Edgar Filing: Soni Naresh Himatlal - Form 4

Soni Naresł Form 4	n Himatlal											
January 04,	2012											
FORM			SECU	TTIE	C 1		TT A N		MAICCION		PROVAL	
	UNITED	SIAIES				ND EXC , D.C. 205		GE CU	OMMISSION	OMB Number:	3235-0287	
Section 16. Form 4 or Form 5 Filed p		ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES and pursuant to Section 16(a) of the Securities Exchange Act of 1934,								Expires:January 31Estimated averageburden hours perresponse0.5		
obligati may con <i>See</i> Inst 1(b).	ntinue. Section 17(a			•		ding Comj Company			935 or Section	L		
(Print or Type	Responses)											
Soni Naresh Himatlal			2. Issuer Name and Ticker or Trading Symbol InterDigital, Inc. [IDCC]					,	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	/liddle)		-					(Check	all applicable	2)	
(Mo			(Month/I						Director 10% Owner _X Officer (give title Other (specify below) Chief Technology Officer			
	(Street)		4. If Ame Filed(Mo			ate Original r)		A	6. Individual or Joi Applicable Line) X_ Form filed by O	ne Reporting Pe	rson	
KING OF	PRUSSIA, PA 194	106						P	Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tab	le I - No	on-I	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transa Code (Instr.	8)	4. Securitie ord Disposed (Instr. 3, 4 a Amount	d of (D		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)	
Common Stock	01/01/2012			F <u>(1)</u>		494	D	\$ 43.57	7,892.3676	D		
Common Stock	01/01/2012			D <u>(2)</u>		0.1226	D	\$ 43.57	7,892.245	D		
Common Stock	01/01/2012			A <u>(3)</u>		312.415	А	\$ 0	8,204.66	D		
Common Stock	01/01/2012			F <u>(4)</u>		130	D	\$ 43.57	8,074.66	D		
Common Stock	01/01/2012			D <u>(5)</u>		0.415	D	\$ 43.57	8,074.245	D		

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Common Stock 01/01/2012

2

1,291 A \$0 9,365.245

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.

D

 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or	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 Secu Bene Owne Follo Repo	
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4)						
					4, and 5)						
									Amount		
						Date Exercisable	Expiration Date	Title	of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships	
Directo	r 10% Owner	Officer	Other
Soni Naresh Himatlal 781 THIRD AVENUE KING OF PRUSSIA, PA 19406		Chief Technology Officer	
Signatures			
/s/ Claire H. Hanna, Attorney-in-Fact for Soni	01/04/2012		

**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).

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 June 22, 2009 pursuant to the company's 2009 Stock

Date

Incentive Plan in accordance with the company's Long-Term Compensation Program that vested, in part, on January 1, 2012 together with accrued dividend equivalents.

(2)

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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).

The transaction reported represents the vesting of an award of performance-based restricted stock units granted to the reporting person on June 22, 2009 pursuant to the company's 2009 Stock Incentive Plan in accordance with the 2009-2012 cycle under the company's

- (3) 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 310 restricted stock units, vested on January 1, 2012, together with 2.4150 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.

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.