

IBERIABANK CORP
Form 8-K
January 06, 2006

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 30, 2005

IBERIABANK CORPORATION

(Exact name of Registrant as Specified in Charter)

Louisiana
(State or Other Jurisdiction
of Incorporation)

0-25756
(Commission File Number)

72-1280718
(I.R.S. Employer
Identification No.)

200 West Congress Street, Lafayette, Louisiana 70501

(Address of Principal Executive Offices)

(337) 521-4003

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Registrant's telephone number, including area code

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement

On December 30, 2005, the Registrant announced that its Board of Directors approved the accelerated vesting of all outstanding unvested stock options granted to employees, officers and directors on or before December 30, 2005 under its stock option plans. A copy of the press release dated December 30, 2005, is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

On January 4, 2006, the Registrant announced that its December 30, 2005 press release incorrectly stated the number of options which became exercisable upon acceleration. Options to purchase approximately 825,000 shares became exercisable immediately due to the acceleration, as opposed to the 1,050,000 shares disclosed in the December 30, 2005 press release. A copy of the press release dated January 4, 2006, is attached as Exhibit 99.2 to this report and is incorporated herein by reference.

The following table sets forth the grant dates, the number of options accelerated and the exercise prices of each accelerated option held by named executive officers of the Registrant:

<u>Name</u>	<u>Position</u>	<u>Grant Date</u>	Number of
			Accelerated
			Options
Daryl G. Byrd	President and Chief Executive Officer	7/12/1999	14,999
		4/17/2000	15,624
		5/8/2001	5,000
		1/11/2002	11,000
		3/19/2003	18,750
		3/16/2004	35,000
		3/21/2005	35,000
Michael J. Brown	Senior Executive Vice President	12/16/1999	6,250
		4/17/2000	1,786
		5/8/2001	2,750
		1/11/2002	6,500
		3/19/2003	10,875
		4/29/2004	17,143
		3/21/2005	13,871
John R. Davis	Senior Executive Vice President	12/23/1999	6,250
		4/17/2000	1,786
		5/8/2001	2,750
		1/11/2002	6,500
		3/19/2003	10,875
		4/29/2004	17,143
		3/21/2005	13,871
Michael A. Naquin	Senior Executive Vice President	3/29/2004	35,000
		3/21/2005	13,871

<u>Name</u>	<u>Position</u>	<u>Grant Date</u>	<u>Number of Accelerated Options</u>
George J. Becker III	Executive Vice President & Secretary	12/31/1999	12,500
		4/17/2000	893
		5/8/2001	1,125
		1/11/2002	3,500
		3/19/2003	9,750
		4/29/2004	14,464
Marilyn W. Burch	Executive Vice President	3/21/2005	7,361
		10/25/1999	625
		3/19/2003	1,906
		4/17/2000	893
		3/19/2003	4,094
		5/8/2001	1,000
		1/11/2002	6,000
		4/29/2004	12,858
3/21/2005	6,520		

Each of the named executive officers and other employees and directors holding an accelerated option will execute an acknowledgment of the acceleration, the form of which is attached to this report as Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits

- Exhibit 10.1 Form of Acknowledgment.
- Exhibit 99.1 Press release dated December 30, 2005 announcing the acceleration of unvested stock options granted by the Registrant.
- Exhibit 99.2 Press release dated January 4, 2006 announcing a correction to the December 30, 2005 press release.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

IBERIABANK CORPORATION

DATE: January 6, 2006

By: /s/ Daryl G. Byrd

Daryl G. Byrd
President and Chief Executive Officer

EXHIBIT INDEX

**Exhibit
Number**

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|------|---|
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| 99.2 | Press Release dated January 4, 2006 announcing a correction to the December 30, 2005 Press Release. |