

IBERIABANK CORP
Form 8-K
April 01, 2003

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): April 1, 2003

IBERIABANK CORPORATION

(Exact name of Registrant as Specified in Charter)

Louisiana

0-25756

72-1280718

(State or Other Jurisdiction of
Incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

200 West Congress Street, LaFayette, Louisiana 70501

(Address of Principal Executive Offices)

(337) 521-4003

Registrant's telephone number, including area code

NOT APPLICABLE

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

Item 9. Regulation FD Disclosure
Investor presentation on April 1, 2003

**Investor Presentation
Memphis Meetings**

April 1, 2003

Presentation Outline

Background

Growth Features

Risk/Return Features

Investment Perspective

Summary

**Forward Looking Statements
Safe Harbor**

Statements contained in this presentation which are not historical facts and which pertain to future operating results of IBERIABANK Corporation and its subsidiaries constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements involve significant risks and uncertainties. Actual results may differ materially from the results discussed in these forward-looking statements. Factors that might cause such a difference include, but are not limited to, those discussed in the Company's periodic filings with the SEC.

**IBERIABANK
Background**

Background
IBERIABANK Overview

One Of Oldest Banks In LA - March 12, 1887

Mutual Thrift Until IPO In 1995

Converted To Bank Charter in 1997

Acquired Branches From FCOM in 1998

New Leadership Team In Place In Late 1999

New Strategic Direction Set 3 Years Ago

High Performance Expectations

Background
IBERIABANK Overview

\$1.9 Billion One-Bank Holding Company

3rd Largest Independent BHC In Louisiana

Market Capitalization Of Over \$260 Million

39 Offices Serving Acadiana, New Orleans, and Northeast Louisiana

Excellent Geographic Diversification

Commercial Bank With A Relationship Focus

**Background
Our Unique Position**

	<u>LA (\$mm)</u>	<u>LA%Total</u>	
HIB	\$ 10,652	87%	Louisiana BHCs: <i>Interested Elsewhere</i>
ONE	9,171	10%	
WTNY	4,266	78%	Non-Louisiana BHCs: <i>Small Part of Franchise</i>
RGBK	3,291	12%	
IBKC	1,406	100%	IBKC: Uniquely Louisiana
ASO	1,371	5%	
HBHC	1,206	41%	
UPC	705	3%	Below \$500mm: <i>Drops Off Significantly</i>
BXS	348	4%	

IBKC Figures Include Completed Merger With Acadiana Bancshares, Inc.

Background
Markets We Serve

Background
IBKC Deposit Market Share
(6/30/02 Data)

Parish	# of Offices	Deps. (\$mm)	Dep Mkt Share	Mkt. Rank	Total Parish
Lafayette	12	\$ 398	16.1%	2	\$ 2,463
Iberia	4	298	31.4%	1	949
Acadia	2	34	5.9%	8	583
St. Martin	1	10	2.7%	7	373
Vermilion	2	28	4.4%	9	644
Acadiana Area	21	769	15.3%	1	5,012
<i>Acadiana With LBA</i>	<i>21</i>	<i>980</i>	<i>19.5%</i>	<i>1</i>	
Ouachita	8	143	8.5%	4	1,684
Lincoln	2	54	10.3%	5	524
Monroe Area	10	197	8.9%	5	2,209
Jefferson	6	201	3.6%	9	5,555
Orleans	2	28	0.4%	14	7,859
New Orleans Area	8	229	1.7%	10	13,414

Growth Features

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Growth Features
New Orleans Expansion

Historically A West Bank Retail Franchise

Rapidly Expanding Commercial/High Net Worth Franchise

Tremendous Strategic Hires

Outstanding Advisory Board In Place

**Branch Expansion Pan American Life Building, Uptown (Prytania Street) In A Few Months,
Additional Branches Will Follow**

Taking Market Share In Loans And Deposits

Growth Features
Loan Portfolio Transformation

**Growth Features
Loan Portfolio Composition**

Mortgage

	<u>Amount</u>	<u>% Group</u>	<u>% Total</u>
Private Banking	28,800	13%	3%
Fixed	93,798	42%	9%
ARM	101,002	45%	10%
	<u>223,600</u>	<u>100%</u>	<u>22%</u>

Consumer

	<u>Amount</u>	<u>% Group</u>	<u>% Total</u>
Indirect	219,280	54%	22%
Home Equity	122,799	30%	12%
Credit Card	9,432	2%	1%
Other			
Consumer	55,354	14%	6%
	<u>406,865</u>	<u>100%</u>	<u>41%</u>

Commercial

	<u>Amount</u>	<u>% Group</u>	<u>% Total</u>
Institutional	47,969	12%	5%
Commercial			
RE	132,939	32%	13%
C&I / Other *	233,119	56%	23%
	<u>414,027</u>	<u>100%</u>	<u>41%</u>

Note: Oil & Gas	20,631	5%	2%
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*** Includes Private Banking Loans Not Secured By Real Estate**

Growth Features
Deposit Base Transformation

**Growth Features
Deposit Base Composition**

Noninterest

	<u>Amount</u>	<u>% Total</u>
Commercial	110,084	73%
Retail	39,798	26%
Public Funds	478	0%
	<hr/>	<hr/>
Total	150,360	100%

Market

	<u>Amount</u>	<u>% Total</u>
Lafayette	435,027	35%
New Iberia	361,478	29%
New Orleans	242,520	20%
North Louisiana	194,340	16%
	<hr/>	<hr/>
Total	1,233,365	100%

Segment

	<u>Amount</u>	<u>% Total</u>
Retail	954,763	77%
Commercial	172,184	14%
Public Funds	106,417	9%
	<hr/>	<hr/>
Total	1,233,364	100%

Growth Features
Total Revenues (T/E)

Growth Features
Net Interest Margin (T/E)

Growth Features
Book Value Per Share

Growth Features
Profitability - Quarterly EPS

FAS 142 Impact of \$0.08 Per Quarter (Beginning 1Q02)

**Growth Features
Building Platform For Growth**

Strategic Hires In Each Market

Simplifying Product Set

New Telephone System

New Routers/Servers

New Desktops/Laptops

Distribution Additions And Improvements

Operational Staff Improvements

Set-Up Advisory Boards In Nearly All Markets

Continued Expense Management Discipline

**Risk/Return
Features**

RiskFeatures
Credit Risk Statistics

	12-31-2001	12-31-2002
Total NPAs *	\$ 12,963,000	\$ 6,610,000
Total OREO	\$ 5,816,636	\$ 2,111,000
NPAs* / Total Assets	0.91%	0.42%
30+ Days Past Due	1.11%	0.78%
Allowance For Loan Losses	\$ 11,117,000	\$ 13,101,000
Loan Loss Reserve / Loans	1.16%	1.25%
Reserve Coverage Of NPAs *	0.86	1.98
Reserve Coverage Of NPLs	1.60	3.02
Quarterly Net C/O s** / Loans	0.44%	0.44%
Provision/Net Charge-Offs	1.20	1.52

* NPAs Include Nonaccruing Loans, Foreclosed Assets, OREO, And Accruing Loans More Than 90 Days Past Due

** 4Q 2002 Net Charge-Offs On An Annualized Basis

Risk Features
Interest Rate Risk

	<u>-200 bps</u>	<u>-100 bps</u>	<u>Base Case</u>	<u>+100 bps</u>	<u>+200 bps</u>
Change In NII	-5%	-3%	0%	4%	5%
Change in EVE	11%	6%	0%	-4%	-11%

Source: Bancware model, as of December 31, 2002. Does not include Acadiana Bancshares, Inc.

New ALCO/Budget/Forecast/FTP System

Limited Inherent Interest Rate Risk

Relatively Few Fixed Mortgages

Time Deposits Only 41% Of Total Deposits

Short Bond Portfolio (Slightly Over 2 Years)

No Material Extension Risk

**Risk Features
Lower Risk Posture**

We Have:

No Airline Exposure

No Telecom Exposure

No High-Technology Exposure

No Broadly Syndicated Transactions

No REIT Subsidiaries

No Pension Plans (Only 401(k) And ESOP)

No Material MSRs

**Return Features
Toward Financial Goals**

3-5 Year Goals

Focus: Core Profitability

13% to 15% ROE In 3-5 Years

Tangible Efficiency <50%

Annual Growth Throughout:

Loans: 7% to 10%

Deposits: 2% to 4%

EPS: Double-Digit

**Return Features
EPS Comfort Ranges**

Year	EPS Range	Act/Est.	% Change	
2000	\$ 2.10-2.15	\$ 2.12	+18%	
2001	\$ 2.36-2.41	\$ 2.36	+11%	
2002				
	<i>Ex-FAS142</i>	\$ 2.60-2.65	\$ 2.69	+14%
	<i>W/ FAS142</i>	\$ 2.93-2.98	\$ 3.02	+28%
2003	\$ 3.27-3.33	\$ 3.31*	+10%*	
2004		\$ 3.67*	+11%*	

* Average IBES Analyst Estimates On 3/25/03 For Years 2003 And 2004

Return Features
IBKC Stock Price - 2000-2003

Through March 21, 2003

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**Investment
Perspective**

**IBKC Trends
Stock Price**

Source: Bloomberg

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IBKC Trends
Price-To-Earnings Ratio

Source: Bloomberg

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IBKC Trends
Market-To-Book Ratio

Source: Bloomberg

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IBKC Trends
Institutional Holders

Source: Bloomberg

**Comparatives - Other
Publicly Traded Southern BHCs**

	Southern BHCs Average	IBERIABANK Corporation	Variance/ Premium/ (Discount)
Institutional Ownership	12%	60%	48%
Number of Analysts Covering	1.4	8.0	6.6
% Buy Recommendation	38%	75%	37%
% Hold Recommendation	57%	25%	-32%
% Sell Recommendation	6%	0%	-6%
Long-Term Estimated EPS Growth	10.6%	10.3%	0%
Price/Earnings - 12-Month EPS	17.0	13.1	-23%
Price/Earnings - 2003 EPS	14.1	12.0	-15%
Price/Earnings - 2004 EPS	12.5	10.8	-14%
Market/Book Ratio	1.70	1.59	-6%
Price/Cash Flow Ratio	13.3	7.1	-47%
ROA	0.90%	1.23%	0.33%
ROE	10.92%	13.29%	2.37%

244 Companies; Source: Bloomberg March 26, 2003

**Investment Perspective
Improved Analyst Coverage**

STI-RH: Outperform

Stephens: Overweight - Improving

Stifel Nicolaus: Buy

Friedman Billings: Outperform

Midwest Research: Buy

KBW: Outperform

Morgan Keegan: Market Perform

Sterne Agee: Hold

Summary Of IBKC

Large Bank Resources & Small Bank Agility

Relationship Focused - Taking Market Share

Reducing Risk Posture; Balanced Growth

Turnaround - On Target 3 Years Into Plan

EPS/Stock Price Growth - Shareholder Focus

Building A Solid Platform For Future Growth

Momentum Continues To Build In Each Market

Exceptional Acquisition

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Appendix A

**Background
Markets - Acadiana**

Trade Area Of About 600,000

Record Retail Sales In 2001 & 2002

Record Home Sales In 2001 & 2002

Construction 3rd Best Year

Lafayette Unemployment Rate = 4.1% (4th)

Lafayette Had Largest Job Growth In The State

3rd Highest Per Capita Income In The State (2000)

Inc. Magazine: 13th Best US City To Start/Grow Business

Milken Institute: 44th In Relative Output Growth in 1990 s

Background
Markets North Louisiana

Trade Area Of About 300,000

Regional Hub For Commerce, Health Care, Transportation

Major Employers: Chase Manhattan Mtg., State Farm, CenturyTel

Consistent, Steady Employment Performance

Ouachita Parish Unemployment Rate = 4.5% (6th); Lincoln Parish = 4.5% (7th)

Ouachita 1st Highest Per Capita Income; Lincoln Parish 2nd Highest in The State

Background
Markets New Orleans

Trade Area Of About 1.5 Million

Tourism Holding Up Well

Port; Strong Military Presence

Awarded Hornets NBA Team

Excellent Commercial Middle Market

Jefferson Parish Unemployment Rate = 4.4% (5th); Orleans Parish = 6.0% (17th)

Jefferson Parish Per Capita Income 2nd Highest In The State; Orleans Parish is 6th Highest

Appendix B

**Recent Merger
Acadiana Bancshares, Inc.**

**Recent Merger
Company Overview**

\$313mm Savings Bank Founded In 1900

IPO In July 1996 At \$12.00 (Symbol ANA)

Acquisition Completed February 28, 2003

5 Offices In Lafayette And New Iberia

ROA = 0.77%, ROE = 8.74%, Effic. Ratio = 70%

Mortgage Loans = 57% Of Total Loans, Time Deposits = 69% Of Total Deposits

Minimal Credit Risk And Interest Rate Risk

**Recent Merger
Deal Overview**

\$39.38 In Value Per ANA Share

20% Cash / 80% Stock

One-Time Costs of \$5-\$6mm

Synergies of 50% of ANA Expense Base

New Corporate Headquarters In ANA Building

No Board Seats; Only One Contract (1-Year)

Accretive To Annual EPS Around 1%-To-2%, Excluding Merger Related Costs And 3%-To-4% On Cash EPS

**Recent Merger
Deal Overview (Continued)**

Lower Tier 1 Leverage Ratio To 6.89%

Issued \$10mm Trust Preferred

Repurchase Program Of 60,000-130,000 Shares

IRR In Mid-To-High Teens

Purchase Price Multiples:

Market-To-Book (And Tangible) = 166%

Price-To-12-Month Earnings = 19.2x

Deposit Premium = 11.5%

Premium Over Current Market = 66%

**Recent Merger
Summary Of Merger**

Compelling Synergies Cross-town HQs

#1 Market Share With Excellent Distribution System

Excellent Returns For Shareholders Of Both Companies

Provides Diversity--Retail Shareholders

Excellent Asset Quality; Relatively Low Interest Rate Risk

Our View Of The Deal: Low Risk & Good Return

**Trust Preferred
Summary Of Issuance**

Issued \$10 Million On November 15, 2002

30-Year Securities With 5-Year Call Feature

Issued At 325 Over 3-Month LIBOR

Swapped For 5 Years At 6.67% (Excluding Underwriting Costs)

Repurchase Program For 60,000 To 130,000 Shares To Eliminate Dilutive Impact of TRPs

Considered Tier 1 Capital For Regulatory Capital Calculations; No Shareholder Impact

Appendix C

DARYL BYRD
President & Chief Executive Officer

- 1981** **Trust Company Bank, Atlanta**
Banking Officer, Corporate Banking
- 1983** **First National Bank of South Carolina**
Vice President, Commercial Lending Officer
- 1984** **BB&T (North Carolina)**
Vice President, Business Services Manager
Commercial Lending Officer
- 1985** **FNB-Lafayette (First Commerce Corp.)**
Executive Vice President, Corporate Banking Manager
- 1990** **Rapides Bank & Trust (First Commerce Corp.)**
President & CEO
- 1992** **First National Bank of Commerce, New Orleans**
Executive Vice President in charge of the commercial bank and mortgage banking groups.
Managed the strategic development for multiple businesses and had responsibility for other business lines and support functions.
- 1998** **Bank One Louisiana**
President and CEO New Orleans Region

MICHAEL BROWN
New Orleans President; Chief Credit Officer

- 1987** **Wachovia Bank**
Treasury Services Representative and Assistant Vice President
Vice President and Relationship Manager - Managed all aspects of bank relationships with Fortune 500 clients in Texas and Louisiana.
Loan Administration Manager - Managed the loan administration and credit policy functions for the Midwest and Chicago credit portfolios.
- 1996** **First Commerce Corporation, New Orleans**
Senior Vice President, Manager of Credit and Client Services - Re-engineered and managed consumer and commercial credit processes.
- 1998** **Bank One Louisiana**
Chief Credit Officer for the Commercial Line of Business in Louisiana
Capital Markets Specialist - Responsible for the sale of capital market products and served as corporate finance advisor to the bank's client base.

Chartered Financial Analyst (CFA)

JOHN DAVIS
Finance And Retail Strategy

- 1983** **BB&T (NC)**
Senior Vice President and Manager of the Financial Planning Department
Responsible for mergers and acquisitions, strategic planning, and budgeting.
- 1993** **First Commerce Corporation, New Orleans**
Senior Vice President
Responsibilities included mergers and acquisitions, corporate finance, and President
of Marquis Insurance Agency.
- 1997** **Crestar Financial Corporation (VA)**
Corporate Senior Vice President
Responsibilities included strategic planning, forecasting, and budgeting for the
corporation.

Chartered Financial Analyst (CFA)

MARILYN BURCH
Executive Vice President &
Chief Financial Officer

1973	First Commerce Corporation, New Orleans Accounting Supervisor
1978	Reamco, Lafayette Manager of Accounting
1980	American Bank, Lafayette Vice President and Controller
1985	FNB-Lafayette (First Commerce Corp.) Senior Vice President and Controller
1999	IBERIABANK Senior Vice President and Controller

Certified Public Accountant (CPA)

GEORGE BECKER
Secretary; Technology & Operations

- 1973** **First National Bank of Commerce, New Orleans**
Vice President and Controller - Managed the bank's accounting, budgeting, planning, systems, and asset/liability management activities.
- 1983** **First National Bank of Lafayette**
Executive Vice President and Chief Financial Officer
Managed all financial and administrative areas, as well as Investments, Brokerage Services and Private Banking area.
- 1989** **Rapides Bank & Trust Company**
Executive Vice President - Managed all financial and administrative areas, Investments, Brokerage Services, Private Banking, as well as the Mortgage and Retail areas.
- 1991** **First Commerce Corporation, New Orleans**
Senior Vice President - Strategic Management Information Systems and Automation activities state-wide.
- 1997** **Bank One Louisiana**
Worked on various special acquisition related projects.

Certified Public Accountant (CPA)

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, thereunto duly authorized.

DATE: April 1, 2003

IBERIABANK CORPORATION

By: /s/ DARYL G. BYRD

Daryl G. Byrd
President and Chief Executive
Officer