

KIERNAN BRIAN G  
 Form 4  
 June 22, 2006

**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 \*  
**KIERNAN BRIAN G**

(Last) (First) (Middle)

781 THIRD AVENUE

(Street)

KING OF PRUSSIA,, PA 19406-1409

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 06/21/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Senior Standards Officer

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	06/21/2006		S	4,375 D \$ 33.1	35,385	D	
Common Stock	06/21/2006		S	3,000 D \$ 33.15	35,385	D	
Common Stock	06/21/2006		S	2,000 D \$ 33.2	35,385	D	
Common Stock					1,647 <sup>(1)</sup>	I	By 401(k) Plan

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

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(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)	Amount or Number of Shares
Options (Right-to-Buy)	\$ 5.4375	06/21/2006		M	9,375	(2) 09/22/2007	Common Stock	9,375

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIERNAN BRIAN G 781 THIRD AVENUE KING OF PRUSSIA,, PA 19406-1409			Senior Standards Officer	

## Signatures

Rebecca Bridgeford Opher, Attorney-In-Fact for Brian G. Kiernan  
 Date: 06/22/2006  
 \*\*Signature of Reporting Person

## 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) As of the most recently published account statement dated June 16, 2006, the Reporting Person beneficially owned 1,647 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.
- (2) Part of a grant of 56,250 options which vested in equal installments of 9,375 on each of the following dates: 12/31/97; 06/30/98; 12/31/98; 06/30/99; 12/31/99 and 06/30/00.
- (3) Granted pursuant to the InterDigital Communications Corporation 1982 Non-Qualified Stock Option 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.