

IRWIN FINANCIAL CORP  
Form 3  
February 10, 2006

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

OMB APPROVAL

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**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)

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

**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 <sup>(1)</sup>	D	Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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                      Date  
 Reporting Person

## 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 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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