INTERDIGITAL COMMUNICATIONS CORP

Form 4

September 29, 2005

FORM 4

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MILLER WILLIAM C Issuer Symbol INTERDIGITAL (Check all applicable) **COMMUNICATIONS CORP** [IDCC] Director 10% Owner Other (specify _X__ Officer (give title _ (Last) (First) (Middle) 3. Date of Earliest Transaction below) below) (Month/Day/Year) Sr. Programs & Eng. Officer 781 THIRD AVENUE 09/27/2005 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting KING OF Person

PRUSSIA,, PA 19406-1409

| (City) | (State) | ^(Zip) Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|--------------------------------------|---|-----------------|---|-------|--|--|---|----------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | 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) | |
| Common Stock | 09/27/2005 | | Code V S | Amount 700 | (D) | Price \$ 19.37 | 22,527 | D | |
| Common Stock | 09/27/2005 | | S | 1,700 | D | \$ 19.38 | 22,527 | D | |
| Common Stock | 09/27/2005 | | S | 1,700 | D | \$ 19.39 | 22,527 | D | |
| Common Stock | 09/27/2005 | | S | 52 | D | \$ 19.4 | 22,527 | D | |
| | 09/27/2005 | | S | 400 | D | | 22,527 | D | |

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| Common Stock | | | | | \$ 19.41 | | | |
|-----------------|------------|---|-------|---|-------------|-----------|---|--------------------------------|
| Common Stock | 09/27/2005 | S | 900 | D | \$ 19.42 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 800 | D | \$ 19.43 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 348 | D | \$ 19.44 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 1,400 | D | \$ 19.45 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 1,500 | D | \$ 19.51 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 300 | D | \$ 19.52 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 300 | D | \$ 19.53 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 1,700 | D | \$ 19.54 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 1,200 | D | \$ 19.56 | 22,527 | D | |
| Common Stock | 09/27/2005 | S | 300 | D | \$ 19.41 | 22,227 | D | |
| Common Stock | 09/27/2005 | S | 1,700 | D | \$ 19.42 | 20,527 | D | |
| Common Stock | 09/27/2005 | S | 881 | D | \$ 19.45 | 19,646 | D | |
| Common Stock | 09/27/2005 | S | 800 | D | \$ 19.46 | 18,846 | D | |
| Common Stock | 09/27/2005 | S | 406 | D | \$ 19.47 | 18,440 | D | |
| Common Stock | 09/27/2005 | S | 2,100 | D | \$ 19.48 | 16,340 | D | |
| Common Stock | | | | | | 1,506 (1) | I | By 401(k) Plan |
| Common Stock | 09/27/2005 | S | 200 | D | \$ 19.44 | 200 (2) | I | As UGMA custodian for children |
| Common Stock | 09/27/2005 | S | 200 | D | \$ 19.48 | 0 (2) | I | As UGMA custodian for children |

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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. Transactic Code (Instr. 8) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|-----|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (Right to buy) | \$ 9.6 | 09/27/2005 | | M | | 13,000 | (3) | 12/20/2011 | Common Stock | 13,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|------------------------------------|---------------|
| Kebul tilig Owliet Name / Autiless | |

Director 10% Owner Officer Other

MILLER WILLIAM C Sr. Programs
781 THIRD AVENUE & Eng.
KING OF PRUSSIA., PA 19406-1409 Officer

Signatures

/s/ Rebecca Bridgeford Opher, Attorney-In-Fact for William C.

Miller

09/29/2005

**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) As of the most recently published account statement dated September 28, 2005, the Reporting Person beneficially owned 1,506 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.
- (2) The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed as admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other person.
- (3) Part of a grant of 20,000 options which vested as follows: 3,333 shares on each of the following dates: 12/31/2001, 06/30/2002, 12/31/2002, and 06/30/2003; and 3,334 shares on each of the following dates: 12/31/2003, and 06/30/2004.
- (4) Granted pursuant to the InterDigital Communications Corporation 2000 Stock Award and Incentive Plan.

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

Reporting Owners 3

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