

CAMPAGNA HARRY G
Form 4
December 19, 2008

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 *
CAMPAGNA HARRY G

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)
12/17/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

KING OF PRUSSIA, PA 19406

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/17/2008 | | M ⁽¹⁾ | | 50,000 | A | \$ 4.3125 |
| Common Stock | 12/17/2008 | | S ⁽¹⁾ | | 50,000 | D | \$ 25.08 ⁽²⁾ |
| Common Stock | 12/18/2008 | | M ⁽¹⁾ | | 50,000 | A | \$ 4.3125 |
| Common Stock | 12/18/2008 | | S ⁽¹⁾ | | 49,500 | D | \$ 25.14 ⁽³⁾ |
| Common Stock | 12/18/2008 | | S | | 500 | D | \$ 25.86 |

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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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Options (Right-to-Buy) | \$ 4.3125 | 12/17/2008 | | M | 50,000 | 12/21/1998 ⁽⁴⁾ 12/20/2008 | Common Stock | |
| Options (Right-to-Buy) | \$ 4.3125 | 12/18/2008 | | M | 50,000 | 12/21/1998 ⁽⁴⁾ 12/20/2008 | Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CAMPAGNA HARRY G 781 THIRD AVENUE KING OF PRUSSIA, PA 19406 | | X | | |

Signatures

/s/ Steven W. Sprecher, Attorney-In-Fact for Harry G. Campagna
 12/19/2008
 **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. Such Rule 10b5-1 trading plan provides for the exercise of options granted on December 21, 1998 and set to expire on December 20, 2008.
- (2) The price reported is the weighted average sale price for the transactions reported. The sale prices ranged from \$24.57 to \$25.40. Full information about the transactions reported will be provided upon request.
- (3) The price reported is the weighted average sale price for the transactions reported. The sale prices ranged from \$24.77 to \$25.42. Full information about the transactions reported will be provided upon request.
- (4) A grant of 100,000 options that vested in full on December 21, 1998.

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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.