina, Ohio, USA	Private Investor	Director	Director, Peoples Bank	Co-Owner, Thorobeam Farm, LLC		Thorobeam Farm, LLC (50%)
George W. Broughton Marietta, Ohio, USA	Business Developer	Vice Chairman of the Board	Vice Chairman of the Board, Peoples Bank	Owner and President, GWB Sales, Inc.	(2)	GWB Sales, Inc. (100%)
				Owner and President, Broughton Commercial Properties, LLC		Broughton Commercial Properties, LLC (45.75%)
				Owner and President, GWB Oil & Gas LLC		GWB Oil & Gas LLC (85%)
				Chairman, Broughton Foundation Director, Peoples Bancorp Foundation, Inc.		
David F. Dierker Marietta, Georgia, USA	Retired Bank Executive	Director	Director, Peoples Bank	Manager, Dierker Consulting Group, LLC	(2)	None
James S. Huggins Marietta, Ohio, USA	Attorney at Law	Director	Director, Peoples Bank	Of Counsel, Theisen Brock LPA	(2)	Theisen Brock LPA (10%)
Brooke W. James Bexley, Ohio, USA	Business Administrator	Director	Director, Peoples Bank	Partner and Co-Business Administrator, WMSALL Farms		WMSALL Farms (25%)
David L. Mead Marietta, Ohio, USA	Retired College Professor	Director	Director, Peoples Bank	None	(2)	None
Susan D. Rector Columbus, Ohio, USA	Attorney-at-Law	Director	Director, Peoples Bank	Partner and Attorney-at-Law, Peterson Connors, LLP	(2)	None
Charles W. Sulerzyski Marietta, Ohio, USA	N/A	Director, President and Chief Executive Officer	Director, President and Chief Executive Officer, Peoples Bank	Director, Peoples Bancorp Foundation, Inc.	(2)	None
			Board of Managers, Peoples Insurance Agency, LLC			
Terry T. Sweet Phoenixville, Pennsylvania, USA	Retired Accounting Firm Partner	Director	Director, Peoples Bank	None	(2)	None

**Peoples Bancorp Inc.**  
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**December 31, 2017**

(1) Name Address	(2) Principal Occupation, if other than with the BHC	(3)(a) Title and Position with BHC	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Voting Shares in BHC <sup>(1)</sup>	(4)(c) Other companies of which 25% or more of voting securities are held
John C. Rogers Pittsburgh, Pennsylvania, USA	N/A	Executive Vice President, Chief Financial Officer and Treasurer	Executive Vice President, Chief Financial Officer and Treasurer, Peoples Bank  Treasurer, Peoples Insurance Agency, LLC	None	(2)	None
Carol A. Schneeberger Whipple, Ohio, USA	N/A	Executive Vice President, Chief Administrative Officer	Executive Vice President, Chief Administrative Officer, Peoples Bank  Board of Managers, Peoples Insurance Agency, LLC	None	(2)	None
Robyn A. Stevens Marietta, Ohio, USA	N/A	Executive Vice President, Chief Credit Officer	Executive Vice President, Chief Credit Officer, Peoples Bank	None	(2)	None
Douglas V. Wyatt, Dublin, Ohio, USA	N/A	Executive Vice President, Chief Commercial Banking Officer	Executive Vice President, Chief Commercial Banking Officer, Peoples Bank	None	(2)	None
Cindy Crotty Cleveland Heights, Ohio, USA	N/A	None	Executive Vice President, Regional President, Peoples Bank	Co-Owner, Crotty Industries, LLC  Co-Owner, Crotty Investment Company, LLC Co-Owner, Crotty Company, LLC Co-Owner, Crotty Property, LLC Co-Owner, Crotty, LLC Co-Owner, Crotty, Ltd Co-Owner, Crotty Investment, LLC	(2)	Crotty Industries, LLC (50%)  Crotty Investment Company, LLC (50%) Crotty Company, LLC (50%) Crotty Property, LLC (50%) Crotty, LLC (50%) Crotty, Ltd (50%) Crotty Investment, LLC (50%)
Edward B. Reilly Centerville, Ohio, USA	N/A	None	Executive Vice President, Regional President, Peoples Bank	None	(2)	None

**Peoples Bancorp Inc.**  
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**December 31, 2017**

(1) Name Address	(2) Principal Occupation, if other than with the BHC	(3)(a) Title and Position with BHC	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Voting Shares in BHC <sup>(1)</sup>	(4)(c) Other companies of which 25% or more of voting securities are held
Mark J. Augenstein Marietta, Ohio, USA	N/A	None	Senior Vice President, Operations Peoples Bank	None	(2)	None
Kathryn Bailey St. Marys, West Virginia, USA	N/A	Controller	Senior Vice President, Controller, Peoples Bank  Assistant Treasurer, Peoples Insurance Agency, LLC	None	(2)	None
Karen V. Clark Marietta, Ohio, USA	N/A	None	Senior Vice President, Operations, Peoples Bank	None	(2)	None
Kevin A. Eagan Leesburg, Virginia, USA	N/A	None	Senior Vice President, Chief Marketing Officer	None	(2)	None
Matthew M. Edgell Marietta, Ohio, USA	N/A	None	Senior Vice President and Director of Human Resources, Peoples Bank  Director, President and Treasurer, Peo- ples Investment Company  Director, President and Treasurer, Peo- ples Capital Corporation	Owner, Blue Knob Enterprises, LLC	(2)	Blue Knob Enterprises, LLC (100%)
Thomas A. Frawley Marietta, Ohio, USA	N/A	None	Senior Vice President, Consumer Lending, Peoples Bank	None	(2)	None
Ann Helmick Sistersville, West Virginia, USA	N/A	None	Senior Vice President, Director of Risk Management, Peoples Bank	None	(2)	None
M. Ryan Kirkham Ganville, Ohio, USA	N/A	General Counsel and Corporate Secretary	Senior Vice President and General Counsel, Peoples Bank  Secretary, Peoples Insurance Agency, LLC  Secretary, Peoples Investment Company  Secretary, Peoples Capital Corporation	None	(2)	None



**Peoples Bancorp Inc.**  
**Form FRY-6**

**December 31, 2017**

(1) Name Address	(2) Principal Occupation, if other than with the BHC	(3)(a) Title and Position with BHC	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Voting Shares in BHC <sup>(1)</sup>	(4)(c) Other companies of which 25% or more of voting securities are held
Staci B. Matheney McConnelsville, Ohio, USA	N/A	None	Senior Vice President, Retail Sales and Services, Peoples Bank	Director, Peoples Bancorp Foundation, Inc.	(2)	None
Stephen L. Nulter Parkersburg, West Virginia, USA	N/A	None	Senior Vice President, Information Technology, Peoples Bank	None	(2)	None
Deborah Rhoades Vienna, West Virginia, USA	N/A	None	Senior Vice President, Manager Trust and Investment Services, Peoples Bank	None	(2)	None

(1) Percentage is based on 18,200,067 common shares outstanding on December 31, 2016

(2) Actual percentage is less than 1%

**(4)(b) Percentage of Voting Shares in Subsidiaries:**

No voting shares of any Peoples Bancorp Inc. subsidiary are held by a director or executive officer of Peoples Bancorp Inc. All voting shares of all subsidiaries of Peoples Bancorp Inc. are held by the bank holding company.

**December 31, 2017**

**Exhibit A**

**Peoples Bancorp Inc.**  
**Organization Chart**

December 31, 2017

