

INTERDIGITAL COMMUNICATIONS CORP
 Form 4
 September 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 *
 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
 Officer (give title below) ___ Other (specify below)
 Sr. Programs & Eng. Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	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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(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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