

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

Filing Date: **2006-01-05** | Period of Report: **2006-01-04**  
SEC Accession No. **0000891092-06-000027**

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### FILER

#### FIRST INDIANA CORP

CIK: **789670** | IRS No.: **351692825** | State of Incorporation: **IN** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-14354** | Film No.: **06509517**  
SIC: **6035** Savings institution, federally chartered

Mailing Address  
135 N PENNSYLVANIA ST  
INDIANAPOLIS IN 46204

Business Address  
135 N PENNSYLVANIA ST  
INDIANAPOLIS IN 46204  
3172691200

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

**FORM 8-K**

**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (date of earliest event reported): January 4, 2006**

**FIRST INDIANA CORPORATION**  
(Exact name of registrant as specified in its charter)

**INDIANA**  
(State of incorporation or organization)

**0-14354**  
(Commission file number)

**35-1692825**  
(I.R.S. Employer Identification No.)

**135 NORTH PENNSYLVANIA STREET  
SUITE 2800  
INDIANAPOLIS, INDIANA 46204**  
(Address of principal executive offices)

**(317) 269-1200**  
(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.01 Completion of Acquisition or Disposition of Assets.**

First Indiana Bank, N.A. (the "Bank"), a subsidiary of First Indiana Corporation has completed the previously announced agreement to sell its trust business to Marshall & Ilsley Trust Company N.A., a subsidiary of Marshall & Ilsley Corporation. The sale closed January 3, 2006, and the Bank received \$15.0 million in cash proceeds. A press release in regard to the above is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The Bank has a correspondent banking relationship with M&I Marshall & Ilsley Bank, a subsidiary of

Marshall & Ilsely Corporation, and has entered into a contract with Metavante Corporation, another subsidiary of Marshall & Ilsely Corporation, for the provision of technology services to First Indiana.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press release dated January 4, 2006.

**Signatures.**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: January 4, 2006

FIRST INDIANA CORPORATION

/s/ William J. Brunner

By: William J. Brunner

Chief Financial Officer

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## News Release

Contact: William J. Brunner, CFO - Shareholders & Analysts  
(317) 269-1614  
Beth Copeland - Media  
(317) 269-1395

### **FIRST INDIANA CORPORATION CLOSSES THE SALE OF ITS TRUST DIVISION TO MARSHALL & ILSLEY TRUST COMPANY**

**INDIANAPOLIS, January 4, 2006** – First Indiana Corporation has completed the previously announced agreement to sell its trust business to Marshall & Ilesley Trust Company N.A., a subsidiary of Marshall & Ilesley Corporation (NYSE: MI). The sale closed January 3, 2006, and is anticipated to result in an after-tax gain of approximately \$8.6 million, which will be included in the first quarter of 2006 earnings.

First Indiana Corporation (Nasdaq: FINB) is a financial services company offering comprehensive financial solutions to businesses and individuals. It is the holding company for First Indiana Bank, N.A., the largest commercial bank headquartered in Indianapolis. Founded in 1915, First Indiana Bank is a national bank with 30 offices in central Indiana. Information about First Indiana is available at (317) 269-1200, or at [www.firstindiana.com](http://www.firstindiana.com), which is not a part of this news release.

The amount of after-tax gain to be recognized from the sale is a forward-looking statement and is subject to a number of risks and uncertainties, including without limitation, the final accounting for expenses and tax treatment of the transaction, which may cause actual results to differ materially from those expressed or implied in such statement. Forward-looking statements provide current expectations or forecasts of future events and are not guarantees of future performance, nor should they be relied upon as representing management's views as of any subsequent date. Additional information concerning factors that could cause actual results to differ materially from those expressed or implied in the forward-looking statement is available in the Corporation's Annual Report on Form 10-K for the year ended December 31, 2004, and subsequent filings with the United States Securities and Exchange Commission (SEC). Copies of these filings are available at no cost on the SEC's Web site at [www.sec.gov](http://www.sec.gov) or on the Corporation's web site at [www.firstindiana.com](http://www.firstindiana.com). Management may elect to update forward-looking statements at some future point; however, it specifically disclaims any obligation to do so.

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