

IBERIABANK CORP  
Form 4/A  
August 27, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAVIS JOHN R

(Last) (First) (Middle)

200 WEST CONGRESS STREET

(Street)

LAFAYETTE, LA 70501

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/03/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
SR EXECUTIVE VICE PRESIDENT

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Beneficial Ownership (Instr. 4) |        |   |                       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|--------|---|-----------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price  |        |   |                       |
| COMMON STOCK                    | 03/01/2015                           |  | M <sup>(1)</sup>               |   | 527.2298  | A  | 2  | 56,926 | D |                       |
| COMMON STOCK                    | 03/01/2015                           |  | D <sup>(1)</sup>               |   | 527.2298  | D  | \$ 63.12                                     | 56,399 | D |                       |
| COMMON STOCK                    |                                      |  |                                |   |   |  |  | 2,360  | I | BY 401K PRINCIPAL     |
| COMMON STOCK                    |                                      |  |                                |   |   |  |  | 3,125  | I | BY 401K TD AMERITRADE |

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

**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)

**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 |                 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----------------|--|---|
|  |  |                                      |  |                                | Acquired (A)                       | Disposed of (D) |  |   |
| PERFORMANCE UNITS                          | (2)  | 03/01/2015                           |  | M <sup>(3)</sup>               |                                    | 527.2298        | 03/01/2015 03/01/2015                                    | COMMON STOCK                                      |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| DAVIS JOHN R<br>200 WEST CONGRESS STREET<br>LAFAYETTE, LA 70501 |               |           | SR EXECUTIVE VICE PRESIDENT |       |

## Signatures

JOHN R. DAVIS 08/27/2015

\*\*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).
- SETTLEMENT OF PERFORMANCE UNITS. THE CASH-SETTLED PERFORMANCE UNITS WERE DISTRIBUTED TO THE
- (1) REPORTING PERSON AFTER THE ACHIEVEMENT OF PRE-DETERMINED PERFORMANCE MEASURES OVER A 1-YEAR PERIOD.
- (2) EACH PERFORMANCE UNIT IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
- (3) PAYMENT OF CASH IN SETTLEMENT OF PERFORMANCE UNITS.

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.