INNODATA ISOGEN INC
Form 4/A
May 18, 2005

FORM 4

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

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ABUHOFF JACK

(Last) (First) (Middle)

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

(Street)

HACKENSACK, NJ 07601

(City) (State) (Zip)

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

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

4. If Amendment, Date Original Filed(Month/Day/Year)
05/18/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (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 Amou Underlying Secur

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABUHOFF JACK C/O INNODATA ISOGEN, INC. THREE UNIVERSITY PLAZA 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).

(1) Reported transaction involves the change in expiration date of previously reported and vested stock options from May 31, 2005 to: 44,000 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

(3) Reported transaction involves the change in expiration date of previously reported and vested stock options from October 8, 2005 to: 154,000 expiring on September 30, 2009, 154,000 expiring on September 30, 2010, 154,000 exprining September 30, 2011, 154,0000 expiring on September 30, 2012 and 154,0000 expiring on March 31, 2014; and the change of the exercise price from $2.25 to $2.59.

Remarks:

Amendment is filed as original was filed with Company's CIK Code in error. No changes to reported information have been m

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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