IBERIABANK CORP
Form 4
May 19, 2005

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL
OMB Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BROWN MICHAEL J
(Last) (First) (Middle)
200 WEST CONGRESS STREET
(Street)
LAFAYETTE, LA 70501
(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/18/2005

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Executive Vice Presiden

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/18/2005		M		5,000	A	$ 13.37	35,241	D	
Common Stock	05/18/2005		S		1,112	D	$ 60.1	34,129	D	
Common Stock								2,063	I	By ESOP

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

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SEC 1474 (9-02)

number.

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	$ 13.37	05/18/2005		M			5,000	12/16/2000 (1)	12/16/2009	Common Stock	5,000
Stock Option	$ 13.75							04/17/2001 (2)	04/17/2010	Common Stock	5,000
Stock Option	$ 25.81							05/08/2002 (3)	05/08/2011	Common Stock	11,000
Stock Option	$ 28.6							01/11/2003 (3)	01/11/2012	Common Stock	13,000
Stock Option	$ 38.6							03/19/2004 (4)	03/19/2013	Common Stock	14,500
Stock Option	$ 57							04/29/2005 (5)	04/29/2014	Common Stock	16,000
Stock Option	$ 59.36							03/21/2006	03/21/2015	Common Stock	11,097

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN MICHAEL J 200 WEST CONGRESS STREET LAFAYETTE, LA 70501			Senior Executive Vice Presiden	

Signatures

/s/ Brown, Michael J.	05/19/2005
**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).

(1) Stock Options, awarded via Issuer's 1996 Stock Option Plan, will vest over a 7-year period commencing on the first anniversary of the date of grant at one seventh per year.

(2) Stock Options, awarded via Issuer's 1999 Stock Option Plan, will vest over a 7-year period commencing on the first anniversary of the date of grant at one seventh per year.

(3) Stock options, awarded via Issuer's 2001 Incentive Compensation Plan, will vest over a 5-year period commencing on the first anniversary of the date of grant at twenty percent per year.

(4) Stock Options, awarded via Issuer's 1999 Stock Option Plan, will vest over a 5-year period commencing on the first anniversary of the date of grant at twenty percent per year.

(5) Stock options, awarded via Issuer's 2001 Incentive Compensation Plan, will vest over a 7-year period commencing on the first anniversary of the date of grant at one seventh per year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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