

TILDEN CHARLES R
Form 5
January 27, 2005

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
TILDEN CHARLES R

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

781 THIRD AVENUE
(Street)

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

6. Individual or Joint/Group Reporting
(check applicable line)

KING OF PRUSSIA, PA 19406-1409

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	05/31/2004	Â	J ⁽¹⁾	6	A	\$ 16.96	79,270	D	Â
Common Stock	06/30/2004	Â	J ⁽¹⁾	12	A	\$ 18.81	79,282	D	Â
Common Stock	07/31/2004	Â	J ⁽¹⁾	12	A	\$ 19.24	79,294	D	Â
Common Stock	08/31/2004	Â	J ⁽¹⁾	14	A	\$	79,308	D	Â

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Stock							15.59			
Common Stock	09/30/2004	Â	J ⁽¹⁾	14	A	\$ 16.32	79,322	D	Â	
Common Stock	10/31/2004	Â	J ⁽¹⁾	14	A	\$ 15.9	79,336	D	Â	
Common Stock	11/30/2004	Â	J ⁽¹⁾	11	A	\$ 20.35	79,347	D	Â	
Common Stock	12/31/2004	Â	J ⁽¹⁾	10	A	\$ 23.18	79,357	D	Â	
Common Stock	Â	Â	Â	Â	Â	Â	733 ⁽²⁾	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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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. of D Se B O E Is F (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TILDEN CHARLES R 781 THIRD AVENUE KING OF PRUSSIA,, PA 19406-1409	Â	Â	Â Chief Operating Officer	Â

Signatures

Rebecca Bridgeford Opher, Attorney-In-Fact for Charles R. Tilden 01/27/2005

__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) Purchased pursuant to the InterDigital Communications Corporation Employee Stock Purchase Plan, as amended, "a tax conditioned plan".
- (2) As of the most recently published account statement dated December 28, 2004, the Reporting Person beneficially owned 733 shares of Common Stock pursuant to the InterDigital Communications Corporation Savings and Protection Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.