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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 of Reporting Person	4 Statement for Month/Year	
Three University Plaza	(Street 1)			Jan 2001	
	(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 indirectly by the reporting person.
 * 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)	Exercise Price	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)	Amount or Number of Shares
Stock	10.88	1/2/01	A	50000	*	1/1/06	Common Stock
Options							

Explanation of Responses:

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

Klass Brouwer

** Signature of Responder

** 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.