

IRWIN FINANCIAL CORP
Form 3
February 10, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â HALL THERESA L</p> <p>(Last) (First) (Middle)</p> <p>IRWIN FINANCIAL CORPORATION,Â 500 WASHINGTON STREET</p> <p>(Street)</p> <p>COLUMBUS,Â INÂ 47201</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/09/2006</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>IRWIN FINANCIAL CORP [IFC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP-Human Resources</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| COMMON STOCK | 2,971 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|------------|---------------------------------------|---|
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 02/13/2012 | COMMON STOCK | 6,800 | \$ 15.65 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/25/2010 | COMMON STOCK | 4,900 | \$ 16.9687 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 05/02/2015 | COMMON STOCK | 6,300 | \$ 20.47 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/24/2011 | COMMON STOCK | 4,800 | \$ 21.38 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/24/2013 | COMMON STOCK | 9,200 | \$ 22.46 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/28/2014 | COMMON STOCK | 5,100 | \$ 23.89 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/28/2009 | COMMON STOCK | 3,100 | \$ 24.0937 | D | Â |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/20/2008 | COMMON STOCK | 1,700 | \$ 28.1875 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HALL THERESA L IRWIN FINANCIAL CORPORATION 500 WASHINGTON STREET COLUMBUS,Â INÂ 47201 | Â | Â | Â VP-Human Resources | Â |

Signatures

Theresa L. Hall 02/10/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Includes 379 additional shares acquired under the Irwin Financial Corporation Dividend Reinvestment and Common Stock Purchase Plan.

(1) The shares noted are as of December 31, 2005. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number.

The Plan provides for phased-in vesting of rights to exercise granted stock options. In the year of the grant, optionee may exercise 25% of

(2) total options granted. In each of the three years immediately following the year of the grant, optionee may exercise an additional 25% of the options granted. Grant of option was made to reporting person in transaction exempt under Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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