

Point Janet Meenehan
 Form 4
 January 05, 2009

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 *
 Point Janet Meenehan

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 01/01/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Exec VP, Comm.& Investor Rels.

KING OF PRUSSIA, PA 19406
 (City) (State) (Zip)

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

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 | 01/01/2009 | | A | | 3,443 | <u>A</u> (1) | \$ 0 12,891 | D |
| Common Stock | 01/01/2009 | | A | | 3,000 | <u>A</u> (2) | \$ 0 15,891 | D |
| Common Stock | 01/01/2009 | | <u>F</u> (3) | | 397 | D | \$ 27.5 15,494 | D |
| Common Stock | 01/01/2009 | | A | | 1,000 | <u>A</u> (4) | \$ 0 16,494 | D |
| Common Stock | 01/01/2009 | | <u>F</u> (5) | | 397 | D | \$ 27.5 16,097 | D |

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| | | | | | | | | |
|--------------|------------|------------------|-----|---|---------|--------------------|---|----------------|
| Common Stock | 01/01/2009 | F ⁽⁶⁾ | 397 | D | \$ 27.5 | 15,700 | D | |
| Common Stock | | | | | | 710 ⁽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)

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Point Janet Meenehan
781 THIRD AVENUE
KING OF PRUSSIA, PA 19406

Exec VP, Comm.& Investor Rels.

Signatures

/s/ Steven W. Sprecher, Attorney-In-Fact for Janet M. Point

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.

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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

- (5) 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.

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