SHAY LAWRENCE F
Form 4
October 04, 2010

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 *
SHAY LAWRENCE F

(Last) (First) (Middle)

781 THIRD AVENUE

(Street)

KING OF PRUSSIA, PA 19406

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
InterDigital, Inc. [IDCC]

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2010

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 below) _____ Other (specify below)
Exec. VP, IP & Chf. IP Counsel

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 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/30/2010		M[(1)]		3,000	A	$ 8.9	41,752	D	
Common Stock	09/30/2010		S[(1)]		3,000	D	$ 29.5	38,752	D	
Common Stock	09/30/2010		M[(1)]		5,000	A	$ 9.6	43,752	D	
Common Stock	09/30/2010		S[(1)]		5,000	D	$ 29.5	38,752	D	
Common Stock	09/30/2010		M[(1)]		8,000	A	$ 8.43	46,752	D	

Common Stock	09/30/2010		S[(1)]	8,000	D	$ 29.5	38,752	D	
Common Stock	09/30/2010		M[(1)]	6,000	A	$ 9	44,752	D	
Common Stock	09/30/2010		S[(1)]	6,000	D	$ 29.5	38,752	D	
Common Stock							2,953 [(2)]	I	By 401(k) Plan

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

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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 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 Am Underlying Sec (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A o N o S
Options (Right-to-Buy)	$ 8.9	09/30/2010		M[(1)]			3,000	08/27/2002[(3)]	08/27/2012	Common Stock	
Options (Right-to-Buy)	$ 9	09/30/2010		M[(1)]			6,000	08/23/2002[(4)]	08/23/2012	Common Stock	
Options (Right-to-Buy)	$ 9.6	09/30/2010		M[(1)]			5,000	12/31/2001[(5)]	12/20/2011	Common Stock	
Options (Right-to-Buy)	$ 8.43	09/30/2010		M[(1)]			8,000	11/12/2001[(6)]	11/12/2011	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHAY LAWRENCE F 781 THIRD AVENUE			Exec. VP, IP & Chf. IP Counsel	

KING OF PRUSSIA, PA 19406

Signatures

/s/ Jannie K. Lau, Attorney-in-Fact for Lawrence F. Shay — 10/04/2010

**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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

(2) 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.

(3) A grant of 3,000 stock options that vested in full on the date specified.

(4) A grant of 6,000 stock options that vested in full on the date specified.

(5) A grant of 5,000 stock options that vested every six months, first in four installments of 833 and second in two installments of 834, beginning on the date specified.

(6) A grant of 45,000 stock options that vested every six months in equal installments of 7,500 beginning on the date specified.

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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