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INNODATA CORP
Form 4
February 09, 2001

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Sec
Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment
() Check here if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

1 Name and Address of Reporting Person *			2 Issuer Name and Ticker/Trading Symbol		
Brouwer Klass			Innodata Corporation INOD		
(Last)	(First)	(Middle)	3 IRS or Social Security Number	4 Statement for Month/Year	
Three University Plaza			of Reporting Person	Jan 2001	
(Street 1)			(Voluntary)		
(Street 2)				5 If Amendment, Date of Original (Month/Year)	
Hackensack NJ 07601					
(City)	(State)	(Zip)			

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

1 Title of Security (Instruction 3)	2 Trans- action Date (Month/Day/Year)	3 Trans- action Code (Instr 8)	4 Securities Acquired (A) or Disposed of (D) (Instructions 3, 4, 5)	5 Amount of Securities Beneficially Owned at End of Month (Instrs 3, 4)	6
Common Stock				10500	

Reminder: Report on a separate line for each class of securities beneficially owned directly or
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 4 (Continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Puts, Calls, Warrants, Options, Convertible Securities)

1 Title of Derivative	2 Con- ver-	3 Trans- action	4 Trans- action	5 Number of Derivative	6 Date Exercisable and	7 Title and Amount of Underlying	8
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Security (Instr 3)	sion or	Date (Month/ Day/ Year)	Code (Instr 8)	Securities Acquired (A) or Disposed of (D) (Instrs 3, 4, 5)	Expiration Date (Month/Day/Year)	Securities (Instructions 3,4)
	Exer- cise Price				Date Expir- ation Date	Title Amount or Num- ber of Shares
			Code V	(A) (D)	cisable	
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Stock Options	10.88	1/2/01	A	50000	* 1/1/06	Common Stock 50,000

Explanation of Responses:

* Vests linear over four years, exercisable after 1/1/02.

Klass Brouwer

** Signature of Re

** Intentional misstatement or omissions of facts constitute Federal Criminal Violations.
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: Transmit one copy of this Form to EDGAR, using a typed signature.
If space is insufficient, see Instruction 6 for procedure.