

INTERDIGITAL COMMUNICATIONS CORP

Form 4

September 29, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER WILLIAM C

(Last) (First) (Middle)

781 THIRD AVENUE

(Street)

KING OF
PRUSSIA,, PA 19406-1409

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INTERDIGITAL
COMMUNICATIONS CORP
[IDCC]

3. Date of Earliest Transaction
(Month/Day/Year)
09/27/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Sr. Programs & Eng. Officer

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(A) or Disposed of (D) Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	09/27/2005		S	700 D \$ 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.

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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 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. 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
	Director 10% Owner Officer Other
MILLER WILLIAM C 781 THIRD AVENUE KING OF PRUSSIA,, PA 19406-1409	Sr. Programs & Eng. 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.

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