

ABUHOFF JACK

Form 4

March 06, 2013

FORM 4
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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ABUHOFF JACK

(Last) (First) (Middle)

C/O INNODATA INC., 3
UNIVERSITY PLAZA

(Street)

HACKENSACK, NJ 07601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INNODATA INC [INOD]

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/05/2013		P		2,600	A	\$ 3.41
Common Stock	03/05/2013		P		400	A	\$ 3.44
Common Stock	03/05/2013		M		44,000	A	\$ 2.59
Common Stock	03/05/2013		M		31,500	A	\$ 0.5
					802,945		

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

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SEC 1474
(9-02)

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)	8. Amount Owned (Instr. 3 and 4)
				Code	V	(A)	(D)	
Employee Stock Option (right to buy)	\$ 3.39	03/04/2013		A		137,434	<u>(1)</u> 03/03/2020	Common Stock 13
Employee Stock Option (right to buy)	\$ 3.39	03/04/2013		A		100,000	<u>(2)</u> 03/03/2020	Common Stock 10
Employee Stock Option (right to buy)	\$ 2.59	03/05/2013		M		44,000	<u>(3)</u> 05/31/2013	Common Stock 4
Employee Stock Option (right to buy)	\$ 0.5	03/05/2013		M		31,500	<u>(4)</u> 06/02/2013	Common Stock 3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABUHOFF JACK C/O INNODATA INC. 3 UNIVERSITY PLAZA HACKENSACK, NJ 07601	X		Chairman and CEO	

Signatures

/s/ Amy Agress, Attorney-in-Fact for Jack
Abuhoff

03/06/2013

__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).
- (1) This stock option vests in its entirety on March 4, 2016
- (2) This stock option vests in its entirety on March 4, 2016. Once vested, this stock option may only be exercised if the market price of the Company's common stock is \$6.00 or greater at the time of exercise
- (3) Exercisable on or before May 31, 2013
- (4) Exercisable on or before June 2, 2013

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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