LEMMO MARK A

Form 4

January 04, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 * **LEMMO MARK A**	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)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2012	_____ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) EVP, Corp.& Bus. Development
781 THIRD AVENUE		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
KING OF PRUSSIA, PA 19406		
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/01/2012		F(1)		1,634	D	$ 43.57	36,755.7754	D	
Common Stock	01/01/2012		D(2)		0.3463	D	$ 43.57	36,755.4291	D	
Common Stock	01/01/2012		A(3)		1,617.5036	A	$ 0	38,372.9327	D	
Common Stock	01/01/2012		F(4)		562	D	$ 43.57	37,810.9327	D	
Common Stock	01/01/2012		D(5)		0.5036	D	$ 43.57	37,810.4291	D	

| Common Stock | 01/01/2012 | | A⁽⁶⁾ | 1,668 | A | $ 0 | 39,478.4291 | D | |
| Common Stock | | | | | | | 3,578 (7) | 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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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEMMO MARK A 781 THIRD AVENUE KING OF PRUSSIA, PA 19406			EVP, Corp.& Bus. Development	

Signatures

/s/ Claire H. Hanna, Attorney-in-Fact for Mark A. Lemmo	01/04/2012
**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 transaction reported reflects the withholding of restricted stock units in satisfaction of the reporting person's tax liability. The 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 in accordance with the company's Long-Term Compensation Program that vested, in full, on January 1, 2012 together with accrued dividend equivalents.

(2) The transaction reported reflects the cash settlement of a fractional share in connection with the vesting of restricted stock units, as described in Note (1).

(3) The transaction reported represents the vesting of an award of performance-based restricted stock units granted to the reporting person on January 1, 2009 pursuant to the company's 1999 Restricted Stock Plan in accordance with the 2009-2012 cycle under the company's Long-Term Compensation Program. Based on the achievement level of the 2009-2012 cycle performance goals, 31% of the reporting person's target performance-based restricted stock unit award, or 1,605 restricted stock units, vested on January 1, 2012, together with 12.5036 additional shares representing accrued dividend equivalents.

(4) The transaction reported reflects the withholding of restricted stock units in satisfaction of the reporting person's tax liability in connection with the transaction described in Note (3).

(5) The transaction reported reflects the cash settlement of a fractional share in connection with the vesting of restricted stock units, as described in Note (3).

(6) Restricted stock units granted pursuant to the company's 2009 Stock Incentive Plan in accordance with the company's Long-Term Compensation Program.

(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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Explanation of Responses: 3