

**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

PAUL PARSHALL, Individually and On)	
Behalf of All Others Similarly Situated,)	
)	
Plaintiff,)	Case No. _____
)	
v.)	JURY TRIAL DEMANDED
)	
IBERIABANK CORPORATION, WILLIAM)	CLASS ACTION
H. FENSTERMAKER, E. STEWART SHEA)	
III, HARRY V. BARTON, JR., ERNEST P.)	
BREAUX, JR., DARYL G. BYRD, JOHN N.)	
CASBON, J. MICHAEL KEMP, SR., JOHN)	
E. KOERNER III, RICK E. MAPLES, ROSA)	
SUGRAÑES, and FIRST HORIZON)	
NATIONAL CORPORATION,)	
)	
Defendants.)	

COMPLAINT FOR VIOLATION OF THE SECURITIES EXCHANGE ACT OF 1934

Plaintiff, by his undersigned attorneys, for this complaint against defendants, alleges upon personal knowledge with respect to himself, and upon information and belief based upon, *inter alia*, the investigation of counsel as to all other allegations herein, as follows:

NATURE OF THE ACTION

1. This action stems from a proposed transaction announced on November 4, 2019 (the “Proposed Transaction”), pursuant to which IBERIABANK Corporation (“IBERIABANK” or the “Company”) will be acquired by First Horizon National Corporation (“First Horizon”).

2. On November 3, 2019, IBERIABANK’s Board of Directors (the “Board” or “Individual Defendants”) caused the Company to enter into an agreement and plan of merger (the “Merger Agreement”) with First Horizon. Pursuant to the terms of the Merger Agreement, IBERIABANK’s stockholders will receive 4.584 shares of First Horizon common stock for each share of IBERIABANK common stock they own.

3. On December 31, 2019, defendants filed a Form S-4 Registration Statement (the “Registration Statement”) with the United States Securities and Exchange Commission (“SEC”) in connection with the Proposed Transaction.

4. The Registration Statement omits material information with respect to the Proposed Transaction, which renders the Registration Statement false and misleading. Accordingly, plaintiff alleges herein that defendants violated Sections 14(a) and 20(a) of the Securities Exchange Act of 1934 (the “1934 Act”) in connection with the Registration Statement.

JURISDICTION AND VENUE

5. This Court has jurisdiction over the claims asserted herein pursuant to Section 27 of the 1934 Act because the claims asserted herein arise under Sections 14(a) and 20(a) of the 1934 Act and Rule 14a-9.

6. This Court has jurisdiction over defendants because each defendant is either a corporation that conducts business in and maintains operations within this District, or is an individual with sufficient minimum contacts with this District so as to make the exercise of jurisdiction by this Court permissible under traditional notions of fair play and substantial justice.

7. Venue is proper under 28 U.S.C. § 1391(b) because a portion of the transactions and wrongs complained of herein occurred in this District.

PARTIES

8. Plaintiff is, and has been continuously throughout all times relevant hereto, the owner of IBERIABANK common stock.

9. Defendant IBERIABANK is a Louisiana corporation and a party to the Merger Agreement. IBERIABANK’s common stock is traded on the NASDAQ Global Select Market under the ticker symbol “IBKC.”

10. Defendant William H. Fenstermaker is Chairman of the Board of the Company.
11. Defendant E. Stewart Shea III is Vice Chairman of the Board of the Company.
12. Defendant Harry V. Barton Jr. is a director of the Company.
13. Defendant Ernest P. Breaux, Jr. is a director of the Company.
14. Defendant Daryl G. Byrd is President, Chief Executive Officer, and a director of the Company.
15. Defendant John N. Casbon is a director of the Company.
16. Defendant J. Michael Kemp, Sr. is a director of the Company.
17. Defendant John E. Koerner III is a director of the Company.
18. Defendant Rick E. Maples is a director of the Company.
19. Defendant Rosa Sugrañes is a director of the Company.
20. The defendants identified in paragraphs 10 through 19 are collectively referred to herein as the “Individual Defendants.”
21. Defendant First Horizon is a Tennessee corporation and a party to the Merger Agreement.

CLASS ACTION ALLEGATIONS

22. Plaintiff brings this action as a class action on behalf of himself and the other public stockholders of IBERIABANK (the “Class”). Excluded from the Class are defendants herein and any person, firm, trust, corporation, or other entity related to or affiliated with any defendant.
23. This action is properly maintainable as a class action.
24. The Class is so numerous that joinder of all members is impracticable. As of October 31, 2019, there were approximately 52,267,165 shares of IBERIABANK common stock

outstanding, held by hundreds, if not thousands, of individuals and entities scattered throughout the country.

25. Questions of law and fact are common to the Class, including, among others, whether defendants will irreparably harm plaintiff and the other members of the Class if defendants' conduct complained of herein continues.

26. Plaintiff is committed to prosecuting this action and has retained competent counsel experienced in litigation of this nature. Plaintiff's claims are typical of the claims of the other members of the Class and plaintiff has the same interests as the other members of the Class. Accordingly, plaintiff is an adequate representative of the Class and will fairly and adequately protect the interests of the Class.

27. The prosecution of separate actions by individual members of the Class would create the risk of inconsistent or varying adjudications that would establish incompatible standards of conduct for defendants, or adjudications that would, as a practical matter, be dispositive of the interests of individual members of the Class who are not parties to the adjudications or would substantially impair or impede those non-party Class members' ability to protect their interests.

28. Defendants have acted, or refused to act, on grounds generally applicable to the Class as a whole, and are causing injury to the entire Class. Therefore, final injunctive relief on behalf of the Class is appropriate.

SUBSTANTIVE ALLEGATIONS

Background of the Company and the Proposed Transaction

29. IBERIABANK is a financial holding company with locations in Louisiana, Arkansas, Tennessee, Alabama, Texas, Florida, Georgia, South Carolina, North Carolina, Mississippi, Missouri, and New York offering commercial, private banking, consumer, small

business, wealth and trust management, retail brokerage, mortgage, and title insurance services.

30. On November 3, 2019, IBERIABANK's Board caused the Company to enter into the Merger Agreement with First Horizon.

31. Pursuant to the terms of the Merger Agreement, IBERIABANK's stockholders will receive 4.584 shares of First Horizon common stock for each share of IBERIABANK common stock they own.

32. According to the press release announcing the Proposed Transaction:

First Horizon National Corp. ("First Horizon") (NYSE: FHN) and IBERIABANK Corporation ("IBERIABANK") (NASDAQ: IBKC) today announced that they have entered into a definitive agreement under which the companies will combine in an all-stock merger of equals.

Under the terms of the agreement, which was unanimously approved by the Boards of Directors of both companies, the combined holding company and bank will operate under the First Horizon name and will be headquartered in Memphis, Tenn. Once the transaction is completed, the combined company will be one of the largest financial services companies headquartered in the South and one of the top 25 banks in the U.S. in deposits. . . .

Under the terms of the merger agreement, IBERIABANK shareholders will receive 4.584 shares of First Horizon for each IBERIABANK share they own. First Horizon shareholders will own 56% and IBERIABANK shareholders will own 44% of the combined company. Additionally, IBERIABANK shareholders will receive a 43% increase in their dividend after consummation of the transaction, based upon each company's current dividend per share. . . .

Timing and Approvals

The merger is expected to close in the second quarter of 2020, subject to satisfaction of customary closing conditions, including receipt of customary regulatory approvals and approval by the shareholders of each company.

Advisors

Morgan Stanley & Co. LLC is serving as financial advisor and Sullivan & Cromwell LLP is serving as legal counsel to First Horizon. Keefe, Bruyette & Woods and Goldman Sachs are serving as financial advisors and Simpson Thacher & Bartlett LLP is serving as legal counsel to IBERIABANK.

The Registration Statement Omits Material Information

33. Defendants filed the Registration Statement with the SEC in connection with the Proposed Transaction.

34. As set forth below, the Registration Statement omits material information with respect to the Proposed Transaction, which renders the Registration Statement false and misleading.

35. First, the Registration Statement omits material information regarding IBERIABANK's and First Horizon's financial projections.

36. With respect to IBERIABANK's financial projections, the Registration Statement fails to disclose: (i) all line items to calculate the financial projections; and (ii) a reconciliation of all non-GAAP to GAAP metrics.

37. With respect to First Horizon's financial projections, the Registration Statement fails to disclose: (i) all line items to calculate the financial projections; and (ii) a reconciliation of all non-GAAP to GAAP metrics.

38. The disclosure of projected financial information is material because it provides stockholders with a basis to project the future financial performance of a company, and allows stockholders to better understand the financial analyses performed by the company's financial advisor in support of its fairness opinion.

39. Second, the Registration Statement omits material information regarding the analyses performed by the Company's financial advisors in connection with the Proposed Transaction, Keefe, Bruyette & Woods, Inc. ("KBW") and Goldman Sachs & Co. LLC ("Goldman").

40. With respect to KBW's IBKC and First Horizon Selected Companies Analysis, the Registration Statement fails to disclose the individual multiples and metrics for the companies observed by KBW in the analysis.

41. With respect to KBW's Pro Forma Financial Impact Analysis, the Registration Statement fails to disclose: (i) the pro forma assumptions; (ii) the extent to which the Proposed Transaction could be accretive to First Horizon's 2020 estimated EPS; (iii) the extent to which the Proposed Transaction could be accretive to First Horizon's 2021 estimated EPS; and (iv) the extent to which the Proposed Transaction could be dilutive to First Horizon's estimated tangible book value per share at closing as of June 30, 2020.

42. With respect to KBW's IBKC Discounted Cash Flow Analysis, the Registration Statement fails to disclose: (i) the individual inputs and assumptions underlying the discount rates ranging from 9.0% to 11.0%; (ii) the estimated excess cash flows that the Company could generate over the 4.5-year period from the second quarter of 2020 through 2024; (iii) the Company's terminal value; and (iv) KBW's basis for applying a range of 9.5x to 11.5x IBERIABANK's estimated 2025 earnings.

43. With respect to KBW's First Horizon Discounted Cash Flow Analysis, the Registration Statement fails to disclose: (i) the individual inputs and assumptions underlying the discount rates ranging from 8.5% to 10.5%; (ii) the estimated excess cash flows that First Horizon could generate over the 4.5-year period from the second quarter of 2020 through 2024; (iii) First Horizon's terminal value; and (iv) KBW's basis for applying a range of 9.5x to 11.5x First Horizon's estimated 2025 earnings.

44. With respect to KBW's Pro Forma Combined Discounted Cash Flow Analysis, the Registration Statement fails to disclose: (i) the individual inputs and assumptions underlying the

discount rates ranging from 8.75% to 10.75%; (ii) the estimated excess cash flows that the pro forma combined entity could generate over the 4.5-year period from the second quarter of 2020 through 2024; (iii) the pro forma combined entity's terminal value; and (iv) KBW's basis for applying a range of 9.5x to 11.5x the pro forma combined entity's estimated 2025 earnings.

45. With respect to Goldman's Illustrative Present Value of Future Stock Price Analysis for IBKC, the Registration Statement fails to disclose: (i) Goldman's basis for applying illustrative price to EPS multiples of 10.4x and 11.4x; (ii) the individual inputs and assumptions underlying the discount rate of 8.0%; and (iii) the estimated dividends used by Goldman in the analysis.

46. With respect to Goldman's Illustrative Discounted Dividend Analysis for IBKC on a Stand-Alone Basis, the Registration Statement fails to disclose: (i) the individual inputs and assumptions underlying the discount rates ranging from 7.0% to 9.0%; (ii) the implied distributions to holders of Company common stock over the period beginning September 30, 2019 through December 31, 2024; (iii) the terminal values for the Company; (iv) Goldman's basis for applying illustrative price to EPS multiples ranging from 10.4x to 11.4x; and (v) the total number of fully diluted shares of Company common stock outstanding.

47. With respect to Goldman's Illustrative Present Value of Future Stock Price Analysis for First Horizon on a Stand-Alone Basis, the Registration Statement fails to disclose: (i) Goldman's basis for applying illustrative price to EPS multiples of 9.7x to 10.7x; (ii) the individual inputs and assumptions underlying the discount rate of 7.5%; and (iii) the estimated dividends used by Goldman in the analysis.

48. With respect to Goldman's Illustrative Discounted Dividend Analysis for First Horizon on a Stand-Alone Basis, the Registration Statement fails to disclose: (i) the individual

inputs and assumptions underlying the discount rates ranging from 6.5% to 8.5%; (ii) the implied distributions to holders of First Horizon common stock on a stand-alone basis over the period beginning September 30, 2019 through December 31, 2024; (iii) the terminal values for First Horizon; (iv) Goldman's basis for applying illustrative price to EPS multiples ranging from 9.7x to 10.7x; and (v) the total number of fully diluted shares of First Horizon common stock outstanding.

49. With respect to Goldman's Illustrative Present Value of Future Stock Price Analysis for IBKC Shares on a Pro Forma Basis, the Registration Statement fails to disclose: (i) Goldman's basis for applying illustrative price to EPS multiples of 10.0x to 11.0x; (ii) the individual inputs and assumptions underlying the discount rate of 7.75%; and (iii) the estimated dividends used by Goldman in the analysis.

50. With respect to Goldman's Illustrative Discounted Dividend Analysis for IBKC Shares on a Pro Forma Basis, the Registration Statement fails to disclose: (i) the individual inputs and assumptions underlying the discount rates ranging from 6.75% to 8.75%; (ii) the implied distributions to/infusions from holders of First Horizon's common stock on a pro forma basis from June 30, 2020 through December 31, 2024; (iii) the synergies used by Goldman in the analysis; (iv) the terminal values for First Horizon on a pro forma basis; (v) Goldman's basis for applying illustrative price to EPS multiples ranging from 10.0x to 11.0x; and (vi) the total number of fully diluted shares of First Horizon common stock outstanding.

51. When a banker's endorsement of the fairness of a transaction is touted to shareholders, the valuation methods used to arrive at that opinion as well as the key inputs and range of ultimate values generated by those analyses must also be fairly disclosed.

52. Third, the Registration Statement omits material information regarding potential conflicts of interest of KBW and Goldman.

53. The Registration Statement fails to disclose the amount of compensation KBW received for the past services it provided to the Company and its affiliates.

54. The Registration Statement also fails to disclose whether Goldman has provided past services to the parties to the Merger Agreement and their affiliates, as well as the timing and nature of such services and the amount of compensation received by Goldman for providing such services.

55. Full disclosure of investment banker compensation and all potential conflicts is required due to the central role played by investment banks in the evaluation, exploration, selection, and implementation of strategic alternatives.

56. The omission of the above-referenced material information renders the Registration Statement false and misleading, including, *inter alia*, the following sections of the Registration Statement: (i) Background of the Merger; (ii) IBKC's Reasons for the Merger; Recommendation of IBKC's Board of Directors; (iii) Opinions of IBKC's Financial Advisors; and (iv) Unaudited Financial Forecasts.

57. The above-referenced omitted information, if disclosed, would significantly alter the total mix of information available to the Company's stockholders.

COUNT I

Claim for Violation of Section 14(a) of the 1934 Act and Rule 14a-9 Promulgated Thereunder Against the Individual Defendants and IBERIABANK

58. Plaintiff repeats and realleges the preceding allegations as if fully set forth herein.

59. The Individual Defendants disseminated the false and misleading Registration Statement, which contained statements that, in violation of Section 14(a) of the 1934 Act and Rule

14a-9, in light of the circumstances under which they were made, omitted to state material facts necessary to make the statements therein not materially false or misleading. IBERIABANK is liable as the issuer of these statements.

60. The Registration Statement was prepared, reviewed, and/or disseminated by the Individual Defendants. By virtue of their positions within the Company, the Individual Defendants were aware of this information and their duty to disclose this information in the Registration Statement.

61. The Individual Defendants were at least negligent in filing the Registration Statement with these materially false and misleading statements.

62. The omissions and false and misleading statements in the Registration Statement are material in that a reasonable stockholder will consider them important in deciding how to vote on the Proposed Transaction. In addition, a reasonable investor will view a full and accurate disclosure as significantly altering the total mix of information made available in the Registration Statement and in other information reasonably available to stockholders.

63. The Registration Statement is an essential link in causing plaintiff and the Company's stockholders to approve the Proposed Transaction.

64. By reason of the foregoing, defendants violated Section 14(a) of the 1934 Act and Rule 14a-9 promulgated thereunder.

65. Because of the false and misleading statements in the Registration Statement, plaintiff and the Class are threatened with irreparable harm.

COUNT II

**Claim for Violation of Section 20(a) of the 1934 Act
Against the Individual Defendants and First Horizon**

66. Plaintiff repeats and realleges the preceding allegations as if fully set forth herein.

67. The Individual Defendants and First Horizon acted as controlling persons of IBERIABANK within the meaning of Section 20(a) of the 1934 Act as alleged herein. By virtue of their positions as officers and/or Board members of IBERIABANK and participation in and/or awareness of the Company's operations and/or intimate knowledge of the false statements contained in the Registration Statement, they had the power to influence and control and did influence and control, directly or indirectly, the decision making of the Company, including the content and dissemination of the various statements that plaintiff contends are false and misleading.

68. Each of the Individual Defendants and First Horizon was provided with or had unlimited access to copies of the Registration Statement alleged by plaintiff to be misleading prior to and/or shortly after these statements were issued and had the ability to prevent the issuance of the statements or cause them to be corrected.

69. In particular, each of the Individual Defendants had direct and supervisory involvement in the day-to-day operations of the Company, and, therefore, is presumed to have had the power to control and influence the particular transactions giving rise to the violations as alleged herein, and exercised the same. The Registration Statement contains the unanimous recommendation of the Individual Defendants to approve the Proposed Transaction. They were thus directly involved in the making of the Registration Statement.

70. First Horizon also had supervisory control over the composition of the Registration Statement and the information disclosed therein, as well as the information that was omitted and/or

misrepresented in the Registration Statement.

71. By virtue of the foregoing, the Individual Defendants and First Horizon violated Section 20(a) of the 1934 Act.

72. As set forth above, the Individual Defendants and First Horizon had the ability to exercise control over and did control a person or persons who have each violated Section 14(a) of the 1934 Act and Rule 14a-9, by their acts and omissions as alleged herein. By virtue of their positions as controlling persons, these defendants are liable pursuant to Section 20(a) of the 1934 Act. As a direct and proximate result of defendants' conduct, plaintiff and the Class are threatened with irreparable harm.

PRAYER FOR RELIEF

WHEREFORE, plaintiff prays for judgment and relief as follows:

A. Preliminarily and permanently enjoining defendants and all persons acting in concert with them from proceeding with, consummating, or closing the Proposed Transaction;

B. In the event defendants consummate the Proposed Transaction, rescinding it and setting it aside or awarding rescissory damages;

C. Directing the Individual Defendants to disseminate a Registration Statement that does not contain any untrue statements of material fact and that states all material facts required in it or necessary to make the statements contained therein not misleading;

D. Declaring that defendants violated Sections 14(a) and/or 20(a) of the 1934 Act, as well as Rule 14a-9 promulgated thereunder;

E. Awarding plaintiff the costs of this action, including reasonable allowance for plaintiff's attorneys' and experts' fees; and

F. Granting such other and further relief as this Court may deem just and proper.

JURY DEMAND

Plaintiff hereby requests a trial by jury on all issues so triable.

Dated: January 8, 2020

RIGRODSKY & LONG, P.A.

By: /s/ Gina M. Serra

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Attorneys for Plaintiff

CERTIFICATION OF PLAINTIFF

I, Paul Parshall (“Plaintiff”), hereby declare as to the claims asserted under the federal securities laws that:

1. Plaintiff has reviewed the complaint and authorizes its filing.
2. Plaintiff did not purchase the security that is the subject of this action at the direction of Plaintiff’s counsel or in order to participate in any private action.
3. Plaintiff is willing to serve as a representative party on behalf of the class, either individually or as part of a group, and I will testify at deposition or trial, if necessary. I understand that this is not a claim form and that I do not need to execute this Certification to share in any recovery as a member of the class.
4. Plaintiff’s purchase and sale transactions in the IBERIABANK Corporation (NASDAQ GS: IBKC) security that is the subject of this action during the class period is/are as follows:

PURCHASES

Buy Date	Shares	Price per Share
8/14/19	21	\$69.63

SALES

Sell Date	Shares	Price per Share

Please list additional transactions on separate sheet of paper, if necessary.

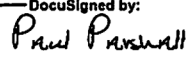
5. Plaintiff has complete authority to bring a suit to recover for investment losses on behalf of purchasers of the subject securities described herein (including Plaintiff, any co-owners, any corporations or other entities, and/or any beneficial owners).

6. During the three years prior to the date of this Certification, Plaintiff has not moved to serve as a representative party for a class in an action filed under the federal securities laws.

7. Plaintiff will not accept any payment for serving as a representative party on behalf of the class beyond Plaintiff's *pro rata* share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the Court.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 8th day of January, 2020.

DocuSigned by:

91D22AE1A348446
PAUL PARSHALL

CIVIL COVER SHEET

The JS 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON NEXT PAGE OF THIS FORM.)

I. (a) PLAINTIFFS PAUL PARSHALL

(b) County of Residence of First Listed Plaintiff (EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorneys (Firm Name, Address, and Telephone Number) Gina M. Serra, RIGRODSKY & LONG, P.A. 300 Delaware Avenue, Suite 1220, Wilmington, DE 19801 (302) 295-5310

DEFENDANTS

IBERIABANK CORPORATION, WILLIAM H. FENSTERMAKER, E. STEWART SHEA III, HARRY V. BARTON, JR., ERNEST P. BREAUX, JR., DARYL G. BYRD, JOHN N. CASBON, et al.

County of Residence of First Listed Defendant Lafayette County, LA (IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED.

Attorneys (If Known)

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

- 1 U.S. Government Plaintiff, 2 U.S. Government Defendant, 3 Federal Question (U.S. Government Not a Party), 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

Table with columns for Plaintiff (PTF) and Defendant (DEF) citizenship: Citizen of This State, Citizen of Another State, Citizen or Subject of a Foreign Country, Incorporated or Principal Place of Business In This State, Incorporated and Principal Place of Business In Another State, Foreign Nation.

IV. NATURE OF SUIT (Place an "X" in One Box Only)

Large table with categories: CONTRACT, REAL PROPERTY, CIVIL RIGHTS, TORTS, PRISONER PETITIONS, FORFEITURE/PENALTY, LABOR, IMMIGRATION, BANKRUPTCY, SOCIAL SECURITY, FEDERAL TAX SUITS, OTHER STATUTES.

V. ORIGIN (Place an "X" in One Box Only)

- 1 Original Proceeding, 2 Removed from State Court, 3 Remanded from Appellate Court, 4 Reinstated or Reopened, 5 Transferred from Another District (specify), 6 Multidistrict Litigation - Transfer, 8 Multidistrict Litigation - Direct File

VI. CAUSE OF ACTION

Cite the U.S. Civil Statute under which you are filing (Do not cite jurisdictional statutes unless diversity): 15 U.S.C. §§ 78n(a), 78t(a), and SEC Rule 14a-9, 17 C.F.R. 240.14a-9. Brief description of cause: Violations of Sections 14(a) and 20(a) of the 1934 Act

VII. REQUESTED IN COMPLAINT:

CHECK IF THIS IS A CLASS ACTION UNDER RULE 23, F.R.Cv.P. DEMAND \$ JURY DEMAND: Yes No

VIII. RELATED CASE(S) IF ANY

(See instructions): JUDGE DOCKET NUMBER

DATE 01/08/2020 SIGNATURE OF ATTORNEY OF RECORD /s/ Gina M. Serra

FOR OFFICE USE ONLY

RECEIPT # AMOUNT APPLYING IFP JUDGE MAG. JUDGE

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INSTRUCTIONS FOR ATTORNEYS COMPLETING CIVIL COVER SHEET FORM JS 44

Authority For Civil Cover Sheet

The JS 44 civil cover sheet and the information contained herein neither replaces nor supplements the filings and service of pleading or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. Consequently, a civil cover sheet is submitted to the Clerk of Court for each civil complaint filed. The attorney filing a case should complete the form as follows:

- I.(a) **Plaintiffs-Defendants.** Enter names (last, first, middle initial) of plaintiff and defendant. If the plaintiff or defendant is a government agency, use only the full name or standard abbreviations. If the plaintiff or defendant is an official within a government agency, identify first the agency and then the official, giving both name and title.
- (b) **County of Residence.** For each civil case filed, except U.S. plaintiff cases, enter the name of the county where the first listed plaintiff resides at the time of filing. In U.S. plaintiff cases, enter the name of the county in which the first listed defendant resides at the time of filing. (NOTE: In land condemnation cases, the county of residence of the "defendant" is the location of the tract of land involved.)
- (c) **Attorneys.** Enter the firm name, address, telephone number, and attorney of record. If there are several attorneys, list them on an attachment, noting in this section "(see attachment)".

- II. **Jurisdiction.** The basis of jurisdiction is set forth under Rule 8(a), F.R.Cv.P., which requires that jurisdictions be shown in pleadings. Place an "X" in one of the boxes. If there is more than one basis of jurisdiction, precedence is given in the order shown below.
 United States plaintiff. (1) Jurisdiction based on 28 U.S.C. 1345 and 1348. Suits by agencies and officers of the United States are included here.
 United States defendant. (2) When the plaintiff is suing the United States, its officers or agencies, place an "X" in this box.
 Federal question. (3) This refers to suits under 28 U.S.C. 1331, where jurisdiction arises under the Constitution of the United States, an amendment to the Constitution, an act of Congress or a treaty of the United States. In cases where the U.S. is a party, the U.S. plaintiff or defendant code takes precedence, and box 1 or 2 should be marked.
 Diversity of citizenship. (4) This refers to suits under 28 U.S.C. 1332, where parties are citizens of different states. When Box 4 is checked, the citizenship of the different parties must be checked. (See Section III below; **NOTE: federal question actions take precedence over diversity cases.**)

- III. **Residence (citizenship) of Principal Parties.** This section of the JS 44 is to be completed if diversity of citizenship was indicated above. Mark this section for each principal party.

- IV. **Nature of Suit.** Place an "X" in the appropriate box. If there are multiple nature of suit codes associated with the case, pick the nature of suit code that is most applicable. Click here for: [Nature of Suit Code Descriptions](#).

- V. **Origin.** Place an "X" in one of the seven boxes.
 Original Proceedings. (1) Cases which originate in the United States district courts.
 Removed from State Court. (2) Proceedings initiated in state courts may be removed to the district courts under Title 28 U.S.C., Section 1441. When the petition for removal is granted, check this box.
 Remanded from Appellate Court. (3) Check this box for cases remanded to the district court for further action. Use the date of remand as the filing date.
 Reinstated or Reopened. (4) Check this box for cases reinstated or reopened in the district court. Use the reopening date as the filing date.
 Transferred from Another District. (5) For cases transferred under Title 28 U.S.C. Section 1404(a). Do not use this for within district transfers or multidistrict litigation transfers.
 Multidistrict Litigation – Transfer. (6) Check this box when a multidistrict case is transferred into the district under authority of Title 28 U.S.C. Section 1407.
 Multidistrict Litigation – Direct File. (8) Check this box when a multidistrict case is filed in the same district as the Master MDL docket.
PLEASE NOTE THAT THERE IS NOT AN ORIGIN CODE 7. Origin Code 7 was used for historical records and is no longer relevant due to changes in statute.

- VI. **Cause of Action.** Report the civil statute directly related to the cause of action and give a brief description of the cause. **Do not cite jurisdictional statutes unless diversity.** Example: U.S. Civil Statute: 47 USC 553 Brief Description: Unauthorized reception of cable service

- VII. **Requested in Complaint.** Class Action. Place an "X" in this box if you are filing a class action under Rule 23, F.R.Cv.P.
 Demand. In this space enter the actual dollar amount being demanded or indicate other demand, such as a preliminary injunction.
 Jury Demand. Check the appropriate box to indicate whether or not a jury is being demanded.

- VIII. **Related Cases.** This section of the JS 44 is used to reference related pending cases, if any. If there are related pending cases, insert the docket numbers and the corresponding judge names for such cases.

Date and Attorney Signature. Date and sign the civil cover sheet.

ClassAction.org

This complaint is part of ClassAction.org's searchable class action lawsuit database and can be found in this post: [Class Action Filed Over Proposed IberiaBank, First Horizon Merger](#)
