

TILDEN CHARLES R
Form 4
December 30, 2004

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 *
TILDEN CHARLES R

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

(Last) (First) (Middle)
781 THIRD AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2004

KING OF PRUSSIA,, PA 19406-1409

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/29/2004		S	2,831	D	\$ 23.17	73,264 D
Common Stock	12/29/2004		S	2,500	D	\$ 23.176	73,264 D
Common Stock	12/29/2004		S	2,500	D	\$ 23.2	73,264 D
Common Stock	12/29/2004		S	7,500	D	\$ 23.21	73,264 D
	12/29/2004		S	2,500	D	\$ 23.22	73,264 D

Common
Stock

Common Stock 12/29/2004 M 6,000 A \$ 5.625 79,264 D

Common Stock 733 ⁽¹⁾ 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)

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 Security (Instr. 3 and 4)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right-to-Buy)	\$ 5.625	12/29/2004		M	23,831	<u>(2)</u>			11/10/2006		Common Stock	23,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TILDEN CHARLES R 781 THIRD AVENUE KING OF PRUSSIA,, PA 19406-1409			Chief Operating Officer	

Signatures

Rebecca Bridgeford Opher, Attorney-In-Fact for Charles R. Tilden 12/30/2004

 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)

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As of the most recently published account statement dated December 28, 2004, the Reporting Person beneficially owned 733 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.

- (2) Part of a grant of options which vested as follows: 15,000 on 05/30/1997; 2,777 on 11/30/1997; 15,000 on 05/30/1998; 2,777 on 11/30/1998; 15,000 on 05/30/1999, and 2,777 on 11/30/1999.
- (3) Granted pursuant to the InterDigital Communications Corporation 1995 Stock Option Plan for Employees and Outside Directors.

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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