

IBERIABANK CORP

Form 5

February 11, 2005

**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

## OMB APPROVAL

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
**BECKER GEORGE J III**

(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. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
**12/31/2004**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)

Executive Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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	Â	Â	Â	Â	Â	Â	1,935	I	By ESOP <sup>(1)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	20,000	D	Â

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 2270  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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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 Option	\$ 13.75	Â	Â	Â	Â Â	12/31/2000 <sup>(2)</sup> 12/31/2009	Common Stock 35,000
Stock Option	\$ 13.75	Â	Â	Â	Â Â	04/17/2001 <sup>(2)</sup> 04/17/2010	Common Stock 2,500
Stock Option	\$ 25.81	Â	Â	Â	Â Â	05/08/2002 <sup>(3)</sup> 05/08/2011	Common Stock 4,500
Stock Option	\$ 28.6	Â	Â	Â	Â Â	01/11/2003 <sup>(3)</sup> 01/11/2012	Common Stock 7,000
Stock Option	\$ 38.6	Â	Â	Â	Â Â	03/19/2004 <sup>(4)</sup> 03/19/2013	Common Stock 13,000
Stock Option	\$ 57	Â	Â	Â	Â Â	04/29/2005 <sup>(5)</sup> 04/29/2014	Common Stock 13,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BECKER GEORGE J III 200 WEST CONGRESS STREET LAFAYETTE, LA 70501	Â	Â	Â Executive Vice President	Â

## Signatures

/s/ Becker III,  
George J. 02/11/2005

\*\*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).

(1) Includes annual allocation of shares in Employee Stock Ownership Plan which vest based on employee's tenure with company. Vesting as of 12/31/04 is 80%.

(2)

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Stock Options, awarded via Issuer's 1999 Stock Option Plan, will vest over a 7-year period commencing on the first anniversary of the date of grant at one seventh per year.

- (3) Stock options, awarded via Issuer's 2001 Incentive Compensation Plan, will vest over a 5-year period commencing on the first anniversary of the date of grant at twenty percent per year.
- (4) Stock Options, awarded via Issuer's 1999 Stock Option Plan, will vest over a 5-year period commencing on the first anniversary of the date of grant at twenty percent per year.
- (5) Stock options, awarded via Issuer's 2001 Incentive Compensation Plan, will vest over a 7-year period commencing on the first anniversary of the date of grant at one seventh per year.

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.