

THOMPSON JAMES H

Form 4

May 22, 2013

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
THOMPSON JAMES H

(Last) (First) (Middle)

5775 MOREHOUSE DR.

(Street)

SAN DIEGO, CA 92121-1714

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

QUALCOMM INC/DE [QCOM]

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

05/20/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	05/20/2013		M	11,024.5972	A \$ 0	18,728.5972	D
Common Stock	05/20/2013		F	4,143	D \$ 61.1	14,585	D
Common Stock	05/20/2013		M	5,160.6665	A \$ 0	19,745.6665	D
Common Stock	05/20/2013		F	2,250	D \$ 66.1	17,495	D
Common Stock	05/20/2013		M	3,387.3384	A \$ 0	20,882.3384	D

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Common Stock 05/20/2013 F 1,768 D \$ 66.1 19,114 D

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Restricted Stock Unit	\$ 1	05/20/2013		M	10,939.0295 (1)	(2) 05/20/2020	Common Stock 10
Restricted Stock Unit	\$ 1	05/20/2013		M	5,080.5571 (1)	(3) 05/20/2021	Common Stock 5,
Restricted Stock Unit	\$ 1	05/20/2013		M	3,308.4579 (1)	(3) 03/27/2022	Common Stock 3,
Restricted Stock Unit	\$ 1	05/20/2013		M	244.5576	(4) (4)	Common Stock 2

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
THOMPSON JAMES H 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	Executive Vice President

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: James H. Thompson

05/22/2013

__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) Amount includes dividend equivalents earned on vested restricted stock units.

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- (2) These shares are represented by restricted stock units. The units vest 100% on the third anniversary of the date of grant. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (3) These shares are represented by restricted stock units and unvested dividend equivalents. The units vest annually over three years. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (4) These dividend equivalents vest the same as the underlying restricted stock units.

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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