

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549



09012010

FORM 11-K

ANNUAL REPORT  
PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

SEC  
Mail Processing  
Section

JUN 29 2009

Washington, DC  
120

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2008

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the transaction period from \_\_\_\_\_ to \_\_\_\_\_.

Commission file number: 0-25756

A. Full title of the plan and address of the plan, if different from that of the issuer  
named below:

**IBERIABANK Corporation Retirement Savings Plan  
(formerly, ISB Financial Corporation Profit Sharing Plan and Trust)**

B. Name of issuer of the securities held pursuant to the plan and the address of its  
principal executive office:

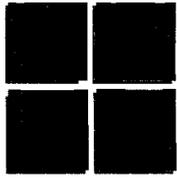
**IBERIABANK Corporation  
200 West Congress Street  
Lafayette, Louisiana 70501**

As filed on June 29, 2009

# IBERIABANK CORPORATION RETIREMENT SAVINGS PLAN

## Index to Financial Statements and Supplementary Schedules

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**Castaing  
Hussey &  
Lolan, LLC**

— Certified Public Accountants

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Hilda S. Carriere, CPA

Report of Independent Registered Public Accounting Firm

To the Trustees and Participants of the  
IBERIABANK Corporation Retirement Savings Plan  
Lafayette, LA

We have audited the accompanying statements of net assets available for benefits of the IBERIABANK Corporation Retirement Savings Plan as of December 31, 2008 and 2007, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the IBERIABANK Corporation Retirement Savings Plan as of December 31, 2008 and 2007, and the changes in net assets available for benefits for the years then ended in conformity with U.S. generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes at end of year is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

*Castaing, Hussey & Lolan, LLC*

New Iberia, Louisiana  
June 25, 2009

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN**

**STATEMENTS OF NET ASSETS  
AVAILABLE FOR BENEFITS**

**DECEMBER 31, 2008 AND 2007**

	2008	2007
<b>ASSETS</b>		
Participant-Directed Investments (Note 3)	\$ 32,890,679	\$ 37,015,164
Participant Loans	673,806	736,085
Dividends Receivable	123,949	142,605
<b>TOTAL ASSETS</b>	<b>33,688,434</b>	<b>37,893,854</b>
 <b>LIABILITIES</b>		
Contributions Received in Advance	156,257	0
Dividends Payable	21,013	25,758
<b>TOTAL LIABILITIES</b>	<b>177,270</b>	<b>25,758</b>
 <b>NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE</b>	<b>33,511,164</b>	<b>37,868,096</b>
Adjustment from fair value to contract value for fully benefit-responsive investment contract	203,406	18,978
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<b>\$ 33,714,570</b>	<b>\$ 37,887,074</b>

The accompanying notes are an integral part of these financial statements.

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS** **FOR THE YEARS ENDED  
DECEMBER 31, 2008 AND 2007**

	2008	2007
<b>ADDITIONS</b>		
Additions to net assets attributed to:		
Investment Income:		
Net depreciation in fair value of investments (Note 3)	\$ (4,857,249)	\$ (5,251,016)
Interest	56,003	68,672
Dividends	535,253	615,407
Total Investment Income	(4,265,993)	(4,566,937)
Contributions:		
Employer	630,385	695,791
Participant	3,598,044	3,582,693
Rollover	1,810,664	2,868,985
Total Contributions	6,039,093	7,147,469
<b>TOTAL ADDITIONS</b>	1,773,100	2,580,532
<b>DEDUCTIONS</b>		
Deductions from net assets attributed to:		
Benefits paid to participants	5,937,888	9,544,050
Administrative Expenses	7,716	5,865
<b>TOTAL DEDUCTIONS</b>	5,945,604	9,549,915
<b>NET DECREASE DURING YEAR</b>	(4,172,504)	(6,969,383)
<b>NET ASSETS AVAILABLE FOR BENEFITS:</b>		
Beginning of Year	37,887,074	44,856,457
End of Year	\$ 33,714,570	\$ 37,887,074

The accompanying notes are an integral part of these financial statements.

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2008 AND 2007**

**NOTE 1 – PLAN DESCRIPTION:**

The following description of the IBERIABANK Corporation Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

**General.** The Plan is a defined contribution plan established in 1982. In 2005, the IBERIABANK Corporation Employee Stock Ownership Plan merged into the IBERIABANK Corporation Profit Sharing Plan and Trust, and the merged plan was renamed the IBERIABANK Corporation Retirement Savings Plan. In the same year the Plan was amended to create an employee stock ownership plan within the Plan, represented by the assets held in the form of employer securities. Participants are allowed to direct the investment of all of their account balance into various investment options offered by the plan. All employees of participating employers are eligible to participate in the plan provided they are age 18 or older. Any entity, whether an affiliate or subsidiary of IBERIABANK Corporation (the Company) or not, may adopt this Plan and become a participating employer. The participating employers are IBERIABANK, Iberia Financial Services, LLC and Acadiana Holdings, LLC, Pulaski Bank and Trust, Lenders Title Company, and United Title of Louisiana. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

**Contributions.** Participants may contribute up to 100 percent of pretax annual compensation in the form of a salary reduction, as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified plans. The employer may make a discretionary matching contribution equal to a percentage of the amount of the salary reduction elected by the participant. In addition, the employer may make an additional discretionary contribution based on a percentage of annual compensation. Contributions are subject to certain IRS limitations.

**Participant Accounts.** Each participant's account is credited with the participant's contribution and allocations of (a) the employer's contribution, and (b) the earnings from the participant's investment accounts, and (c) forfeitures of terminated participants' nonvested accounts. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

**Vesting.** Participants are immediately vested in their contributions plus actual earnings thereon and in all dividends paid on employer securities. Vesting in the employer's matching and discretionary contribution portions of their accounts plus actual earnings thereon is based on years of continuous service. A participant is 100 percent vested after 6 years of credited service. Prior to death or retirement, participants vest in employer contributions and related earnings in accordance with the following schedule:

<u>Years of Service</u>	<u>Vested Percent</u>
Less than 2 years	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years	100%

On the occurrence of death, retirement, or Plan termination, a participant becomes fully vested in employer contributions and related earnings.

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2008 AND 2007

**NOTE 1 – PLAN DESCRIPTION(Continued):**

***Participant Loans.*** Participants may borrow from their fund accounts up to the lesser of \$50,000 or 50 percent of their vested account balance. Loan terms range from six months to five years or up to 30 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates. Principal and interest are paid ratably through bi-weekly payroll deductions.

***Payment of Benefits.*** Participants with vested balances of greater than \$5,000 upon termination of service due to death, disability, retirement or termination of employment may elect to receive a lump-sum distribution or annual installments as indicated in the plan document. Upon termination of service, a participant with a vested balance of less than \$5,000 will receive a lump-sum amount equal to the vested value in his or her account as soon as administratively feasible after termination.

***Forfeited Accounts.*** Forfeitures of employer contributions shall be used to reinstate previously forfeited account balances of former participants, to make up contributions for any eligible employees erroneously omitted from the plan, to offset employer contributions, to offset administrative costs or to allocate to participants in the same manner as employer contributions.

***ESOP Features.*** The plan was amended on June 29, 2005 to establish the Employer Securities Fund, which shall constitute a plan that is an employer stock ownership plan, intended to meet the requirements of Code Section 4975(e)(7). The assets will be invested primarily or solely in common stock issued by the employer. Each participant is entitled to elect whether dividends shall be distributed to the participant or reinvested in Employer securities. The participant will retain voting rights with respect to Employer securities allocated to his or her account. Cash dividends paid on IBERIABANK Corporation common stock declared after June 30, 2005 are 100% vested regardless of years of service performed.

***Put Ownership.*** Under Federal income tax regulations, the employer stock that is held by the Plan and its participants and is not readily tradable on an established market, or is subject to trading limitations includes a put option. The put option is the right to demand that the Company buy any shares of its stock from participants for which there is no market. The put price is the representative of the fair market value of the stock. The Company can pay for the purchase with interest over a period of five years. The purpose of the put option is to ensure that the participant has the ability to ultimately obtain cash.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2008 AND 2007

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES(Continued):**

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

As described in Financial Accounting Standards Board Staff Position, FSP AAG INV-1 and SOP 94-4-1, *Reporting of Fully-Benefit Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans (the FSP)*, investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As required by the FSP, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Administration – Certain administration costs are paid by the participating employers as incurred.

Payment of Benefits - Benefits are recorded when paid.

Risks and Uncertainties – The Plan provides for various investment options in any combination of employer securities and certain investments. These investments are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with these investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

**NOTE 3 – FAIR VALUE MEASUREMENTS:**

Statement of Financial Accounting Standards (SFAS) No. 157, *Fair Value Measurements*, establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1, which consist of unadjusted quoted prices in active markets for identical assets have the highest priority, Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available or Level 1 securities where there is a contractual restriction, and Level 3 which have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 which were only used when Level 1 or Level 2 which were not available.

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2008 AND 2007

NOTE 3 – FAIR VALUE MEASUREMENTS(continued):

*Level 1 Fair Value Measurements*

The fair values of common stock are based on quoted market prices in actively traded markets. The fair values of mutual funds are based on quoted net asset values of the shares held by the Plan at year-end.

*Level 2 Fair Value Measurements*

The fair value of most of the Plan's investments in pooled separate accounts are based on observable inputs other than quoted market prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets, similar assets and liabilities that are not active markets, or other inputs that are observable or can be corroborated by observable market data.

*Level 3 Fair Value Measurements*

One pooled separate account and participant loans are not actively traded and significant other observable inputs are not available. Thus, the fair value of the investment contract is determined by discounting the related cash flows based on current yields of similar instruments with comparable durations, and the fair value of participant loans is equal to the amortized cost of the loan because the loans are secured by each respective participant's account balance.

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefit.

	Fair Value	Fair Value Measurement Using:		
		Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable (Level 3)
<u>December 31, 2008</u>				
Pooled Separate Accounts	\$ 10,031,765		\$ 9,864,452	\$ 167,313
Mutual Funds	1,173,131	\$ 1,173,131		
Common Stock	17,532,361	17,532,361	-	-
Investment contract with insurance company	4,153,422	-	4,153,422	-
Participant Loans	673,806	-	-	673,806
Total	<u>\$ 33,564,485</u>	<u>\$ 18,705,492</u>	<u>\$ 14,017,874</u>	<u>\$ 841,119</u>
<u>December 31, 2007</u>				
Pooled Separate Accounts	\$ 14,352,758		\$ 14,216,496	\$ 136,262
Mutual Funds	130,416	\$ 130,416		
Common Stock	19,608,389	19,608,389	-	-
Investment contract with insurance company	2,923,600	-	2,923,600	-
Participant Loans	736,086	-	-	736,086
Total	<u>\$ 37,751,249</u>	<u>\$ 19,738,805</u>	<u>\$ 17,140,096</u>	<u>\$ 872,348</u>

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2008 AND 2007

NOTE 3 – FAIR VALUE MEASUREMENTS (CONTINUED):

The following table provides further detail of the Level 3 fair value measurements.

	Pooled Separate Account	Participant Loans	Total
<u>December 31, 2008</u>			
Beginning Balance	\$ 136,262	\$ 736,086	\$ 872,348
Total gains or losses (realized and unrealized) included in changes in net assets available for benefits	(21,022)	-	(21,022)
Purchases, sales, issuances, and settlements (net)	52,073	(62,280)	(10,207)
Ending Balance	<u>\$ 167,313</u>	<u>\$ 673,806</u>	<u>\$ 841,119</u>
<u>December 31, 2007</u>			
Beginning Balance	\$ 61,830	\$ 992,605	\$ 1,054,435
Total gains or losses (realized and unrealized) included in changes in net assets available for benefits	10,691	-	10,691
Purchases, sales, issuances, and settlements (net)	63,741	(256,519)	(192,778)
Ending Balance	<u>\$ 136,262</u>	<u>\$ 736,086</u>	<u>\$ 872,348</u>

Gains and losses (realized and unrealized) included in changes in net assets available for benefits are reported in net appreciation (depreciation) in fair value of investments.

NOTE 4 – PARTICIPANT-DIRECTED INVESTMENTS:

The following presents investments that represent 5 percent or more of the Plan's net assets:

	December 31,	
	2008	2007
Gartmore Morley Cap Mgmt Stable Value Sig Fund 261,608.19 and 183,015.61 shares, respectively	\$ 4,356,828	\$ 2,942,576
IBERIABANK Corporation 365,257.53 and 419,430.79 shares, respectively	\$ 17,532,361	\$ 19,608,389
Principal LifeTime 2020 Separate Account 205,760.08 and 168,660.23 shares, respectively	\$ 2,179,390	\$ 2,710,048
Principal LifeTime 2030 Separate Account 196,325.13 and 150,030.87 shares, respectively	\$ 2,029,442	\$ 2,447,003

During 2008, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$4,857,249 as follows:

Pooled Separate Accounts	\$ (5,313,908)
Mutual Funds	(563,599)
Common Stock	909,526
Investment contract with insurance company	110,732
Total	<u>\$ (4,857,249)</u>

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2008 AND 2007**

**NOTE 5 - ALLOCATED AMOUNTS:**

At December 31, 2008 and 2007, there were no amounts allocable to participants who had elected to withdraw from the plan.

**NOTE 6 - TAX STATUS:**

The Plan has applied for but has not received a determination letter from the Internal Revenue Service stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the "Code"). However, the plan administrator believes that the Plan is qualified and, therefore, the related trust is exempt from taxation.

**NOTE 7 - PLAN TERMINATION:**

Although it has not expressed any intent to do so, participating employers have the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100 percent vested in their accounts.

**NOTE 8 - PARTIES-IN-INTEREST TRANSACTIONS:**

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the plan, the Employer and certain others. Certain plan investments are held in pooled separate accounts managed by Principal Financial Group. Principal is also trustee as defined by the Plan and, therefore these transactions qualify as party-in-interest.

One of the investment options of the plan is IBERIABANK Corporation common stock. At December 31, 2008 and 2007, the Plan held an aggregate of 365,257.53 and 419,430.79 shares of IBERIABANK Corporation common stock valued at \$17,532,361 and \$19,608,389, respectively. Dividends received on IBERIABANK Corporation stock were \$520,194 and \$615,407, respectively. Participant loans are also considered party-in-interest investments.

All administrative expenses other than loan fees paid by participants are paid by the Company. Such expenses have historically been comprised of fees for audit, custody and recordkeeping services. IBERIABANK provides certain accounting and administrative services to the Plan for which no fees are charged.

**NOTE 9 - CONCENTRATION OF INVESTMENTS:**

The Plan's investment in the shares of IBERIABANK Corporation Common Stock represents approximately 52% and 52% of total plan assets as of December 31, 2008 and 2007, respectively.

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN**

**NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2008 AND 2007**

**NOTE 9 – CONCENTRATION OF INVESTMENTS(continued):**

The Company is a Louisiana corporation that serves as a bank holding company for IBERIABANK, Pulaski Bank and Trust Company and Lenders Title Company. Through the Subsidiaries, the Company offers commercial and retail products and services to customers throughout Louisiana, Arkansas and Tennessee. In addition the Company also operates mortgage loan production offices in eight states.

**NOTE 10 – DIFFERENCES BETWEEN FINANCIAL STATEMENTS AND FORM 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31,	
	2008	2007
Net Assets Available for benefits per the financial statements	\$ 33,714,570	\$ 37,887,074
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	\$ (203,406)	\$ (18,978)
Net assets available for benefits per Form 5500	<u>\$ 33,511,164</u>	<u>\$ 37,868,096</u>

**SUPPLEMENTARY SCHEDULE**

**IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN  
72-0218470 PLAN 002**

## SCHEDULE H, LINE 4i -

**SCHEDULE OF ASSETS (HELD AT END OF YEAR)****DECEMBER 31, 2008**

(a) (b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
* Participant Loans	Notes Receivable, ranging from interest rates of 5.00% to 9.25% and maturities of one to thirty years	\$ -0-	\$ 673,806
* IBERIABANK Corporation	365,257.53 Shares Common Stock		17,532,361
Gartmore Morley Cap Mgmt Stable Value Sig Fund	261,608.19 Shares		4,153,422
* Principal Global Investors Bond & Mtg Sep Acct	959.19 Shares		594,479
* Principal Global Investors Lifetime 2010 Sep Acct	95,069.20 Shares		1,001,302
* Principal Global Investors Lifetime 2020 Sep Acct	205,760.08 Shares		2,179,390
* Principal Global Investors Lifetime 2030 Sep Acct	196,325.13 Shares		2,029,442
* Principal Global Investors Lifetime 2040 Sep Acct	66,894.44 Shares		670,713
* Principal Global Investors Lifetime 2050 Sep Acct	32,335.31 Shares		317,658
* Principal Global Investors Lifetime Str Inc Sep Acct	30,657.12 Shares		335,579
* Goldman Sachs Asset Mgmt MidCap Value I Sep Acct	12,995.32 Shares		278,886
* Principal Global Investors Sncap S&P 600 Index Sep Acct	7,199.91 Shares		109,818
* Principal Global Investors Midcap S&P 400 Index Sep Acct	12,707.40 Shares		177,672

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN  
72-0218470 PLAN 002

SCHEDULE H, LINE 4i -

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2008

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
*	Principal Global Investors Small Co Value Sep Acct	3,987.99 Shares		112,166
	Columbus Circle Investors Large Co Growth Sep Acct	44,667.16 Shares		710,051
	UBS Emerald Advisers Smcap Growth II Sep Acct	49,773.65 Shares		330,098
*	Principal Global Investors Lgcap S&P 500 Index Sep Acct	16,064.04 Shares		533,484
*	Principal Global Investors Diversified Interl Sep Acct	9,918.45 Shares		360,443
*	Principal Global Investors US Property Sep Acct	300.43 Shares		167,313
*	Principal Global Investors Intl Emerging Mkts Sep Acct	4,508.07 Shares		123,271
	Munder Midcap Core Growth	8,552.40 Shares		142,996
	MFS Value R2 Fund	59,135.19 Shares		1,030,135
	Totals			<u>\$33,564,485</u>

\* Denotes party-in-interest

**EXHIBIT INDEX**  
**TO**  
**FORM 11-K FOR**  
**IBERIABANK CORPORATION**  
**RETIREMENT SAVINGS PLAN**

Exhibit Number

Description of Exhibit

23.1

Consent of Castaing, Hussey & Lolan, LLC  
dated June 25, 2009

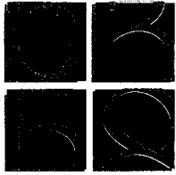
## SIGNATURES

*The Plan.* Pursuant to the requirements of the Securities Exchange Act of 1934, the IBERIABANK Corporation Retirement Savings Plan Committee has duly caused this annual report to be signed by the undersigned thereunto duly authorized.

IBERIABANK CORPORATION  
RETIREMENT SAVINGS PLAN

Date: June 25, 2009

By:   
Name: Greg Rizzuto  
Title: Chairman of the Plan  
Administration and Investment  
Committee



**Castaing  
Hussey &  
Lolan, LLC**

— Certified Public Accountants

Samuel R. Lolan, CPA  
Lori D. Percle, CPA  
Debbie B. Taylor, CPA  
Katherine H. Armentor, CPA

Charles E. Castaing, CPA, *Retired*  
Roger E. Hussey, CPA, *Retired*

Robin G. Freyou, CPA  
Shalee M. Landry, CPA  
Donna Lasseigne, CPA  
Hilda S. Carriere, CPA

**CONSENT OF INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM**

As an independent registered public accounting firm, we hereby consent to the use in this Form 11-K of our report dated June 25, 2009 and the incorporation by reference of our report in IBERIABANK Corporation's Registration Statements on Form S-8 (File No. 333-79811 and 333-135359).

*Castaing, Hussey & Lolan, LLC*  
New Iberia, Louisiana  
June 25, 2009