

SOLOMON TODD
Form 4
December 29, 2005

FORM 4

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

OMB APPROVAL

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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 *
SOLOMON TODD

(Last) (First) (Middle)

2877 PARADISE ROAD

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/28/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/28/2005 | | M | | 75,000 | A | \$ 2.59 |
| Common Stock | 12/28/2005 | | S | | 10,400 | D | \$ 2.84 |
| Common Stock | 12/28/2005 | | S | | 100 | D | \$ 2.89 |
| Common Stock | 12/28/2005 | | S | | 100 | D | \$ 2.94 |
| Common Stock | 12/28/2005 | | S | | 500 | D | \$ 2.95 |
| | 12/28/2005 | | S | | 10,547 | D | \$ 3 |

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| | | | | | | | |
|-----------------|------------|---|-------|---|------------|-----------|---|
| Common Stock | | | | | | | |
| Common Stock | 12/28/2005 | S | 1,100 | D | \$ 3.01 | 1,780,413 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.02 | 1,780,313 | D |
| Common Stock | 12/28/2005 | S | 1,100 | D | \$ 3.03 | 1,779,213 | D |
| Common Stock | 12/28/2005 | S | 2,100 | D | \$ 3.04 | 1,777,113 | D |
| Common Stock | 12/28/2005 | S | 3,300 | D | \$ 3.05 | 1,773,813 | D |
| Common Stock | 12/28/2005 | S | 2,691 | D | \$ 3.06 | 1,771,122 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.07 | 1,786,022 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.08 | 1,770,922 | D |
| Common Stock | 12/28/2005 | S | 1,500 | D | \$ 3.09 | 1,769,422 | D |
| Common Stock | 12/28/2005 | S | 1,862 | D | \$ 3.1 | 1,767,560 | D |
| Common Stock | 12/28/2005 | S | 500 | D | \$ 3.11 | 1,767,060 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.13 | 1,766,960 | D |
| Common Stock | 12/28/2005 | S | 1,100 | D | \$ 3.14 | 1,765,860 | D |
| Common Stock | 12/28/2005 | S | 900 | D | \$ 3.15 | 1,764,960 | D |
| Common Stock | 12/28/2005 | S | 300 | D | \$ 3.19 | 1,764,660 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.23 | 1,764,560 | D |
| Common Stock | 12/28/2005 | S | 1,600 | D | \$ 3.25 | 1,762,960 | D |
| Common Stock | 12/28/2005 | S | 100 | D | \$ 3.26 | 1,762,860 | D |
| Common Stock | 12/28/2005 | S | 500 | D | \$ 3.27 | 1,762,360 | D |
| | 12/28/2005 | S | 100 | D | | 1,762,260 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-------|------|------|--------------------------|---|
| Common Stock | | | | | \$ | | | |
| | | | | | 3.31 | | | |
| Common Stock | 12/28/2005 | | S | 1,000 | D | \$ | 1,761,260 | D |
| | | | | | | 3.32 | | |
| Common Stock | 12/28/2005 | | S | 1,500 | D | \$ | 1,759,760 | D |
| | | | | | | 3.33 | | |
| Common Stock | 12/28/2005 | | S | 1,500 | D | \$ | 1,758,260 | D |
| | | | | | | 3.34 | | |
| Common Stock | 12/28/2005 | | S | 2,900 | D | \$ | 1,755,360 ⁽⁴⁾ | D |
| | | | | | | 3.35 | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pr Deriv Secur (Instr | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 2.59 | 12/28/2005 | | M | 75,000 | <u>(1)</u> | <u>(2)</u> | Common Stock | 75,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SOLOMON TODD 2877 PARADISE ROAD LAS VEGAS, NV 89109 | | X | | |

Signatures

| | |
|--|------------|
| Amy Agress Attorney-In-Fact for Todd Solomon | 12/29/2005 |
|--|------------|

__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) Currently exercisable

With respect to the derivative securities referenced in Item 5, the expiration dates are 4,120 expiring on 5/31/2009, 35,000 expiring on

(2) 5/31/2010, 35,000 expiring on 5/31/2011 and 880 expiring on 5/31/2012. With respect to the derivative securities referenced in Item 9, the expiration dates are 34,120 expiring on 5/31/2012 and 36,000 expiring on 5/31/2013.

(3) Exercise of stock options

(4) This Form 4 is the first of two Form 4s to be filed for transactions on 12/28/2005. Two Form 4s are necessary due to the number of line items to report in Table I.

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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