#### FAGAN RICHARD J

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

Form 4

January 04, 2005

## FORM 4

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

OMB

**OMB APPROVAL** 

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

FAGAN RICHARD J

2. Issuer Name and Ticker or Trading

Symbol

INTERDIGITAL

**COMMUNICATIONS CORP** 

[IDCC]

(Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 01/01/2005

Director X\_ Officer (give title

10% Owner Other (specify

below)

Chief Financial Officer

(Check all applicable)

781 THIRD AVENUE

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

I

Person

Issuer

KING OF

PRUSSIA,, PA 19406-1409

(State) (Zip) (City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Transaction(A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

4. Securities Acquired 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect Beneficial (D) or Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s)

(Instr. 3 and 4)

or Code V Amount (D) Price

A 11,199 A <u>(1)</u> 47,754 D

(A)

01/01/2005 Stock

Common Stock

Common

771 (2)

By 401(k) Plan

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount of		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	rivative		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date Expiration	Title N	r Jumber			
						Exercisable	Date				
				C + V	(A) (D)			0			
				Code V	(A) (D)			S	hares		

# **Reporting Owners**

Reporting Owner Name / Address	retutionships
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Director 10% Owner Officer Other

Relationships

FAGAN RICHARD J Chief 781 THIRD AVENUE Financial KING OF PRUSSIA,, PA 19406-1409 Officer

### **Signatures**

Rebecca Bridgeford Opher, Attorney-In-Fact for Richard J. 01/04/2005 Fagan

> \*\*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).
- Acquired pursuant to the InterDigital Communications Corporation 1999 Restricted Stock Plan.
- As of the most recently published account statement dated December 28, 2004, the Reporting Person beneficially owned 771 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.

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.

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