

IRWIN FINANCIAL CORP
Form 5
February 11, 2005

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
GONZALEZ JOSE MANUEL

(Last) (First) (Middle)

IRWIN FINANCIAL
CORPORATION, 500
WASHINGTON STREET

(Street)

2. Issuer Name and Ticker or Trading
Symbol
IRWIN FINANCIAL CORP [IFC]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2004

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
VP-Director of Internal Audit

4. If Amendment, Date Original
Filed (Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

COLUMBUS, IN 47201

__X__ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	Â	Â	Â	Â Amount (D) Price	8,371 (1)	D	Â

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

**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.**

SEC 2270
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: IRWIN FINANCIAL CORP - Form 5

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				
NON-QU. STOCK OPTION	\$ 13.6875	Â	Â	Â	Â Â Â (2)	04/29/2007	04/29/2007	COMMON STOCK	3,600
NON-QU. STOCK OPTION	\$ 15.65	Â	Â	Â	Â Â Â (2)	02/13/2012	02/13/2012	COMMON STOCK	5,400
NON-QU. STOCK OPTION	\$ 16.9687	Â	Â	Â	Â Â Â (2)	04/25/2010	04/25/2010	COMMON STOCK	3,400
NON-QU. STOCK OPTION	\$ 21.38	Â	Â	Â	Â Â Â (2)	04/24/2011	04/24/2011	COMMON STOCK	3,700
NON-QU. STOCK OPTION	\$ 22.46	Â	Â	Â	Â Â Â (2)	04/24/2013	04/24/2013	COMMON STOCK	7,500
NON-QU. STOCK OPTION	\$ 23.89	Â	Â	Â	Â Â Â (2)	04/28/2014	04/28/2014	COMMON STOCK	4,700
NON-QU. STOCK OPTION	\$ 24.0937	Â	Â	Â	Â Â Â (2)	04/28/2009	04/28/2009	COMMON STOCK	2,100
NON-QU. STOCK OPTION	\$ 28.1875	Â	Â	Â	Â Â Â (2)	04/20/2008	04/20/2008	COMMON STOCK	1,540

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GONZALEZ JOSE MANUEL IRWIN FINANCIAL CORPORATION	Â	Â	Â VP-Director of Internal Audit	Â

500 WASHINGTON STREET
COLUMBUS, IN 47201

Signatures

/s/ Jose M.
Gonzalez

01/10/2005

Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

Between 4/30/04 and 12/30/04, the reporting person acquired 199 shares of Irwin Financial Corporation common stock under the Irwin Financial Corporation Employees' Stock Purchase Plan. The information in this report is as of 12/30/04. 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 provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.