Nolan James J Form 4 January 05, 2009

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

subject to

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

Washington, D.C. 20549
F CHANGES IN BENEFICIAL OWNERS

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction 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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person **
Nolan James J

an vanies v

(First) (Middle)

781 THIRD AVENUE

(Street)

2. Issuer Name **and** Ticker or Trading Symbol

InterDigital, Inc. [IDCC]

3. Date of Earliest Transaction

(Month/Day/Year) 01/01/2009

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

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

____ Director ____ 10% Owner __X_ Officer (give title ____ Other (specify below)

Executive VP, Engineering

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

KING OF PRUSSIA, PA 19406

(Ctata)

(City)	(State)	Table Table	e I - Non-D	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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)						
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)						
Common Stock	01/01/2009		A	4,369	A (1)	\$0	21,717	D					
Common Stock	01/01/2009		A	3,000	A (2)	\$0	24,717	D					
Common Stock	01/01/2009		F(3)	400	D	\$ 27.5	24,317	D					
Common Stock	01/01/2009		A	1,000	A (4)	\$0	25,317	D					
Common Stock	01/01/2009		F(5)	400	D	\$ 27.5	24,917	D					

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Common Stock	01/01/2009	F(6)	400	D \$ 2	7.5 24,517	D	
Common Stock					2,531 (7)	I	By 401(k) Plan

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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)	4. Transaction Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Nolan James J

781 THIRD AVENUE Executive VP, Engineering KING OF PRUSSIA, PA 19406

Signatures

/s/ Steven W. Sprecher, Attorney-In-Fact for James J.
Nolan
01/05/2009

**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) Restricted stock units granted pursuant to the company's 1999 Restricted Stock Plan in accordance with the company's Long Term Compensation Program.

Reporting Owners 2

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- (2) Restricted stock units granted pursuant to the company's 1999 Restricted Stock Plan.
- The transaction reported reflects the withholding of restricted stock units in satisfaction of the reporting person's tax liability. The

 (3) restricted stock units were part of an award granted to the reporting person on January 1, 2009 pursuant to the company's 1999 Restricted Stock Plan and also reported in this Form 4 and that vested, in part, immediately.
- (4) Restricted stock granted pursuant to the company's 1999 Restricted Stock Plan in accordance with the company's supplemental payment program for executive officers.
- The transaction reported reflects the withholding of shares of restricted stock in satisfaction of the reporting person's tax liability. The shares of restricted stock were part of an award granted to the reporting person on January 1, 2009 pursuant to the company's 1999 Restricted Stock Plan and also reported in this Form 4 and that vested immediately.
- The transaction reported reflects the withholding of restricted stock units in satisfaction of the reporting person's tax liability. The
- (6) restricted stock units were part of an award granted to the reporting person on March 20, 2008 pursuant to the company's 1999 Restricted Stock Plan and that vested, in part, on January 1, 2009.
- (7) As of the most recently published account statement, the reporting person beneficially owned this number of whole shares of Common Stock pursuant to the InterDigital 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.