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INNODATA CORP
 Form 3
 November 08, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

FORM 3

Washington, D. C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES
 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, S
 Public Utility Holding Company Act of 1935 or Section 30(f) of the Investme

1 Name and Address of Reporting Person *		2 Date of Event Requiring Statement (Month/Day/Year)	4 Issuer Name and Ticker/Innodata Corporation INOD
Mishra (Last)	Ashok (First)		
3 University Plaza (Street1)		October 30, 2001	5 Relationship of Reporti Person(s) to Issuer (Check all appli
		3 IRS or Social Security Number of Reporting Person (Voluntary)	() Director () Officer (Give Title below)
Hackensack (City)	NJ 07601 (State) (Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1 Title of Security (Instruction 4)	2 Amount of Securities Beneficially Owned (Instruction 4)	3 Ownership: Direct (D) or Indirect (I) (Instr 5)	4 Nature

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 5(b)(v).

FORM 3 (Continued)

Table II - Derivative Securities Beneficially Owned (Puts, Calls, Warrants, Options)

1 Title of Derivative Security (Instruction 4)	2 Date Exercisable and Expiration Date (Month/Day/Year)	3 Title and Amount of Securities Underlying Derivative Security (Instruction 4)	4 Conversion or Exercise Price of Derivative Security
	Date Expira- tion Date	Title	Amount or Number of Shares
Stock Options	(a) 9/28/04	Common Stock	10,000 \$2.00

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Stock Options	(b)	10/3/05	Common Stock	16,000	\$2.50
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Explanation of Responses:

- (a) Vested 9/30/01; linear thereafter over 24 months.
- (b) 25% vested on 7/4/01; linear thereafter over 36 months.

Ashok Mishra

** Signature of Report

** 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.