

IBERIABANK CORP
Form 8-K
August 10, 2012

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): August 7, 2012

IBERIABANK CORPORATION

(Exact name of Registrant as Specified in Charter)

**Louisiana
(State or Other Jurisdiction**

of Incorporation)

**0-25756
(Commission**

File Number)

200 West Congress Street, Lafayette, Louisiana 70501

(Address of Principal Executive Offices)

**72-1280718
(I.R.S. Employer**

Identification No.)

Edgar Filing: IBERIABANK CORP - Form 8-K

(337) 521-4003

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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On August 9, 2012, the Company announced that, effective August 7, 2012, Angus R. Cooper, II has been appointed a member of the Company's Board of Directors. Mr. Cooper also will be a member of the Nominating and Corporate Governance Committee. With the appointment of Mr. Cooper, the Company's Board consists of eleven directors.

A copy of the Company's press release relating to Mr. Cooper's appointment as director is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Effective August 7, 2012, the Board of Directors of the Company amended Section 3.1 (Number) of the Bylaws to change the number of authorized directors of the Company from ten to eleven. A copy of the Bylaws, as amended, is attached as Exhibit 3.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

3.1 Bylaws, as amended.

99.1 Press release of the Company, dated August 9, 2012.

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: August 9, 2012

By: /s/ Daryl G. Byrd
Daryl G. Byrd
President and Chief Executive Officer