PRICE MICHAEL SCOTT

Form 4

February 20, 2019

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

See Instruction

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

response...

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person PRICE MICHAEL SCOTT | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|--|---|--|--|
| | IBERIABANK CORP [IBKC] | (Check all applicable) | | |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction | | | |
| | (Month/Day/Year) | Director 10% Owner | | |
| 200 WEST CONGRESS STREET | 02/15/2019 | Officer (give titleOther (specify 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 | | |
| LAFAYETTE, LA 70501 | | Form filed by More than One Reporting | | |

| (City) | (State) | (Zip) Tab | ole I - Non- | Derivative Se | curiti | es Acquir | red, Disposed of, | or Beneficiall | y Owned |
|--------------------------------------|---|---|--|---|--------|--------------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securities onor Disposed (Instr. 3, 4 au | of (D) | ` ′ | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common | | | Code V | Amount | (D) | Price \$ | (Instr. 3 and 4) | | |
| Stock | 02/15/2019 | | F | 53 | D | ³ 77.03 | 7,721 | D | |
| Common Stock | 02/15/2019 | | M <u>(1)</u> | 150.7194 | A | <u>(2)</u> | 7,872 | D | |
| Common Stock | 02/15/2019 | | D <u>(1)</u> | 150.7194 | D | \$ 77.03 | 7,721 | D | |
| Common Stock | 02/15/2019 | | J | 42 | D | \$ 0 (3) | 7,679 | D | |
| Common Stock | 02/17/2019 | | F | 67 | D | \$ 77.03 | 7,612 | D | |

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| Common Stock | 02/17/2019 | M(1) | 204.2663 | A | <u>(2)</u> | 7,816 | D |
|-----------------|------------|--------------|----------|---|-------------|-------|---|
| Common Stock | 02/17/2019 | D <u>(1)</u> | 204.2663 | D | \$ 77.03 | 7,612 | D |
| Common Stock | 02/17/2019 | J | 53 | D | \$ 0 (3) | 7,559 | D |
| Common Stock | 02/18/2019 | F | 77 | D | \$ 77.03 | 7,482 | D |
| Common Stock | 02/18/2019 | M(1) | 347.0951 | A | (2) | 7,829 | D |
| Common Stock | 02/18/2019 | D(1) | 347.0951 | D | \$ 77.03 | 7,482 | D |
| Common Stock | 02/18/2019 | J | 61 | D | \$ 0 (3) | 7,421 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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) | TransactionDerivative Code Securities (Instr. 8) Acquired (Disposed of | | de Securities str. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and | | sable and e ear) | 7. Title and A Underlying S (Instr. 3 and | Securitie |
|---|---|---|---|---|-----|--|---------------------|------------------------|---|--------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour Numbe Shares |
| Phantom Stock | <u>(2)</u> | 02/15/2019 | | M(4) | | 150.7194 | 02/15/2019 | 02/15/2019 | Common Stock | 150.7 |
| Phantom Stock | <u>(2)</u> | 02/17/2019 | | M(4) | | 204.2663 | 02/17/2019 | 02/17/2019 | Common Stock | 204.2 |
| Phantom Stock | <u>(2)</u> | 02/18/2019 | | M(4) | | 347.0951 | 02/18/2019 | 02/18/2019 | Common Stock | 347.0 |

Reporting Owners

| Reporting Owner Name / Address | | | Ketationships | |
|--------------------------------|----------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |

Reporting Owners 2

Deletionships

PRICE MICHAEL SCOTT 200 WEST CONGRESS STREET LAFAYETTE, LA 70501

CHIEF ACCOUNTING OFFICER

Signatures

MICHAEL SCOTT PRICE

02/20/2019

**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) SETTLEMENT OF PHANTOM STOCK.
- (2) EACH SHARE OF PHANTOM STOCK IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
 - PURSUANT TO A DIVORCE DECREE, THESE SHARES WERE TRANSFERRED FOR NO CONSIDERATION TO THE
- (3) REPORTING PERSON'S FORMER SPOUSE. FOR PURPOSES OF SECTION 16, THE REPORTING PERSON NO LONGER REPORTS THAT HE IS THE BENEFICIAL OWNER OF ANY SHARES OWNED BY HIS FORMER SPOUSE.
- (4) 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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