

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person SANDS MATTHEW T		2. Issuer Name and Ticker or Trading Symbol INFORMATION ANALYSIS INC [Iaic]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ CFO	
(Last) (First) (Middle) C/O INFORMATION ANALYSIS INCORPORATED, 11240 WAPLES MILL RD STE 201		3. Date of Earliest Transaction (Month/Day/Year) 05/05/2021			
(Street) FAIRFAX, VA 22030		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/05/2021		X		8,000	A	\$ 0.16	18,000	D	
Common Stock	05/05/2021		X		20,000	A	\$ 0.15	38,000	D	

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.

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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options (Right-to-Buy)	\$ 0.16	05/05/2021		X		4,000		05/26/2012	05/26/2021	Common Stock	4,000	(U)	172,000	D	
Options (Right-to-Buy)	\$ 0.16	05/05/2021		X		4,000		05/26/2013	05/26/2021	Common Stock	4,000	(U)	172,000	D	
Options (Right-to-Buy)	\$ 0.15	05/05/2021		X		10,000		06/12/2013	06/12/2022	Common Stock	10,000	(U)	172,000	D	
Options (Right-to-Buy)	\$ 0.15	05/05/2021		X		10,000		06/12/2014	06/12/2022	Common Stock	10,000	(U)	172,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDS MATTHEW T C/O INFORMATION ANALYSIS INCORPORATED 11240 WAPLES MILL RD STE 201 FAIRFAX, VA 22030			CFO	

Signatures

Matthew T. Sands	05/05/2021
<small>Signature of Reporting Person</small>	<small>Date</small>

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) 1. Per Instruction 4.(c)(iii), Since the transaction is the exercise of a derivative security, column 8 is left blank and the exercise price is reported in column 2.

Remarks:

Table I and Table II reflect the exercise of options to purchase 8,000 shares of Common Stock at an exercise price of \$0.16 and the exercise of options to purchase 20,000 shares of Common stock at an exercise price of \$0.15.

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

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