IRWIN FINANCIAL CORP

Form 5

February 12, 2008

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Check this box if Washington, D.C. 20549

OMB Number: 3235-0362 Expires: January 31, 2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions

Transactions Reported

1. Name and Address of Reporting Person * EHLINGER GREGORY F			2. Issuer Name and Ticker or Trading Symbol IRWIN FINANCIAL CORP [IFC]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)				
			(Month/Day/Year) 12/31/2007	Director 10% Owner Officer (give title Other (specify				
IRWIN FINANCIAL CORPORATION, 500				below) below) SVP and CFO				
WASHINGT								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)				
COLUMBUS	S Â INÂ 47	201						

COLUMBUS, ÂINÂ 47201

(State)

(Zin)

(City)

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

(City)	(State) (Zi	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) (A) or		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	Amount Â	(D) Â	Price Â	14,459 <u>(1)</u> <u>(2)</u>	D	Â	
COMMON STOCK	Â	Â	Â	Â	Â	Â	493 (3)	I	UGMA cust- child	
COMMON STOCK	Â	Â	Â	Â	Â	Â	494 (4)	I	UGMA cust - child	
COMMON	Â	Â	Â	Â	Â	Â	26,028 (5)	I	401(K)	

STOCK

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.

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

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)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Othe			
EHLINGER GREGORY F							
IRWIN FINANCIAL CORPORATION	â	â	SVP and CFO	â			
500 WASHINGTON STREET	А	А	A SVP and Cro	A			
COLUMBUS, IN 47201							

Signatures

/s/ Gregory F.
Ehlinger

**Signature of Reporting Person

O1/14/2008

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 11/03/07 and 12/31/07, the reporting person acquired 1 share of Irwin Financial Corporation common stock under the Irwin
- (1) Financial Corporation Dividend Reinvestment and Common Stock Purchase Plan. The information in this report is as of 12/31/07. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number.
- (2) Between 10/16/07 and 12/31/07, the reporting person acquired 732 shares of Irwin Financial Corporation common stock under the Irwin Financial Corporation Employees' Stock Purchase Plan. The information in this report is as of 12/31/07. The Plan provides for the

Reporting Owners 2

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purchase of fractional shares. The number reported is the nearest whole number.

- Between 11/03/07 and 12/31/07, the reporting person's UGMA custodial account acquired 8 shares of Irwin Financial Corporation comon (3) stock under the Irwin Financial Corporation Dividend Reinvestment and Common Stock Purchase Plan. The information in this report is as of 12/31/07. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number.
- Between 11/03/07 and 12/31/07, the reporting person's UGMA custodial account acquired 8 shares of Irwin Financial Corporation comon (4) stock under the Irwin Financial Corporation Dividend Reinvestment and Common Stock Purchase Plan. The information in this report is as of 12/31/07. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number.
 - Includes 385 additional shares acquired through participation in the Irwin Financial Corporation Employees' Savings Plan (401-K Plan).
- (5) Shares noted are as of 12/31/07. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number of shares.
- Includes 8 additional shares acquired between 11/03/07 and 12/31/07 by reporting person's spouse through participation in the Irwin

 (6) Financial Corporation Dividend Reinvestment and Common Stock Purchase Plan. The Plan provides for the purchase of fractional shares. The number reported is the nearest whole number.

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.