

IBERIABANK CORP  
Form 425  
March 19, 2012

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 19, 2012

## IBERIABANK CORPORATION

(Exact name of Registrant as Specified in Charter)

Louisiana  
(State or Other Jurisdiction

of Incorporation)

0-25756  
(Commission

File Number)

200 West Congress Street, Lafayette, Louisiana 70501

(Address of Principal Executive Offices)

72-1280718  
(I.R.S. Employer

Identification No.)

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(337) 521-4003

Registrant's telephone number, including area code

**NOT APPLICABLE**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement**

On March 19, 2012, IBERIABANK Corporation ( IBKC ) and Florida Gulf Bancorp, Inc. ( FGBC ) announced that FGBC would merge with and into IBKC pursuant to an Agreement and Plan of Merger (the Merger Agreement ) dated as of March 19, 2012. The transaction, which was approved by the boards of directors of both companies, is subject to normal regulatory approvals and the approval of FGBC s shareholders.

The Merger Agreement and related press release are filed as Exhibits 2.1 and 99.1, respectively, to this Report and are incorporated herein by reference.

**Item 7.01 Regulation FD Disclosure**

Supplemental information regarding proposed acquisition of FGBC. Exhibit 99.2 to this Report is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

Exhibit 2.1 - Agreement and Plan of Merger, dated as of March 19, 2012, between IBKC and FGBC.

Exhibit 99.1 - Press Release dated March 19, 2012, announcing Merger Agreement with FGBC.

Exhibit 99.2 - Supplemental Information dated March 19, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

IBERIABANK CORPORATION

DATE: March 19, 2012

By: /s/ Daryl G. Byrd  
Daryl G. Byrd  
President and Chief Executive Officer

**EXHIBIT INDEX**

Exhibit  
Number

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- 99.1 Press Release dated March 19, 2012, announcing Merger Agreement with FGBC.
- 99.2 Supplemental Information dated March 19, 2012.