

Restel Anthony J
Form 5
January 28, 2013

FORM 5

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

OMB APPROVAL

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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 *
Restel Anthony J

(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CHIEF FINANCIAL OFFICER

200 WEST CONGRESS STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LAFAYETTE, LA 70501

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)
				(A) Amount	or (D) Price				
COMMON STOCK	^	^	^	^	^	^	30,109	D	^
COMMON STOCK	^	^	^	^	^	^	2,729	I	BY 401(K)

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

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SEC 2270 (9-02)

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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)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
STOCK OPTIONS	\$ 43.992	Â	Â	Â	Â	Â	08/17/2005	08/17/2014	COMMON STOCK	5,625
STOCK OPTIONS	\$ 47.488	Â	Â	Â	Â	Â	03/21/2006	03/21/2015	COMMON STOCK	4,200
STOCK OPTIONS	\$ 57.66	Â	Â	Â	Â	Â	03/03/2007	03/03/2016	COMMON STOCK	5,250
STOCK OPTIONS	\$ 57.31	Â	Â	Â	Â	Â	02/26/2008	02/26/2017	COMMON STOCK	3,132
STOCK OPTIONS	\$ 54.43	Â	Â	Â	Â	Â	12/29/2010	12/29/2019	COMMON STOCK	6,900
STOCK OPTIONS	\$ 60.1	Â	Â	Â	Â	Â	05/04/2011	05/04/2020	COMMON STOCK	3,284
STOCK OPTIONS	\$ 55.64	Â	Â	Â	Â	Â	03/10/2012	03/10/2021	COMMON STOCK	703
STOCK OPTIONS	\$ 52.33	Â	Â	Â	Â	Â	02/22/2013	02/22/2022	COMMON STOCK	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Restel Anthony J 200 WEST CONGRESS STREET LAFAYETTE, LA 70501	Â	Â	Â	CHIEF FINANCIAL OFFICER Â

Signatures

ANTHONY J.
RETEL 01/28/2013

__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.