

IBERIABANK CORP
Form 4
May 24, 2005

FORM 4

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

OMB APPROVAL

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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 *
BARTON HARRY V JR

(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)
05/23/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/23/2005		M		400	A	\$ 15.875
Common Stock	05/23/2005		S		400	D	\$ 60.26
Common Stock	05/23/2005		M		500	A	\$ 15.875
Common Stock	05/23/2005		S		500	D	\$ 60.13
Common Stock	05/23/2005		M		1,881	A	\$ 15.875
Common Stock	05/23/2005		S		1,881	D	\$ 60.12

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Common Stock									
Common Stock	05/23/2005		M	119	A	\$ 15.875	14,164	D	
Common Stock	05/23/2005		S	119	D	\$ 60.08	14,045	D	
Common Stock	05/23/2005		M	100	A	\$ 15.875	14,145	D	
Common Stock	05/23/2005		S	100	D	\$ 60.15	14,045	D	
Common Stock							555	I	By Custodian For Child
Common Stock							2,049	I	By Spouse IRA

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

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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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 15.875	05/23/2005		M	400	05/24/1997 ⁽¹⁾ 05/24/2006	Common Stock	400
Stock Option	\$ 15.875	05/23/2005		M	500	05/24/1997 ⁽¹⁾ 05/24/2006	Common Stock	500
Stock Option	\$ 15.875	05/23/2005		M	1,881	05/24/1997 ⁽¹⁾ 05/24/2006	Common Stock	1,881
Stock Option	\$ 15.875	05/23/2005		M	119	05/24/1997 ⁽¹⁾ 05/24/2006	Common Stock	119

Stock Option	\$ 15.875	05/23/2005		M	100	05/24/1997 ⁽¹⁾	05/24/2006	Common Stock	100
Stock Option	\$ 54.51					06/21/2005 ⁽²⁾	06/21/2014	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARTON HARRY V JR 200 WEST CONGRESS STREET LAFAYETTE, LA 70501			X	

Signatures

/s/ Barton Jr.,
Harry V

05/23/2005

**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) 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 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. 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.