

INNODATA CORP  
 Form 4  
 August 08, 2002

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, Section 302(b) of the Securities Exchange Act of 1934, and the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940.

( ) 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		
Kondrach	George		Innodata Corporation/INOD		
(Last)	(First)	(Middle)			
Three University Plaza			3 IRS or Social Security Number of Reporting Person		
	(Street 1)		(Voluntary)		
	(Street 2)		4 Statement for Month/Year		
			July 2002		
			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	7/15/02	A	11,587 A -0-	26,827	

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

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

1 Title of Derivative Security (Instr 3)	2 Conversion or Exercise Price	3 Transaction Date (Month/Day/Year)	4 Transaction 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)	8
Stock Options	\$4.00	7/1/02	A	150,000	* 3/31/07	Common Stock	150,000

Explanation of Responses:

\*Vests 25% on 3/31/03; Linear thereafter over 36 months.

George Kondra  
 \*\* Signature of Representative

\*\* 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.