

IBERIABANK CORP  
Form 4  
March 03, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KOTTLER ROBERT M**

(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)  
03/01/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
EVP, DIR OF RETAIL & SMALL BUS

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	03/01/2017		M <sup>(1)</sup>		406.914	A	② 18,298
COMMON STOCK	03/01/2017		D <sup>(1)</sup>		406.914	D	\$ 83.8 17,891
COMMON STOCK	03/01/2017		M <sup>(1)</sup>		315.3405	A	② 18,206
COMMON STOCK	03/01/2017		D <sup>(1)</sup>		315.3405	D	\$ 83.8 17,891
COMMON STOCK	03/01/2017		A <sup>(3)</sup>		1,347	A	④ 19,238

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COMMON STOCK 03/01/2017 F 587 D \$ 83.8 18,651 D

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

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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)	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 Underlying (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
PERFORMANCE UNITS	(2)	03/01/2017		M(1)	406.914	03/01/2015(5)	03/01/2017	COM ST
PERFORMANCE UNITS	(2)	03/01/2017		M(1)	315.3405	03/01/2016(5)	03/01/2018	COM ST

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

KOTTLER ROBERT M  
200 WEST CONGRESS STREET  
LAFAYETTE, LA 70501

EVP, DIR OF RETAIL & SMALL BUS

## Signatures

ROBERT M. KOTTLER 03/03/2017

\*\*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) REPRESENTS SETTLEMENT OF CASH-SETTLED PERFORMANCE UNITS.
- (2) EACH PERFORMANCE UNIT IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
- (3) DELIVERY OF SHARES OF COMMON STOCK IN SETTLEMENT OF PERFORMANCE UNITS UPON VESTING.

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- (4) EACH RESTRICTED SHARE UNIT IS THE ECONOMIC EQUIVALENT OF ONE SHARE OF IBKC COMMON STOCK.
- (5) ONE-THIRD VESTING ON THE DATE INDICATED AND ON EACH OF HTE NEXT TWO ANNIVERSARIES THEREOF.

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.