IBERIABANK CORP

Form 4

February 22, 2017

FORM 4

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

OMB Number:

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on, 210, 20

Expires:

January 31, 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

1(b).

(City)

(State)

(7:m)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PRICE MICHAEL SCOTT Issuer Symbol IBERIABANK CORP [IBKC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _X__ Officer (give title _ Other (specify 200 WEST CONGRESS STREET 02/17/2017 below) CHIEF ACCOUNTING OFFICER (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting LAFAYETTE, LA 70501 Person

(City)	(State) (2	Table	I - Non-De	erivative Secu	ırities	Acquired	d, Disposed of, or	r 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 or Disposed (Instr. 3, 4 ar	of (D)	` ′	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)
COMMON STOCK	02/17/2017		M <u>(1)</u>	196.5149	A	<u>(2)</u>	6,227	D	
COMMON STOCK	02/17/2017		D <u>(1)</u>	196.5149	D	\$ 85.25	6,030	D	

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

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SEC 1474

(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	2.	3. Transaction Date	3A. Deemed	4.	5. Nui	mber of	6. Date Exercis	sable and	7. Title and Am
Derivative	Conversion	(Month/Day/Year)	n/Day/Year) Execution Date, if TransactionDerivative		ative	Expiration Date	Underlying Secu		
Security	or Exercise		any	Code Securities		ities	(Month/Day/Y	(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Acquired (A) or				
	Derivative				Disposed of (D) (Instr. 3, 4, and				
	Security								
	•				5)				
						(P)	Date Exercisable	Expiration Date	Title
				C + V	(4)				
				Code V	(A)	(D)			
PHANTOM									COMMON
	<u>(2)</u>	02/17/2017		$M_{\underline{(3)}}$	19	196.5149	02/17/2017	02/17/2017	
STOCK									STOCK

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PRICE MICHAEL SCOTT 200 WEST CONGRESS STREET LAFAYETTE, LA 70501

CHIEF ACCOUNTING OFFICER

Signatures

MICHAEL SCOTT 02/22/2017 PRICE

**Signature of Reporting Date
Person

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) SETTLEMENT OF PHANTOM STOCK.
- (2) EACH SHARE OF PHANTOM STOCK IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
- (3) PAYMENT OF CASH IN SETTLEMENT OF PHANTOM STOCK.

Note: File three copies of this Form, one of which must be manually signed. If space 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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