Florida Bank Group, Inc.
Form 425
November 04, 2014

Filed by IBERIABANK Corporation

Pursuant to Rule 425 under the Securities Act of 1933,

as amended

Subject Company: Florida Bank Group, Inc.

Old Florida Bancshares, Inc.

Commission File No: 000-53813

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MAKING THE MOST OF IT
November 2014

Safe Harbor And Legend

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Statements contained in this presentation which are not historical facts and which pertain to future operating results of IBERIABANK Corporation and its subsidiaries constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements involve significant risks and uncertainties. Actual results may differ materially from the results discussed in these forward-looking statements. Factors that might cause such a difference include, but are not limited to, those discussed in IBERIABANK Corporation s periodic filings with the SEC.

In connection with the proposed mergers, IBERIABANK Corporation will file Registration Statements on Form S-4 that will contain proxy statement / prospectuses. INVESTORS AND SECURITY HOLDERS ARE URGED TO CAREFULLY READ THE PROXY STATEMENT/ PROSPECTUSES REGARDING THE PROPOSED TRANSACTIONS WHEN THEY BECOME AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. Investors and security holders may obtain a free copy of the proxy statement / prospectuses and other documents containing information about IBERIABANK Corporation, Florida Bank Group, Inc. and Old Florida Bancshares, Inc., without charge, at the SEC s website at http://www.sec.gov. Copies of the proxy statement / prospectuses and the SEC filings that will be incorporated by reference in the proxy statement / prospectuses may also be obtained for free from the IBERIABANK Corporation website, www.iberiabank.com, under the heading Investor Information .

This communication is not a solicitation of any vote or approval, is not an offer to purchase shares of Old Florida Bancshares, Inc. common stock or Florida Bank Group, Inc. common stock, nor is it an offer to sell shares of IBERIABANK Corporation common stock which may be issued in the proposed mergers with Florida Bank Group, Inc. and Old Florida Bancshares, Inc. The issuance of IBERIABANK Corporation common stock in the proposed mergers with Florida Bank Group, Inc. and Old Florida Bancshares, Inc. would have to be registered under the Securities Act of 1933, as amended (the Act), and such IBERIABANK Corporation common stock would be offered only by means of prospectuses complying with the Act.

INTRODUCTION
Summary

Headquartered in Lafayette, Louisiana

Since 1887
Oldest And Largest Louisiana-Based Bank

Diverse
US
Gulf
Coast
Presence

Texas
To
Florida

Pro Forma Assets Of Over $17 Billion

Pro Forma Market Capitalization Of Over $2.5 Billion

Strong Asset Quality Measures

Conservative And We Don t Cut Corners

Limit Loan Concentrations

Asset Sensitive From An Interest Rate Risk Position

Large, Diverse Fee-Based Businesses

Completed Five FDIC-Assisted Transactions

Completed Five Live-Bank Transactions, With Two Pending

Executing Efficiency And Process Improvements
3

INTRODUCTION
Our Growth Path
4
ASSET GROWTH
1887-2014

Six-Fold Growth
Compared To The
Banking Industry

Asset Growth Is A
Function Of Both
Internal
(Organic) Growth
And Acquisitions

Averaged One Or
Two Acquisitions
Per Year

We Are Very
Selective
Regarding Our
Acquisition Targets

INTRODUCTION
Results Compared To Peers

Very Difficult Period: Credit & Interest Rate Cycles, Bank Crisis, Hurricanes

Since Year-End 1999, We Have Outperformed Peers In Many Aspects

Peers Include Both All Publicly Traded U.S. Bank Holding Companies And
$10 To $30 Billion-Asset Publicly Traded Bank Holding Companies
5
Source: SNL Financial

INTRODUCTION
Strategic Goals And Executive Compensation

Key Long-Term Financial Goals
Through 2016 Are As Follows:
Return on Average Tangible Equity
of 13% To 17%
Tangible Efficiency Ratio Of 60% Or
Less
Asset Quality In The Top 10% Of
Our Peers
Double-Digit Percentage Growth In
Fully-Diluted Operating EPS

Company Continues To Focus On
Improving Operating Efficiency And

Profitability
6
STRATEGIC GOALS
EXECUTIVE COMP CHANGES

Executive Compensation Programs Were Redesigned To Align With Strategic Goals, Profitability Focus, And Shareholder Value Creation

Short-Term Incentive Programs Place Greater Emphasis On Pre-Established Performance Objectives (As Opposed To Discretionary Objectives)

Long-Term Incentive Programs Place Greater Emphasis On Performance-Based Metrics (As Opposed To Time-Based Metrics)

PRIMARY FOCUS

Things do not change, we do.
-
Henry David Thoreau
7

QUARTERLY EFFICIENCY RATIOS
PRIMARY FOCUS
Operating Efficiency Initiative

In Early 2013, Projected Pre-Tax Savings Of $21 Million On An Annualized Run-Rate Basis, Or $0.46 Per Share After-Tax Annually

During 2013, Achieved More Than $24 Million Annualized Pre-Tax Run-Rate Savings

In 2014, Another Initiative Is Projected To

Achieve An Additional
$10.7 Million In Run-
Rate Savings: Through
3Q14, 85% Of Savings
Achieved
8

PRIMARY FOCUS
Optimize Client Distribution Points

Enhanced Mobile
Banking And
Technological
Enhancements
9

Opened Two
Branches In 2Q14
And One Branch In
3Q14

Closed Three

Branches In 2Q14

Adding Two Additional Branch Openings By Year-End 2014

Added 14 Branches From Three Acquisitions, Net Of Consolidations, In The First Half Of 2014

FDIC & NON-FDIC LOAN TRENDS
PRIMARY FOCUS
Continue FDIC Loan Resolution

Through The Third Quarter Of 2014, FDIC-Covered Loans Declined $270 Million, Or 29%

The FDIC Loss Share Receivable Declined $67 Million, Or 42%

Certain FDIC Loss Share Programs Will Begin To Expire In 2014

To Date, Credit Results Were Substantially Better

Than We Expected
10

COMMERCIAL COMMITMENT TRENDS
PRIMARY FOCUS
Grow High-Quality Client Base

Aggregate Year-To-Date
Loan Growth Of $1.6 Billion,
Or 17%, Through Third
Quarter Of 2014

Legacy Loan Growth Was
$892 million, Or 11% (14%
Annualized), Through Third
Quarter Of 2014

Notable Strength In:
Houston
Birmingham
New Orleans
Baton Rouge
Memphis

Unfunded Commitments And
Unused Lines Grew $241
Million, Or 8% Since Year-
End 2014
11
---------------------------Year Ends ------------------------------

PRIMARY FOCUS
Execute Small Business & Retail Initiatives

In 2012, We Launched A Restructuring Of The Small Business Lending Process

Additional Bankers Were Added In 2013 To Increase Small Business Loan Volume

We Host A Small Business Website, Titled Small Business Insights At www.iberiabank.biz

Gaining Retail Branch Efficiency

In 2013, Deployed 23 Cash Teller
Recyclers (Gaining Speed Of
Transactions And Efficiencies)

Digital Banking Services Through
Mobile Apps For iPhone, Android,
And Our New iPad App

Recently Added Mobile Deposit
Capture Service
Allows Clients
To Make Deposits By Scanning
Checks Quickly And Easily On
Their Smartphones
SMALL BUSINESS
RETAIL BANKING
12

PRIMARY FOCUS
Revenue Growth From Fee Income Businesses
13
Full Year
2013 vs.
2012
3Q
2014 vs.
3Q 2013
IBERIA Capital Partners
+63%
+64%
IBERIA Wealth Advisors
+26%
-3%
IBERIA Financial Services
-7%
+12%
Treasury Management
+31%
+22%

IBERIABANK Mortgage Company
-18%
-16%
Lenders Title Company
-2%
+2%

STOCK PRICE TREND SINCE
YEAR-END 2012
PRIMARY FOCUS
Improve Shareholder Returns

After Many Poor Years, 2013 Was An Outstanding Year For Many Bank Stocks

In 1Q14, Adjustment In FDIC Loss Share Accounting Resulted In A Near-Term Negative Impact To Share Price

In 2Q14, Subsequent Efficiency Improvements Resulted In Rebound In Market Price

From Year-End 2012 Through
October 29, 2014, Our Total
Shareholder Return Was 43%.
Since Year-End 1999, Our
Annualized Total Return was 15%
14
Indexed results through October 29, 2014
Source: Bloomberg

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P
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R
S
P
E

C
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V
E

15
Our favorite holding period is forever.
-
Warren Buffett

Data indexed at December 31, 1999
Organic loan growth excludes the impact of loan runoff on the FDIC covered loan portfolio.
LOAN GROWTH
1999 -
September 2014
LONG-TERM PERSPECTIVE
Loan Growth Compared To Industry

Between 2007 And
2012, We Tripled
Our Total Loans

Since 1999, Our
Organic Loan
Growth Was Four
Times Higher Than

The Banking Industry

Average Loans Up
13% In 2013 Versus
2012

Pending Florida
Bank Group And Old
Florida Bancshares
Acquisitions Will Add
Approximately $1.4
Billion in Total Loans
16
Source: Federal Reserve Board

AVERAGE LOAN YIELD
1996 -
September 2014
LONG-TERM PERSPECTIVE
Loan Yield Trends Compared To Industry

Loan Yield Was
Consistent With
Industry Until 2010

Higher Yield After
That Period Due, In
Part, To FDIC Loss
Share Asset Yields

Favorable Loan
Yield Trend In The
Second Half Of
2013

17

Source: SNL Financial

CORE DEPOSIT GROWTH
1999 -
September 2014
Core Deposit Growth Compared To Industry
LONG-TERM PERSPECTIVE

Between 2007 And
2012, We Tripled Our
Total Deposits

Five-Fold Growth In
Organic Core Deposits
Versus Industry

Average Total Deposits
Up 10% In 2013 Versus
2012

Strong Average Non-
Interest Bearing Deposit
Growth (Up 29%)

Pending Florida Bank
Group And Old Florida
Bancshares Acquisitions
Will Add Approximately
$1.4 Billion in Core
Deposits
18
Source: Federal Reserve Board

AVERAGE COST OF DEPOSITS
1996 -
September 2014
LONG-TERM PERSPECTIVE
Deposit Cost Trends Compared To Industry

Our Deposit Costs
Have Generally
Kept Pace With
Industry Deposit
Cost Structure

In 2013, We Were
Approximately On
Par With Industry

Part Of Cost
Reduction Was
Due To Favorable

Deposit Mix
Improvement
(More Non-interest
Bearing Deposits)
19
Source: SNL Financial

Loans By State
Deposits By State
LONG-TERM PERSPECTIVE
Geographic Diversification

Prior To 2007, 100% Of Loans And Deposits In Louisiana, Nearly All Of Which Were Concentrated In Four Markets

On A Pro Forma Basis Louisiana Loans and Deposits Will Account For Approximately 43% and 46, Of Total Franchise, Respectively

Pro Forma Of Pending Acquisitions Florida Will Account For 20% Of Total Loans And 27% Of Total Deposits

Provides Significant Client Geographic Diversification
20
IBERIABANK loan and deposit information pro forma giving effect to pending acquisitions of Florida Bank Group, Inc. and Old Florida Bancshares, Inc.

Summary Trends
LONG-TERM PERSPECTIVE

Doubled In Size Between
1999 And The Time Of
Hurricane Katrina

Four-Fold Increase In
Size Post-Katrina

More Geographic And
Client Diversification

Expansion Into
Significant Growth

Markets

Paid Quarterly Cash
Dividends For 76
Consecutive Quarters
Pre-Historic
Era
Hurricane
Katrina Era
Recent Time
Period
21
* trailing twelve months
Total Loans
$0.8
billion
$1.9
billion
$11.1
billion
Total Deposits
$1.1
$2.2
$12.4
Total Assets
$1.4
$2.9
$15.5
Market Capitalization
$86
million
$487
million
$2.1
billion
Mortgage Loan Production
< $50 million
$235
million
$1.6
billion *
Locations
43
44
278
MSAs Served
3
5
25
Associates (full-time equivalent)

535
686
2,703
Advisory Boards
None
5
13
Shareholders of Record
1,140
1,700
2,890
Analyst Coverage
2
10
11
Top 3 Shareholders
23.0%
14.0%
16.0%
Period-End Share Price
11.00
$
51.01
$
62.51
$
Tangible Book Value Per Share
9.95
$
17.07
$
37.41
$
Price to Tangible BVS
1.11
times
2.99
times
1.67
times
Operating Earnings Per Share
1.28
$
2.24
$
3.61
$
*
Annual Dividends Per Share
0.53

$
1.00
$
1.36
$
Dividend Payout Ratio
41%
45%
38%
Year-End
1999
Year-End
2005
September 30,
2014

PLANTING SEEDS

The difference between
ordinary and extraordinary is
that little extra.
-
Jimmy Johnson

22

PLANTING SEEDS
IBERIABANK Mortgage Company
Overall Industry Changes:
What We Are Doing:
QUARTERLY MORTGAGE LOAN ORIGINATION GROWTH
(% Change Since 1Q 2008)
23
Source: Mortgage Bankers Association 3Q14

Mortgage Market Is Smaller
From The Peak

Fewer Players

Regulatory Risk And Burden
Is Increasing

GSE Reform On The Horizon

Digital And Internet Impact

Recruiting And Retaining Experienced High Performing Originators

Working Closer With Branches

Improving Efficiency In Processes And Staffing

PLANTING SEEDS
IBERIA Capital Partners
ICP REVENUES AND EQUITY RESEARCH COVERAGE

ICP Started in 4Q10

In 2013, ICP Launched Coverage On 39 Energy-Related; By Year-End, ICP Had Research Coverage On 100 Companies

In 2013, Completed 23 Equity And Fixed

Income Investment
Banking
Transactions

ICP Turned
Profitable in 2013
24

SMALL BUSINESS LOAN VOLUME TRENDS
PLANTING SEEDS
Small Business Initiative

Economy Is Improving, Leading To An Increase In Small Business Loan Demand

Hired Additional Business Bankers

Trained And Focused Branch Managers On Serving And Calling On Small Businesses

Built Out Underwriting Platform

Favorable Loan Growth
25
Acquired approximately $250
million in small business loans
from Teche in 2Q14

THE RIGHT
PARTNERS

Few men have the virtue to
withstand the highest bidder.
-
George Washington
26

Florida Bank Group, Inc.
THE RIGHT PARTNERS
27

Announced October 3, 2014

In market and new-market acquisition of a Florida-based commercial bank based in Tampa, Florida

As of September 30, 2014:

Total Loans:
$324 million

Total Assets:
$518 million

Total Deposits:

$393 million

Total Equity:
$37 million common stock and $25
million in convertible preferred equity

Combination cash and common stock with aggregate cash
consideration not to exceed 50% of total consideration

$7.81 in cash per Florida Bank Group common share, and

Fixed exchange ratio of 0.149 of a share of IBKC common
stock for each Florida Bank Group share within price collars
and
floating
exchange
ratios
outside
of
the
collars
(1)
,

$87 million
(1)
for common stock outstanding based on IBKC
closing price of $62.61 on October 2, 2014

$17.14
per
Florida
Bank
Group
share
outstanding
(1)

$3.5 million in cash liquidation value of options

Neutral to 2015 EPS and accretive thereafter

Slightly dilutive to TVBS (less than 1%)

IRR in excess of 20%
Shareholders
With All Other
Equity
Adjustments
(2)

Price / Total Book:
142%
126%

Price / Tangible Book:
142%
126%

Adds 13 branches in Florida eight offices in Tampa, three in Jacksonville, one in Sarasota and one in Tallahassee

(1)
If the weighted average trading price of IBERIABANK common stock were to go below $56.79 per share, or to exceed $76.83 per share, over a specified period, the value of the common stock portion of the transaction would become fixed and the exchange ratio would float

(2)
Assumes the impact of cash liquidation for options, reversal of $23.4 million of deferred tax asset valuation allowance, credit loss assumptions, interest rate adjustments and fair value marks to facilities

Notes:
(1)
The agreement provides for a fixed exchange ratio with pricing collars that fix the value received by Old Florida s shareholder
trading
price
of
IBERIABANK
Corporation s
common
stock
were
to
decline
below
$57.31
per
share,

or
exceed
$70.05
per
share,
over
a
specified
period
(2)
Assumes
common
and
preferred
converted
shares
and
no
exercise
of
options
outstanding
(3)
Assumes all stock options outstanding are cashed out at consummation

Announced October 27, 2014

New-market acquisition of an Orlando, Florida-based
commercial bank

Adds
14
offices
in
Florida

12
offices
in
Orlando
and
two
offices north of Tampa
As of September 30, 2014:

Total Loans:
$1.1 billion

Total Assets:
$1.4 billion

Total Deposits:
$1.2 billion

Total Equity:
$146
million
total
shareholders
equity

Tax-free, stock-for-stock exchange

Fixed exchange ratio of 0.34 share of IBKC common stock
for each Old Florida Bancshares, Inc. share within collars and
floating
exchange
rations
outside
of
collars
(1)

$238
million
for
total
equity
(2)
outstanding
based
on
IBKC s
closing price of $64.13 on October 23, 2014

$21.80
per
Old
Florida
common
share
outstanding
(2)

Estimated $21 million in cash liquidation value of all options
outstanding
(3)

Approximately 2% accretive to EPS in 2016 and 3% accretive
in 2017

TBVS dilution of approximately 2% at consummation

TBVS breakeven in less than four years

IRR in excess of 20%
THE RIGHT PARTNERS
28
Old Florida
Bancshares, Inc.
Shareholders
Aggregate Value
Equity
(2)
Including Options
(3)

Price / Total Book:
163%
178%

Price / Tangible Book:
170%
185%

THIRD QUARTER 2014
We cannot direct the wind,
but
we
can
adjust
the

sails.

-

Bertha Calloway

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SEASONAL INFLUENCES
Quarterly Organic Loan Growth
30

First quarter of each year tends to exhibit slower loan growth than other quarters

3Q14 organic loan growth of $348 million, down $34 million, or 10%, compared to 2Q14 growth

THIRD
QUARTER
2014

OVERVIEW
Non-Performing Asset Trends
31
NPA determination based on regulatory guidance for Acquired portfolios
3Q14 includes $13 million of bank-related properties reclassified to OREO

THIRD
QUARTER
2014

OVERVIEW
Non-Interest Bearing Deposits
32
% of Total Deposits

$110 million of
incremental non-
interest-bearing
deposit growth or
+4% (+14%
annualized) in
3Q14

Top 3Q14 non-

interest-bearing
deposit growth
markets include
Houston, Baton
Rouge, New
Orleans,
Birmingham and
Sarasota
$ in billions
Non-interest-bearing deposits at period-end

SEASONAL INFLUENCES
Mortgage Income
33

Mortgage 3Q14 Non-Interest Income of $12.8 million is $5.1 million lower than 2Q14 driven by

$7.0 million lower market value adjustment gains (-$4.5 million recognized in 3Q14 versus +$2.5 million in 2Q14)

$1.8 million higher gains on increased sales volume (+24%) and higher sales margins (+6%)

$62,000 higher servicing income

Loan originations were up $20 million in 3Q14 to $456 million from $436 million in 2Q14 (+5%)

The Pipeline plus Loans HFS at September 30th was 11% lower than at June 30, 2014

SEASONAL INFLUENCES
Capital Markets And Wealth Management
34

ICP revenues of
$2.7 million, or -9%,
compared to 2Q14

IWA revenues of
$1.5 million, or -4%,
compared to 2Q14

IFS revenues of $2.6
million, or +4%,
compared to 2Q14

ICP currently provides research coverage on 77 public energy companies

IWA assets under management increased $5 million to $1.2 billion on September 30, 2014

Summary
IBERIABANK Corporation
35

Longevity and Experience

Economically Vibrant Legacy Markets

Diversified Markets and Revenues

Multiple Growth Engines (Organic and M&A)

Disciplined, Yet Opportunistic

Exceptional Asset Quality

Outsized FDIC Loss Share Protection

Tremendous Capital Strength

Funded By Stable Core Deposits

Asset-Sensitive (Interest Rate Risk Position)

Unique Business Model

Favorable Risk/Return Trade-Off

APPENDIX

I skate where the puck is going
to be, not where it has been.

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-

Wayne Gretzky

APPENDIX
Performance Metrics
Quarterly Trends
38

Average earning assets up $1.3 billion (+10%)

T/E net interest income up $12 million (+11%)

Provision for loan losses of $6 million:

Legacy net charge-
offs: $2.1 million
(0.09% annualized
rate)

Covered and
acquired net charge
offs: $0.1 million
(0.02% annualized
rate)

Legacy provision for
loan losses: $4.0
million
9/30/2013
12/31/2013
3/31/2014
6/30/2014
9/30/2014
Net Income ($ in thousands)
23,192
$
25,604
$
22,395
$
18,548
$
29,744
$
60%
Per Share Data:
Fully Diluted Earnings
0.78
$
0.86
$
0.75
$
0.60
$
0.89
$
48%
Operating Earnings (Non-GAAP)
0.83
0.87
0.73
0.96
1.00

4%
Pre-provision Operating Earnings (Non-GAAP)
0.89
0.97
0.78
1.06
1.11
5%
Tangible Book Value
37.00
37.17
37.59
37.41
37.91
1%
Key Ratios:
Return on Average Assets
0.71%
0.77%
0.68%
0.53%
0.76%
23
bps
Return on Average Common Equity
6.08%
6.62%
5.83%
4.56%
6.52%
196
bps
Return on Average Tangible Common Equity (Non-GAAP)
8.74%
9.43%
8.36%
6.62%
9.68%
306
bps
Net Interest Margin (TE)
(1)
3.37%
3.52%
3.54%
3.48%
3.47%
(1)
bps
Tangible Operating Efficiency Ratio (TE)

(1)
(Non-GAAP)
73.0%
69.9%
73.6%
68.3%
66.4%
(182)
bps
Tangible Common Equity Ratio (Non-GAAP)
8.64%
8.55%
8.61%
8.46%
8.47%
1
bps
Tier 1 Leverage Ratio
9.65%
9.70%
9.61%
10.03%
9.22%
(81)
bps
Tier 1 Common Ratio (Non-GAAP)
10.95%
10.55%
10.44%
10.33%
10.34%
1
bps
Total Risk Based Capital Ratio
13.28%
12.82%
12.69%
12.43%
12.42%
(1)
bps
Net Charge-Offs to Average Loans
(2)
0.02%
0.07%
0.05%
0.04%
0.09%
5
bps

Non-performing Assets to Total Assets
(2)
0.66%
0.61%
0.49%
0.53%
0.46%
(7)
bps
(1)
Fully taxable equivalent basis.
(2)
Excluding FDIC Covered Assets and Acquired Assets.
For Quarter Ended:
Linked Quarter
%/Basis Point
Change

APPENDIX
Financial Summary
3Q14
39

Reported EPS of $0.89 and non-GAAP operating EPS of $1.00

Tax equivalent net interest income increased $12.0 million, or 11% from 2Q14, while average earning assets increased $1.3 billion, or 10%

Branch and systems conversion of First Private Bank completed over the weekend of September 6-7, 2014

Legacy loan growth:

Legacy deposit growth:

Net
interest
margin
decreased
one
basis
point

to
3.47%
from
June
30,
2014,
due
mainly
to
a
one
basis
point increase in the yield on earning assets offset by a three basis point increase in cost of funds --
within previously disclosed guidance range of 3.45% to 3.50%

Operating tangible efficiency ratio improved from 68.3% to 66.4%

Tax-equivalent operating revenues increased $9.1 million, or 6%, on a linked quarter basis while
operating expenses increased $3.4 million, or 3%, resulting in improved operating leverage
$348 million since June 30, 2014 (+16% annualized), including $146
million of Commercial and $202 million of Small Business and
Consumer
Growth in the loan portfolio was balanced with 58% Retail and Small
Business and 42% Commercial
$397 million since June 30, 2014 (+13% annualized)
$110 million increase in non-interest bearing deposits (+14%
annualized)

APPENDIX
Non-Interest Income
3Q14 Components
40

Operating non-interest income
decreased $2.9 million, or -6%,
on a linked quarter basis

Deposit service charge income increased $2.0 million or 24%

ATM/Debit card fee income increased $0.4 million or 12%

Title revenue increased $0.3 million, or 6%

Mortgage income decreased $5.1 million or 29%

Decreased broker commissions income of $0.2 million or -3%

Gains on sale of investments increased $0.6 million
APPENDIX

Non-Interest Income Trends
41
3Q14 originations up 5% from 2Q14
Refinancings were 25% of production, up from
13% in 2Q14
Sales up 24% in 3Q14
Margins 6% higher in 3Q14
Pipeline of $170 million at quarter-end, down
6% as compared to June 30, 2014. At
October 10, 2014, the locked pipeline was
$194 million or +8% over September 30, 2014
Non-interest Income ($000s)
3Q13
4Q13
1Q14
2Q14
3Q14
$ Change
% Change
Service Charges on Deposit Accounts
7,512
$
7,455
$
7,012
$
8,203
$
10,205
$
2,002
$
24%
ATM / Debit Card Fee Income
2,476

2,493

2,467

2,937

3,287

350

12%
BOLI Proceeds and CSV Income
908

900

934

934

1,047

113

12%
Mortgage Income
15,202

12,356

10,133

17,957

12,814

(5,143)

-29%
Title Revenue
5,482

4,327

4,167

5,262

5,577

315

6%
Broker Commissions
3,950

4,986

4,048

5,479

5,297

(182)

-3%
Other Noninterest Income
7,720

6,179

5,129

7,182

6,854

(328)

-5%
Noninterest income excluding non-operating income
43,250

38,696

33,890

47,954

45,081

(2,873)

-6%
Gain (Loss) on Sale of Investments, Net
13

19

19

8

582

574

6797%
Other Non-operating income
-

-

1,772

1

-

(1)

-100%
Total Non-interest Income
43,263
$
38,715
$
35,681
$
47,963
$
45,663
$
(2,300)
$
-5%
3Q14 vs. 2Q14

APPENDIX
Non-Interest Expense 3Q14 Components
42

Non-operating non-interest expense of $6.4 million before-tax, or $4.2 million after-tax or $0.12 per share

Operating non-interest expense increased $3.4 million, or 3%, on a linked-quarter basis

$1.7 million of the operating expense increase was due to the full quarter impact of Teche and First Private

APPENDIX
Non-Interest Expense Trends
43
Linked quarter increases/decreases of:
Salary and benefits expense
$0.4 mil
Credit/Loan related expense
1.5
Hospitalization expense
1.0
Other Incentives
(1.6)
Increased due to the timing and consummation of Teche and First Private added approximately $1.7 million in operating expenses in 3Q14

Non-interest expenses excluding non-operating items up $3.4 million, or 3%, as compared to 2Q14

Total expenses down $7.3 million, or -6%, in 3Q14

Severance expense down $4.2 million, mostly related to Teche acquisition

Impairment of long-lived assets up $3.0 million

Merger-related expense decreased $8.7 million

Operating Tangible Efficiency Ratio of 66.4%, down 190 bps
Non-interest Expense ($000s)
3Q13
4Q13
1Q14
2Q14
3Q14
$ Change
% Change
Mortgage Commissions
4,238
$
3,169
$
2,215
$
3,481
$
3,912
$
431
$
12%
Hospitalization Expense
4,303

3,899

3,944

3,661

4,611

950

26%
Other Salaries and Benefits
50,140

52,108

53,582

55,921

54,898

(1,023)

-2%
Salaries and Employee Benefits
58,681
$
59,176
$
59,741
$
63,063
$
63,421
$
358
$
1%
Credit/Loan Related
5,248

2,776

3,560

3,093

4,569

1,476

48%
Occupancy and Equipment
13,863

13,971

13,775

13,918

14,580

662

5%
Amortization of Acquisition Intangibles
1,179

1,177

1,218

1,244

1,493

249

20%
All Other Non-interest Expense
26,933

25,328

27,328

28,913

29,602

689

2%
Nonint. Exp. (Ex-Non-Operating Exp.)
105,904
$
102,428
$
105,622
$
110,231
$
113,666
$
3,435
$
3%
Severance
554

216

119

5,466

1,226

(4,240)

-78%
Occupancy and Branch Closure Costs
594

-

17

14

-

(14)

-100%
Storm-related expenses
-

-

184

4

1

(3)

-78%
Impairment of Long-lived Assets, net of gains on sales
977

(225)

541

1,241

4,213

2,972

239%
Provision for FDIC clawback liability
667

-

-

-

(797)

(797)

100%
Debt Prepayment
-

-

-

-

-

-

0%
Termination of Debit Card Rewards Program
-

(311)

(22)

-

-

-

0%
Consulting and Professional
(630)

-

-

-

-

-

0%
Merger-Related Expenses
85

566

967

10,419

1,752

(8,667)

-83%
Total Non-interest Expense
108,152
$
102,674
$
107,428
$
127,375
$
120,060
$
(7,315)
$
-6%
Tangible Efficiency Ratio - excl Nonop-Exp
73.0%
69.9%
73.6%
68.3%
66.4%
3Q14 vs. 2Q14

APPENDIX
Legacy Credit Portfolio
44
Asset Quality Summary
(Excludes FDIC covered assets and all acquired loans)

NPAs equated to 0.46% of total assets, down 7 bps compared to 2Q14. Includes $13 million of bank-related properties

$67 million in classified assets (down $0.3 million from 2Q14)

Legacy net charge-
offs of $2.1 million, or
an annualized rate of
0.09% of average
loans

$4 million provision
for legacy franchise in
3Q14
($ thousands)
9/30/2013
6/30/2014
9/30/2014
Non-accrual Loans
43,838
$
34,187
$
38,060
$
-13%
11%
OREO
30,607

34,794

23,477

-23%
-33%
Accruing Loans 90+ Days Past Due
1,418

20

4

-100%
-78%
Non-performing Assets
75,863

69,001

61,542

-19%
-11%
Note: NPAs excluding Former Bank Properties

65,345

50,415

48,808

-25%
-3%
Past Due Loans
57,662

48,189

50,505

-12%
5%
Classified Loans
78,059

67,796

67,462

-14%
0%
Non-performing Assets/Assets
0.66%
0.53%
0.46%
(20)

bps
(7)

bps
NPAs/(Loans + OREO)
0.98%
0.78%
0.67%
(31)

bps
(11)

bps
Classified Assets/Total Assets
0.66%
0.52%
0.50%

(16)

bps
(2)

bps
(Past Dues & Nonaccruals)/Loans
0.75%
0.55%
0.55%
(20)

bps
0

bps
Provision For Loan Losses
2,868
$
3,004
$
4,022
$
40%
34%
Net Charge-Offs/(Recoveries)
303

759

2,131

604%
181%
Provision Less Net Charge-Offs
2,565
$
2,245
$
1,891
$
-26%
-16%
Net Charge-Offs/Average Loans
0.02%
0.04%
0.09%
7

bps

5

bps
Allowance For Loan Losses/Loans
0.83%
0.80%
0.79%
(4)

bps
(1)

bps
Allowance For Credit Losses/Loans
0.99%
0.93%
0.92%
(7)

bps
(1)

bps
For Quarter Ended:
% or Basis Point Change
Year/Year
Qtr/Qtr

APPENDIX
Capital Ratios
45

The decline in Tier 1 leverage ratio in 3Q14 was due to the manner in which the leverage ratio is calculated using capital in the numerator at period-end and average total assets in the denominator

Commencing in 2015, the Company will experience a 50% phase-out of Tier 1 capital treatment for its trust preferred securities with no commensurate change in total regulatory capital

In addition, by year-end 2014, the Company will experience the expiration of FDIC loss share protection on non-single family loans associated with three FDIC assisted transactions

Change in Tier 1
Leverage ratio due to
estimated impact of
acquisitions on average
total assets used in
calculations
Estimated Future Impacts:

Anticipated 50% phase-
out of trust preferred
securities beginning in
2015

Expiration of loss share
coverage on three FDIC-
assisted transactions
Q2 2014
Q3 2014
Well
Capitalized
Minimum
Tier 1 Leverage
10.03%
9.22%
(81)
bps
5.00%
Tier 1 Risk Based
11.23%
11.23%
0
bps
6.00%
Tier 1 Common Risk Based
10.33%
10.34%
1
bps
3.00%
Total Risk Based
12.43%
12.42%
(1)
bps
10.00%
Tangible Common Equity / Tangible Assets
8.46%
8.47%
1
bps

N/A
IBERIABANK Corporation Capital Ratios
Change
Estimated Proforma Impact on 3Q 2014 Capital Ratios
Phase out of Trust Preferred Securites (50% Phase Out)
(36)
bps
(45)
bps
-
bps
End of Loss Share -
certain covered assets
-
bps
(14)
bps
(17)
bps
Total Impact
(36)
bps
(59)
bps
(17)
bps
Total Risk Based
Tier 1 Risk Based
Tier 1 Leverage

APPENDIX
Non-GAAP Cash Margin
46

Adjustments represent accounting impacts of purchase discounts on acquired loans and related accretion as well as the I/A and related amortization on the covered portfolio
Balances, as
Reported
Adjustments
As Adjusted
3Q13
Average Balance
11,674,648

(199,543.31)

11,475,104

Income
97,452

101

97,554

Rate
3.37%
-0.01%
3.35%
4Q13
Average Balance
11,853,895

(192,574.05)

11,661,322

Income
103,438

(2,061)

101,377

Rate
3.52%
-0.02%
3.49%
1Q14
Average Balance
12,088,182

(171,440.32)

11,916,741

Income
104,408

(2,517)

101,890

Rate
3.54%
-0.10%
3.44%

2Q14
Average Balance
12,693,217

(156,606)

12,536,611

Income
108,979

687

109,665

Rate
3.48%
0.01%
3.49%
3Q14
Average Balance
13,990,968

(157,213)

13,833,755

Income
121,041

(3,544)

117,497

Rate
3.47%
-0.12%
3.35%

APPENDIX
Loan Growth Since Year-End 2008
47
December 31, 2008
$3.7 Billion
September 30, 2014
$11.1 Billion
Acquired loans, net of discount
+$4.0 billion
Acquired loan pay downs
($2.1 billion)
Legacy loan growth
+$5.4 billion
Total net growth
+$7.3 billion

APPENDIX
Deposit Growth Since Year-End 2008
48
December
31,
2008
$4.0 Billion

$8.4 billion growth in total
deposits or +210% (+36%
annualized)
September
30,
2014
$12.4 Billion

APPENDIX
Small Business and Retail
3Q14 Progress
49

Small Business loan growth of $87 million, or +12%, on a linked-quarter basis

Indirect loan growth of $3 million, or +1%, on a linked-quarter basis

Consumer Direct & Mortgage loan growth of $128 million, or +7%, on a linked quarter basis

Credit Card loan growth of $3 million, or +5%, on a linked quarter basis

Checking account growth:

Small Business checking accounts increased 13% year-over-year and an annualized 9% on a linked quarter basis

Consumer checking accounts increased slightly year-over-year but decreased an annualized 6% on a linked quarter basis due to expected attrition from recently converted Teche portfolio

Continued focus on productivity and efficiency of the delivery network

opened one branch in 3Q14, did not close any branches in 3Q14, and two additional branch openings targeted by year-end 2014

Acceptance and usage of digital delivery continues to increase among our client base
Excludes acquired loans and deposits

APPENDIX
Market Highlights For 3Q14
50

Competitive pressure remains strong for high quality commercial and business banking clients in terms of both pricing and structure

Houston, New Orleans, Baton Rouge, Birmingham, and Huntsville showed strong commercial loan originations

Total commitments originated during 3Q14 of $1.2 billion with 34% fixed rate and 66% floating rate

Commercial loans originated and funded in 3Q14 totaled $445 million with a mix of 23% fixed and 77% floating ($775 million in commercial loan commitments during the quarter)

Strong commercial pipeline in excess of $629 million at quarter-end

Total Small Business loan growth of $66 million, or +6%, on a linked-quarter basis

Period-end core deposit increase of $307 million, with non-interest bearing deposits up $110 million (up $309 million linked quarter growth on an average balance basis)
mainly as a result of the Teche and First Private acquisitions

APPENDIX
Weekly Locked Mortgage Pipeline Trends
51

Significant pipeline declines in winter months

Seasonal rebound commences at the start of each year through spring months into early summer

Most recent decline was 40% since start of October 2013

2014 trending is consistent with prior years

Weekly locked pipeline was $194 million at October 10, 2014, up 8% since September 30, 2014

APPENDIX
Payroll Taxes And Retirement Contributions
52
3Q14 includes full quarter of Teche and First Private results

APPENDIX
Checking NSF-Related Charges
53
3Q14 includes full quarter of Teche and First Private results

APPENDIX
Non-Operating Items (Non-GAAP)
54
For The Quarter Ended
September 30, 2013
June 30, 2014
September 30, 2014
Dollar Amount
Dollar Amount
Dollar Amount
Pre-tax
After-tax
(2)
Per share
Pre-tax
After-tax

(2)
Per share
Pre-tax
After-tax
(2)
Per share
Net Income (Loss) (GAAP)
$ 30,549
$ 23,192
$ 0.78
$ 24,819
$ 18,548
$ 0.60
$ 40,930
$ 29,744
$ 0.89
Non-interest income adjustments
Gain on sale of investments and other non-interest income
(13)
(8)
(0.00)
(9)
(6)
(0.00)
(582)
(378)
(0.01)
Non-interest expense adjustments
Merger-related expenses
85
55
0.00
10,419
6,840
0.22
1,752
1,139
0.04
Severance expenses
554
360
0.01
5,466
3,553
0.11
1,226
797
0.02
(Gain) Loss on sale of long-lived assets, net of impairment
977

635
0.02
1,241
807
0.03
4,213
2,738
0.08
(Reversal of) Provision for FDIC clawback liability
667
434
0.01
-
-
-
(797)
(518)
(0.02)
Other non-operating non-interest expense
(36)
(23)
(0.00)
18
12
0.00
1
1
(0.00)
Operating
earnings
(Non-GAAP)
(3)
32,783
24,644
0.83
41,954
29,754
0.96
46,743
33,523
1.00
Covered and acquired impaired (reversal of) provision for loan losses
(854)
(555)
(0.02)
1,744
1,134
0.04
1,692
1,100

0.03
Other (reversal of) provision for loan losses
2,868
1,864
0.07
3,004
1,953
0.06
4,022
2,614
0.08
Pre-provision
operating
earnings
(Non-GAAP)
(3)
$ 34,797
$ 25,954
$ 0.89
$ 46,702
$ 32,841
$ 1.06
$ 52,457
$ 37,237
$ 1.11
(dollars in thousands)
Non-operating adjustments equal to $5.8 million pre-tax or $0.11 EPS after-tax:

3Q14 Merger related expense of $1.8 million pre-tax or $0.04 EPS after-tax

3Q14 Severance expense of $1.2 million pre-tax or $0.02 EPS after-tax

Net impairment expense of $4.2 million pre-tax or $0.08 EPS after-tax
(1) Per share amounts may not appear to foot due to rounding.
(2) After-tax amounts estimated based on a 35% marginal tax rate.

Reversal of provisioning for FDIC clawback liability of $0.7 million pre-tax or $0.02 after tax
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

(1)

APPENDIX
Expected Quarterly Re-Pricing Schedule
55
Excludes FDIC loans and receivable, non-accrual loans and market value adjustments
$ in millions
Note: Amounts exclude re-pricing of assets and liabilities from prior quarters
4Q14
1Q15

2Q15
3Q15
4Q15
Cash Equivalents
Balance
481.1
$
-
$
-
$
-
$
-
$
Rate
0.69%
0.00%
0.00%
0.00%
0.00%
Investments
Balance
68.6
$
60.9
$
77.1
$
84.1
$
82.9
$
Rate
3.02%
2.97%
2.92%
2.75%
2.82%
Fixed Rate Loans
Balance
200.2
$
145.0
$
158.9
$
177.3
$
150.6

$
Rate
4.94%
4.95%
5.05%
4.96%
4.91%
Variable Rate Loans
Balance
4,840.3
$
35.4
$
40.4
$
44.4
$
17.5
$
Rate
3.28%
3.02%
3.11%
3.54%
3.36%
Held for Sale Loans
Balance
148.5
$
-
$
-
$
-
$
-
$
Rate
3.52%
0.00%
0.00%
0.00%
0.00%
Time Deposits
Balance
702.8
$
314.2
$
321.9

$
256.4
$
104.6
$
Rate
0.38%
0.62%
0.70%
0.80%
0.84%
Repos/ST Debt
Balance
504.8
$
180.0
$
125.0
$
-
$
-
$
Rate
0.15%
0.19%
0.20%
0.00%
0.00%
Borrowed Funds
Balance
126.5
$
2.1
$
10.1
$
3.3
$
1.9
$
Rate
3.11%
3.20%
3.49%
3.95%
3.60%

APPENDIX
Interest Rate Simulation
56

Asset sensitive from an interest rate risk position

The degree of asset sensitivity is a function of the reaction of competitors to changes in deposit pricing

Forward curve has a positive impact over 12 months
Source: Bancware model, as of September 30, 2014
* Assumes instantaneous and parallel shift in interest rates based on static balance sheet
Base
Blue
Forward
Change In:
-200 bp*

-100 bp*
Case
+100 bp*
+200 bp*
Chip
Curve
Net Interest
Income
-4.6%
-2.0%
0.0%
4.9%
9.8%
1.1%
1.0%
Economic
Value of
Equity
-12.1%
-17.7%
0.0%
2.7%
7.8%
-0.1%
-0.1%

APPENDIX
Expected Amortization
57
Projected average balance includes the balance of the Indemnification Asset
$ in Millions
Q1 2013
Revenues
Amortization
41.6
$
30.3
$
$
13.9

$
Q2 2013
Q3 2013
Q4 2013
2013
Q1 2014
Q2 2014
Q3 2014
Q4 2014
2014
Q1 2015
(17.0)
(25.1)
$
$
$
$
11.9
(27.7)
(18.1)
$
(29.1)
(97.8)
$
(8.7)
(70.1)
$
Net covered Income
$
12.2
Balance
1,424
$
1,224
$
$
$
$
23.0
$
$
93.1
$
$
(22.9)
$
(4.0)
$
42.1
$

5.1
$
$
23.0
1,100
$
941
$
1,171
$
846
$
756
$
670
$
573
$
711
504
30.9
$
139.9
25.9
30.2
13.9
$
6.7
$
6.0
5.3
$
7.9
$
$
$
8.0
37.1
$
8.0
(19.3)
2.00%
3.00%
4.00%
5.00%
6.00%
7.00%
8.00%
$0
$300

$600
$900
$1,200
$1,500
Q1 2013
Q2 2013
Q3 2013
Q4 2013
Q1 2014
Q2 2014
Q3 2014
Q4 2014
Q1 2015
Projected Average Balance
Projected Net Yield
$
$
$
$
Projected Average Balances and Net Yields