

INNODATA ISOGEN INC  
Form 4  
May 18, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
INNODATA ISOGEN INC

2. Issuer Name and Ticker or Trading Symbol  
INNODATA ISOGEN INC [INOD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O INNODATA ISOGEN, INC., THREE UNIVERSITY PLAZA

3. Date of Earliest Transaction (Month/Day/Year)  
05/16/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, CEO, President

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HACKENSACK, NJ 07601

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|--|

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| Security<br>(Instr. 3) | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |         | (Month/Day/Year) |     | (Instr. 3 and 4)    |                    |       |
|------------------------|---|-------------------------|--------------------|--|---------|------------------|-----|---------------------|--------------------|-------|
|                        |   |                         |                    | Code   | V       | (A)              | (D) | Date<br>Exercisable | Expiration<br>Date | Title |
| Stock<br>Option<br>(1) | \$ 1.56   | 05/16/2005              | J                  |  | 220,000 | (2)              |     | 05/31/2005          | Common<br>Stock    | 22    |
| Stock<br>Option<br>(1) | \$ 2.59   | 05/16/2005              | J                  |  | 220,000 | (2)              |     | (1)                 | Common<br>Stock    | 22    |
| Stock<br>Option<br>(3) | \$ 2.25   | 05/16/2005              | J                  |  | 770,000 | (2)              |     | 10/08/2005          | Common<br>Stock    | 77    |
| Stock<br>Option<br>(3) | \$ 2.59   | 05/16/2005              | J                  |  | 770,000 | (2)              |     | (3)                 | Common<br>Stock    | 77    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| INNODATA ISOGEN INC<br>C/O INNODATA ISOGEN, INC.<br>THREE UNIVERSITY PLAZA<br>HACKENSACK, NJ 07601 | X             |           | Chairman, CEO, President |       |

## Signatures

Stephen Agress, Attorney-In-Fact for Jack Abuhoff 05/18/2005

        \*\*Signature of Reporting Person

        Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

Reported transaction involves the change in expiration date of previously reported and vested stock options from May 31, 2005 to: 44,000 (1) expiring on May 31, 2009, 44,000 expiring on May 31, 2010, 44,000 expiring on May 31, 2011, 44,000 expiring on May 31, 2012, and 44,000 expiring on May 31, 2013; and the change of the exercise price from \$1.56 to \$2.59.

(2) Currently exercisable

Reported transaction involves the change in expiration date of previously reported and vested stock options from October 8, 2005 to: (3) 154,000 expiring on September 30, 2009, 154,000 expiring on September 30, 2010, 154,000 expiring on September 30, 2011, 154,000 expiring on September 30, 2012 and 154,000 expiring on March 31, 2014; and the change of the exercise price from \$2.25 to \$2.59.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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