

QUALCOMM INC/DE

Form 4

May 21, 2015

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 *
STERLING MICHELLE M

(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)
05/20/2015

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)

EVP, Human Resources

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	05/20/2015		M		1,697	A \$ 0	5,097 D
Common Stock	05/20/2015		M		1,637	A \$ 0	6,734 D
Common Stock	05/20/2015		M		1,585	A \$ 0	8,319 D
Common Stock	05/20/2015		F		615	D \$ 69.28	7,704 D
Common Stock	05/20/2015		F		596	D \$ 69.28	7,108 D

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Common Stock 05/20/2015 F 635 D \$ 69.28 6,473 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
Restricted Stock Unit	<u>(1)</u>	05/20/2015		M	1,697.2826	<u>(2)</u> 05/20/2015 <u>(2)</u>	Common Stock 1
Restricted Stock Unit	<u>(1)</u>	05/20/2015		M	1,585.5092	<u>(3)</u> 05/20/2016 <u>(3)</u>	Common Stock 1
Restricted Stock Unit	<u>(1)</u>	05/20/2015		M	1,637.9204	<u>(4)</u> 05/20/2017 <u>(4)</u>	Common Stock 1

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
STERLING MICHELLE M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	EVP, Human Resources

Signatures

By: David Zuckerman, Attorney-in-Fact For: Michelle M. Sterling 05/21/2015

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) Each Restricted Stock Unit is the economic equivalent of one share of Qualcomm common stock and is converted into common stock upon vesting.
- (2) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on May 20, 2013, 2014 and 2015.

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(3) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on May 20, 2014, 2015 and 2016.

(4) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on May 20, 2015, 2016 and 2017.

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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