

IBERIABANK CORP  
Form 8-K  
March 16, 2011

# 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

Date of Report (Date of earliest event reported): March 10, 2011

## IBERIABANK CORPORATION

(Exact name of Registrant as Specified in Charter)

Louisiana  
(State or Other Jurisdiction  
of Incorporation)

0-25756  
(Commission  
File Number)

72-1280718  
(I.R.S. Employer  
Identification No.)

200 West Congress Street, Lafayette, Louisiana 70501  
(Address of Principal Executive Offices)

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(337) 521-4003

Registrant's telephone number, including area code

**NOT APPLICABLE**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 10, 2011, the Compensation Committee increased the annual salaries of the named executive officers as follows: Daryl G. Byrd, President and Chief Executive Officer \$820,000; Anthony J. Restel, Senior Executive Vice President and Chief Financial Officer \$395,000; Michael J. Brown, Vice Chairman and Chief Operating Officer \$530,000; John R. Davis, Senior Executive Vice President Mergers and Acquisitions/Finance Investor Relations \$413,000; and Jefferson G. Parker, Vice Chairman and Managing Director of Brokerage, Trust and Wealth Management \$420,000. The salary increases are effective on March 21, 2011.

The Compensation Committee awarded discretionary bonuses to the named executive officers as follows: Mr. Byrd \$500,000; Mr. Restel \$200,000; Mr. Brown \$250,000; Mr. Davis \$200,000; and Mr. Parker \$200,000.

The Compensation Committee granted restricted stock awards to the named executive officers as follows:

Name	Number of Shares or Units of Stock	Grant Date Fair Value of Awards
Daryl G. Byrd	13,929	\$ 775,000
Anthony J. Restel	4,152	\$ 231,000
Michael J. Brown	4,718	\$ 262,500
John R. Davis	4,152	\$ 231,000
Jefferson G. Parker	3,460	\$ 192,500

The shares of restricted stock vest over five years in equal increments on the anniversary of the date of grant.

The Compensation Committee granted phantom stock awards to the named executive officers as follows:

Name	Number of Shares or Units of Stock	Phantom Stock Award (Value)
Daryl G. Byrd	6,964	\$ 387,500
Anthony J. Restel	1,730	\$ 96,250
Michael J. Brown	2,359	\$ 131,250
John R. Davis	1,730	\$ 96,250
Jefferson G. Parker	1,730	\$ 96,250

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The value of the shares on the date of each of the awards was \$55.64 per share. The phantom shares vest over five years in 25% increments commencing on the second anniversary of the date of grant.

The Compensation Committee granted stock options to the named executive officers as follows:

<b>Name</b>	<b>Number of Shares Underlying Options</b>	<b>Exercise Price of Option Awards</b>
Daryl G. Byrd	23,585	\$ 55.64
Anthony J. Restel	3,515	\$ 55.64
Michael J. Brown	7,988	\$ 55.64
John R. Davis	3,515	\$ 55.64
Jefferson G. Parker	5,858	\$ 55.64

The stock options vest over five years in equal increments on the anniversary of the date of the grants.

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.

IBERIABANK CORPORATION

DATE: March 16, 2011

By: /s/ Daryl G. Byrd  
Daryl G. Byrd  
President and Chief Executive Officer