

INTERDIGITAL COMMUNICATIONS CORP
 Form 4
 September 21, 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 *
 MILLER WILLIAM C

(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)
 09/19/2006

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)
 Sr. Programs & Eng. 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) | Price | | |
| Common Stock | 09/19/2006 | | S | 3,716 | D \$ 33.73 | 10,329 | D |
| Common Stock | 09/19/2006 | | S | 300 | D \$ 33.72 | 10,329 | D |
| Common Stock | 09/19/2006 | | S | 332 | D \$ 33.71 | 10,329 | D |
| Common Stock | 09/19/2006 | | S | 2,652 | D \$ 33.7 | 10,329 | D |
| | 09/19/2006 | | S | 200 | D | 10,329 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|----------------------|---|----------------|
| Common Stock | | | | | \$ 33.67 | | | |
| Common Stock | 09/19/2006 | S | 1,317 | D | \$ 33.66 | 10,329 | D | |
| Common Stock | 09/19/2006 | S | 1,000 | D | \$ 33.65 | 10,329 | D | |
| Common Stock | 09/19/2006 | S | 200 | D | \$ 33.64 | 10,329 | D | |
| Common Stock | 09/19/2006 | S | 283 | D | \$ 33.63 | 10,329 | D | |
| Common Stock | | | | | | 1,870 ⁽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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy) | \$ 13.19 | 09/19/2006 | | M | 10,000 | ⁽²⁾ 01/29/2011 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER WILLIAM C 781 THIRD AVENUE KING OF PRUSSIA,, PA 19406-1409 | | | Sr. Programs & Eng. Officer | |

Signatures

/s/ Rebecca Bridgeford Opher, Attorney-In-Fact for William C.
Miller

09/21/2006

__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) As of the most recently published account statement dated September 19, 2006, the Reporting Person beneficially owned 1,870 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.
- (2) A grant of 10,000 options which vested as follows: 1,666 on each of 06/30/01 and 12/31/01; 1,667 on each of 06/30/02; 12/31/02; 06/30/03, and 12/31/03.
- (3) Granted pursuant to the InterDigital Communications Corporation 2000 Stock Award and Incentive 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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