

BROWN MICHAEL J
Form 5
January 28, 2019

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
BROWN MICHAEL J

(Last) (First) (Middle)

200 WEST CONGRESS STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol
IBERIABANK CORP [IBKC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
VICE CHAIRMAN

LAFAYETTE, LA 70501

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | | |
| | | | | (A) or (D) | Price | | | | |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 105,702 | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 4,263.4973 | I | By 401(k) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|--------------|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 54.43 | Â | Â | Â | Â | Â | 12/29/2010 | 12/29/2019 | Common Stock | 12,500 |
| Stock Options (Right to buy) | \$ 60.1 | Â | Â | Â | Â | Â | 05/04/2011 | 05/04/2020 | Common Stock | 11,493 |
| Stock Options (Right to buy) | \$ 55.64 | Â | Â | Â | Â | Â | 03/10/2012 | 03/10/2021 | Common Stock | 7,988 |
| Stock Options (Right to buy) | \$ 52.33 | Â | Â | Â | Â | Â | 02/22/2013 | 02/22/2022 | Common Stock | 13,502 |
| Stock Options (Right to buy) | \$ 52.36 | Â | Â | Â | Â | Â | 02/19/2014 | 02/19/2023 | Common Stock | 4,424 |
| Stock Options (Right to buy) | \$ 65.37 | Â | Â | Â | Â | Â | 02/17/2015 | 02/17/2024 | Common Stock | 5,113 |
| Stock Options (Right to buy) | \$ 62.57 | Â | Â | Â | Â | Â | 02/20/2016 | 02/20/2025 | Common Stock | 5,548 |
| Stock Options (Right to buy) | \$ 47.35 | Â | Â | Â | Â | Â | 02/18/2017 | 02/18/2026 | Common Stock | 9,069 |
| | \$ 85.6 | Â | Â | Â | Â | Â | 02/15/2018 | 02/15/2027 | | 2,351 |

| | | | | | | | | | | | | |
|---------------------------------------|---------|---|---|---|---|---|------------|------------|--|--|-----------------|-------|
| Stock Options (Right to buy) | | | | | | | | | | | Common Stock | |
| Stock Options (Right to buy) | \$ 82.2 | ^ | ^ | ^ | ^ | ^ | 02/22/2019 | 02/22/2028 | | | Common Stock | 1,428 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BROWN MICHAEL J 200 WEST CONGRESS STREET LAFAYETTE, LA 70501 | ^ | ^ | ^ VICE CHAIRMAN | ^ |

Signatures

MICHAEL J.
BROWN

01/28/2019

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).

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