IBERIABANK CORP
Form 5
February 11, 2010

# FORM 5

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

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 [*] <br> **DAVIS JOHN R** | 2. Issuer Name **and** Ticker or Trading Symbol <br> **IBERIABANK CORP [IBKC]** | 5. Relationship of Reporting Person(s) to Issuer |
|---|---|---|
| (Last)  (First)  (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <br> 12/31/2009 | (Check all applicable) <br> _____ Director  _____ 10% Owner <br> __X__ Officer (give title _____ Other (specify below)  below) <br> SR EXECUTIVE VICE PRESIDENT |
| 200 WEST CONGRESS STREET <br> (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Reporting <br> (check applicable line) |
| LAFAYETTE,Â LAÂ 70501 | | _X_ Form Filed by One Reporting Person <br> ___ Form Filed by More than One Reporting Person |
| (City)  (State)  (Zip) | | |

**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 | Â | Â | Â | Â | Â | Â | 68,913 | D | Â |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 6,514 | I | BY 401(K) |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 3,125 | I | BY 401(K) PUTNAM |

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

SEC 2270 (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 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 | $ 20.648 | Â | Â | Â | Â | Â | 05/08/2002 | 05/08/2011 | COMMON STOCK | 13,75 |
| STOCK OPTIONS | $ 22.88 | Â | Â | Â | Â | Â | 01/11/2003 | 01/11/2012 | COMMON STOCK | 16,25 |
| STOCK OPTIONS | $ 30.88 | Â | Â | Â | Â | Â | 03/19/2004 | 03/19/2013 | COMMON STOCK | 5,125 |
| STOCK OPTIONS | $ 45.6 | Â | Â | Â | Â | Â | 04/29/2005 | 04/29/2014 | COMMON STOCK | 20,00 |
| STOCK OPTIONS | $ 47.488 | Â | Â | Â | Â | Â | 03/21/2006 | 03/21/2015 | COMMON STOCK | 13,87 |
| STOCK OPTIONS | $ 57.66 | Â | Â | Â | Â | Â | 03/03/2007 | 03/03/2016 | COMMON STOCK | 4,953 |
| STOCK OPTIONS | $ 57.31 | Â | Â | Â | Â | Â | 02/26/2008 | 02/26/2017 | COMMON STOCK | 2,679 |

# Reporting Owners

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

# Signatures

| JOHN R. DAVIS | 02/11/2010 |
|---|---|
| **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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.