

IBERIABANK CORP
Form DEFR14A
April 16, 2014

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. 1)**

Filed by the Registrant

Filed by the Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to Rule 14a-11(c) or Rule 14a-12

IBERIABANK Corporation

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

.. Fee paid previously with preliminary materials:

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1. Amount previously paid:

2. Form, Schedule or Registration Statement No.:

3. Filing Party:

4. Date Filed:

IBERIABANK CORPORATION

200 West Congress Street

Lafayette, Louisiana 70501

April 16, 2014

Dear Shareholder:

Recently IBERIABANK Corporation mailed our Annual Meeting proxy materials. Due to a production error, the proxy statement and the enclosed proxy card both disclosed an incorrect Internet voting website. We sincerely apologize for this error. Contained in this package is a supplement to the proxy statement and corrected proxy card that is to be used as a substitute.

Again, we greatly regret this error. If you have any questions, please call (337) 521-4788.

Thank you.

Daryl G. Byrd

President and Chief Executive Officer

IBERIABANK CORPORATION

200 West Congress Street

Lafayette, Louisiana 70501

SUPPLEMENT TO PROXY STATEMENT FOR ANNUAL MEETING OF SHAREHOLDERS

To Be Held on May 5, 2014

This supplement to proxy statement (the **Supplement**) amends and supplements the definitive proxy statement, dated April 7, 2014 (the **Proxy Statement**), filed by IBERIABANK Corporation (the **Company**) with the Securities and Exchange Commission on April 7, 2014. Except as described in this Supplement, the information provided in the Proxy Statement continues to apply. To the extent that information in this Supplement differs from or updates information contained in the Proxy Statement, you should rely on the information in this Supplement.

Internet Voting

Due to a production error, both the Proxy Statement and the enclosed proxy card disclosed an incorrect Internet voting website. To vote by proxy on the Internet, go to <https://rtcoproxy.com/ibkc> to complete an electronic proxy card. You will need the 9-digit Control Number indicated on the enclosed corrected proxy card. You may vote on the Internet any time prior to 3:00 a.m., Eastern Time, on May 5, 2014.

Voting by Telephone or Mail No action may be necessary

If you previously voted by telephone or executed and mailed the proxy card previously provided, you need take no action unless you decide to change your vote or revoke your proxy.

Important Notice Regarding the Availability of Proxy Materials for the 2014

Annual Meeting of Shareholders to be held on May 5, 2014

The Notice of Annual Meeting of Shareholders, the Proxy Statement, the Supplement to Proxy Statement, the Company's 2013 Annual Report to Shareholders and the Company's Annual Report on Form 10-K for the year ended December 31, 2013 are available electronically at

<http://www.iberiabank.com/Proxy2014>

Whether or not you expect to attend the Annual Meeting, please vote by Internet or telephone, or complete the enclosed corrected proxy and return promptly in the postage-paid envelope provided. If you vote by Internet or

telephone, use the instructions on the enclosed corrected proxy card. If you attend the Annual Meeting, you may vote either in person or by proxy. Any proxy previously executed may be revoked by you in writing or in person at any time prior to its exercise.

This Supplement is dated April 16, 2014.

