

InterDigital, Inc.  
Form 4  
March 17, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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**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 \*  
Nolan James J

(Last) (First) (Middle)  
200 BELLEVUE  
PARKWAY, SUITE 300  
(Street)

WILMINGTON, DE 19809

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
InterDigital, Inc. [IDCC]

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2017

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)  
EVP, IoT Solutions

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/15/2017		F <sup>(1)</sup>		2,637	D	\$ 85.45
Common Stock	03/15/2017		D <sup>(2)</sup>		0.3053	D	\$ 85.45
Common Stock	03/15/2017		A <sup>(3)</sup>		20,461.2203	A	\$ 0 71,540.3896
Common Stock	03/15/2017		F <sup>(4)</sup>		8,855	D	\$ 85.45 62,685.3896
Common Stock	03/15/2017		D <sup>(5)</sup>		0.2203	D	\$ 85.45 62,685.1693



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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.

The transaction reported represents the vesting of an award of performance-based restricted stock units granted to the reporting person on March 15, 2014 pursuant to the company's 2009 Stock Incentive Plan in accordance with the 2014-2016 cycle under the company's

- (3) Long-Term Compensation Program. Based on the achievement level of the 2014-2016 cycle performance goal, 200% of the reporting person's target performance-based restricted stock unit award, or 19,552 restricted stock units, vested on March 15, 2017, together with 909.2203 additional shares representing accrued dividend equivalent units.

- (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.

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.