

INNODATA CORP
 Form 4
 February 09, 2001

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

FORM 4

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	
Fredrikson Bruce E.		Innodata Corporation INOD	
Owner			
(Last)	(First)	(Middle)	3 IRS or Social Security Number
95 Rockwell Place		4 Statement for	
(Street 1)		Month/Year	
		Jan 2001	
		(Voluntary)	
(Street 2)		5 If Amendment,	
		Date of Original	
		(Month/Year)	
Brooklyn NY 11217	(State)	(Zip)	
(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)	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	6
			Amount (A) Price		

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	Year	Code	V	(D)	(Instrs 3, 4)
Common Stock	1/4/01	M		5000	A 1.00
Common Stock	1/4/01	S		5000	D 11.75 7998

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).
 96)

FORM 4 (Continued)

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

1 Title of Nature	2 Con- Derivative Security (Instr 3) Ownership	3 Trans- action Date (Month/ Day/ Year)	4 Trans- action Code (Instr 8)	5 Number of Derivative Securities Acquired (A) or Disposed of (D) (Instrs 3, 4, 5)	6 Date Exercisable and Expiration Date (Month/Day/Year)	7 Title and Amount of Underlying Securities (Instructions 3,4)
Stock Option	10.88	1/2/01	A	20000	* 1/1/06	Common Stock 20,000
Stock Option	1.00	1/4/01	M	5000		Common Stock 5000

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Explanation of Responses:

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

Bruce E. Fredrikson

** 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.