IBERIABANK CORP

Form 5

February 11, 2008

FORM 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

Number:

Expires:

3235-0362

January 31,

2005

1.0

may continue.

See Instruction

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

| 1. Name and Address of DAVIS JOHN R | Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|-------------------------------------|--------------------|---|---|--|--|
| (Last) (First |) (Middle) | IBERIABANK CORP [IBKC] 3. Statement for Issuer's Fiscal Year Ended | | | |
| | | (Month/Day/Year) 12/31/2007 | Director 10% Owner X Officer (give title Other (specification) | | |
| 200 WEST CONGR | ESS STREET | | below) below) Sr. Executive Vice President | | |
| (Stree | t) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Reporting | | |
| LAEAVETTE ÂLA | 70501 | | (check applicable line) | | |

LAFAYETTE, LAÂ 70501

(State)

(7in)

(City)

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

| (City) | (State) (Z | 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. Securi Acquired Disposed (Instr. 3, | d (A) of d of (E) 4 and (A) or |)) 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | Ownership Form: | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 51,277 | D | Â | |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 6,148 | I | BY 401(K) | |
| COMMON STOCK | Â | Â | Â | Â | Â | Â | 3,125 | I | BY 401(K) PUTNAM | |

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) | Number | | 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 OPTION | \$ 14.4 | Â | Â | Â | Â | Â | 09/15/2000 | 09/15/2009 | COMMON STOCK | 6,250 |
| STOCK OPTION | \$ 11.1 | Â | Â | Â | Â | Â | 12/23/2000 | 12/23/2009 | COMMON STOCK | 17,524 |
| STOCK OPTION | \$ 11 | Â | Â | Â | Â | Â | 04/17/2001 | 04/17/2010 | COMMON STOCK | 6,250 |
| STOCK OPTION | \$ 20.648 | Â | Â | Â | Â | Â | 05/08/2002 | 05/08/2011 | COMMON STOCK | 13,750 |
| STOCK OPTION | \$ 22.88 | Â | Â | Â | Â | Â | 01/11/2003 | 01/11/2012 | COMMON STOCK | 16,250 |
| STOCK OPTION | \$ 30.88 | Â | Â | Â | Â | Â | 03/19/2004 | 03/19/2013 | COMMON STOCK | 18,125 |
| STOCK OPTION | \$ 45.6 | Â | Â | Â | Â | Â | 04/29/2005 | 04/29/2014 | COMMON STOCK | 20,000 |
| STOCK OPTION | \$ 47.488 | Â | Â | Â | Â | Â | 03/21/2006 | 03/21/2015 | COMMON STOCK | 13,871 |
| STOCK OPTION | \$ 57.66 | Â | Â | Â | Â | Â | 03/03/2007 | 03/03/2016 | COMMON STOCK | 11,556 |
| STOCK OPTION | \$ 57.31 | Â | Â | Â | Â | Â | 02/26/2008 | 02/26/2017 | COMMON STOCK | 6,252 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|---------------|-------|--|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | | |
| DAVIS JOHN R | | | Sr. | | | | | |
| 200 WEST CONGRESS STREET | Â | Â | Executive | Â | | | | |
| LAFAYETTE, LA 70501 | | | Vice Presiden | t | | | | |

Reporting Owners 2

Signatures

JOHN R. 02/11/2008 DAVIS

**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.

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