

IBERIABANK CORP
Form 5
January 28, 2013

FORM 5

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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 *
BYRD DARYL G

(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)
12/31/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
PRESIDENT, CEO

6. Individual or Joint/Group Reporting

(check applicable line)

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 Indirect Beneficial Ownership (Instr. 4) |
| | | | | Amount | (A) or (D) | Price | | | |
| COMMON STOCK | ^ | ^ | ^ | ^ | ^ | ^ | 166,737 | D | ^ |
| COMMON STOCK | ^ | ^ | ^ | ^ | ^ | ^ | 9,682 | I | BY 401(K) |
| COMMON STOCK | ^ | ^ | ^ | ^ | ^ | ^ | 1,875 | I | BY CHILD |

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

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SEC 2270 (9-02)

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

| 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|--------------|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| STOCK OPTIONS | \$ 30.88 | Â | Â | Â | Â | Â | 03/19/2004 | 03/19/2013 | COMMON STOCK | 21,25 |
| STOCK OPTIONS | \$ 48.448 | Â | Â | Â | Â | Â | 03/15/2005 | 03/15/2014 | COMMON STOCK | 43,75 |
| STOCK OPTIONS | \$ 47.488 | Â | Â | Â | Â | Â | 03/21/2006 | 03/21/2015 | COMMON STOCK | 35,00 |
| STOCK OPTIONS | \$ 59.06 | Â | Â | Â | Â | Â | 02/20/2007 | 02/20/2016 | COMMON STOCK | 25,62 |
| STOCK OPTIONS | \$ 57.31 | Â | Â | Â | Â | Â | 02/26/2008 | 02/26/2017 | COMMON STOCK | 42,85 |
| STOCK OPTIONS | \$ 54.43 | Â | Â | Â | Â | Â | 12/29/2010 | 12/29/2019 | COMMON STOCK | 16,50 |
| STOCK OPTIONS | \$ 60.1 | Â | Â | Â | Â | Â | 05/04/2011 | 05/04/2020 | COMMON STOCK | 11,98 |
| STOCK OPTIONS | \$ 55.64 | Â | Â | Â | Â | Â | 03/10/2012 | 03/10/2021 | COMMON STOCK | 4,717 |
| STOCK OPTIONS | \$ 52.33 | Â | Â | Â | Â | Â | 02/22/2013 | 02/22/2022 | COMMON STOCK | 6,777 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BYRD DARYL G 200 WEST CONGRESS STREET LAFAYETTE, LA 70501 | Â | Â | Â PRESIDENT, CEO | Â |

Signatures

DARYL G.
BYRD

01/28/2013

__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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