

IBERIABANK CORP

Form 4

May 19, 2005

**FORM 4****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).

**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: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BROWN MICHAEL J**

(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)  
**05/18/2005**

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)

Senior Executive Vice Presiden

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	05/18/2005		M		5,000	A \$ 13.37	35,241	D	
Common Stock	05/18/2005		S		1,112	D \$ 60.1	34,129	D	
Common Stock							2,063	I	By ESOP

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  
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SEC 1474  
(9-02)

number.

**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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 13.37	05/18/2005		M	5,000	12/16/2000 <sup>(1)</sup> 12/16/2009	Common Stock 5,000
Stock Option	\$ 13.75					04/17/2001 <sup>(2)</sup> 04/17/2010	Common Stock 5,000
Stock Option	\$ 25.81					05/08/2002 <sup>(3)</sup> 05/08/2011	Common Stock 11,000
Stock Option	\$ 28.6					01/11/2003 <sup>(3)</sup> 01/11/2012	Common Stock 13,000
Stock Option	\$ 38.6					03/19/2004 <sup>(4)</sup> 03/19/2013	Common Stock 14,500
Stock Option	\$ 57					04/29/2005 <sup>(5)</sup> 04/29/2014	Common Stock 16,000
Stock Option	\$ 59.36					03/21/2006 03/21/2015	Common Stock 11,097

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BROWN MICHAEL J 200 WEST CONGRESS STREET LAFAYETTE, LA 70501	Senior Executive Vice Presiden

## Signatures

/s/ Brown,  
Michael J. 05/19/2005

\_\_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) Stock Options, awarded via Issuer's 1996 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.
- (2) 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 is insufficient, *see* Instruction 6 for procedure.

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