#### **IBERIABANK CORP**

Form 4

February 20, 2015

# FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

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**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

Estimated average

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting DAVIS JOHN R | g Person * | 2. Issuer Name <b>and</b> Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer  |  |  |  |
|---|------------|--|---|--|--|--|
|   |            | IBERIABANK CORP [IBKC]                             | (Check all applicable)  |  |  |  |
| (Last) (First)                                | (Middle)   | 3. Date of Earliest Transaction                    |   |  |  |  |
| 200 WEST CONGRESS ST                          | REET       | (Month/Day/Year)<br>02/19/2015                     | Director 10% Owner Other (specify below) below)  SR EXECUTIVE VICE PRESIDENT                  |  |  |  |
| (Street)                                      |            | 4. If Amendment, Date Original                     | 6. Individual or Joint/Group Filing(Check   |  |  |  |
|   |            | Filed(Month/Day/Year)                              | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |  |  |
| I ADAVETTE I A 70501                          |            |  | Form filed by More than One Reporting   |  |  |  |

#### LAFAYETTE, LA 70501

(Ctata)

| (City)                               | (State) (Z                           | Zip) Table  | I - Non-Do                             | erivative Securi | ties A           | cquired,    | Disposed of, or I  | Beneficially C  | Owned                    |
|--------------------------------------|--------------------------------------|---|--|------------------|------------------|-------------|--|---|--------------------------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | tr. 8)           |                  |             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 7. Nature of Indirec<br>Beneficial<br>Ownership<br>(Instr. 4) |                          |
|                                      |                                      |   | Code V                                 | Amount           | (A)<br>or<br>(D) | Price       | Transaction(s) (Instr. 3 and 4)  | (Instr. 4)  |                          |
| COMMON<br>STOCK                      | 02/19/2015                           |   | D                                      | 482              | D                | \$<br>62.42 | 52,760   | D   |                          |
| COMMON<br>STOCK                      | 02/19/2015                           |   | M <u>(1)</u>                           | 1,049.4759       | A                | <u>(2)</u>  | 53,809   | D   |                          |
| COMMON<br>STOCK                      | 02/19/2015                           |   | D(1)                                   | 1,049.4759       | D                | \$<br>62.42 | 52,760   | D   |                          |
| COMMON<br>STOCK                      |                                      |   |  |                  |                  |             | 2,360  | I   | BY 401K<br>PRINCIPAL     |
| COMMON<br>STOCK                      |                                      |   |  |                  |                  |             | 3,125  | I   | BY 401K TD<br>AMERITRADE |

Person

### Edgar Filing: IBERIABANK CORP - Form 4

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

3. Transaction Date 3A. Deemed

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

6. Date Exercisable and

7. Title and Ai

5. Number of

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

| Derivative<br>Security | Conversion or Exercise             | (Month/Day/Year) | Execution Date, if any | Code       | ctionDerivative Securities Acquired B) (A) or Disposed of (D) (Instr. 3, 4, and 5) |            | Expiration Date (Month/Day/Year) |                    | Underlying Se (Instr. 3 and 4) |
|------------------------|------------------------------------|------------------|------------------------|------------|--|------------|----------------------------------|--------------------|--------------------------------|
| (Instr. 3)             | Price of<br>Derivative<br>Security |                  | (Month/Day/Year)       | (Instr. 8) |  |            |                                  |                    |                                |
|                        |                                    |                  |                        | Code V     | (A)  | (D)        | Date<br>Exercisable              | Expiration<br>Date | Title                          |
| PHANTOM<br>STOCK       | <u>(2)</u>                         | 02/19/2015       |                        | M(3)       |  | 1,049.4759 | 02/19/2015                       | 02/19/2015         | COMMON<br>STOCK                |

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DAVIS JOHN R 200 WEST CONGRESS STREET LAFAYETTE, LA 70501

SR EXECUTIVE VICE PRESIDENT

## **Signatures**

1. Title of

JOHN R. 02/20/2015

\*\*Signature of Date
Reporting Person

# **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).
- (1) SETTLEMENT OF PHANTOM STOCK.
- (2) EACH SHARE OF PHANTOM STOCK IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
- (3) PAYMENT OF CASH IN SETTLEMENT OF PHANTOM STOCK.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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