

QUALCOMM INC/DE
Form 4
August 15, 2008

FORM 4

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

OMB APPROVAL

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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 *
SULLIVAN DANIEL L

(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)
08/14/2008

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)
Executive VP, Human Resources

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	08/14/2008		M	4,667 A \$ 22.23	18,440	I	by Trust (1)
Common Stock	08/14/2008		S(2)	4,667 D \$ 56.29	13,773	I	by Trust (1)
Common Stock	08/14/2008		M	16,666 A \$ 29.21	30,439	I	by Trust (1)
Common Stock	08/14/2008		S(2)	16,666 D \$ 56.29	13,773	I	by Trust (1)
Common Stock	08/14/2008		M	61,250 A \$ 34.83	75,023	I	by Trust (1)

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Common Stock	08/14/2008	S ⁽²⁾	61,250	D	\$ 56.29	13,773	I	by Trust (1)
Common Stock	08/14/2008	M	17,417	A	\$ 37.29	31,190	I	by Trust (1)
Common Stock	08/14/2008	S ⁽²⁾	17,417	D	\$ 56.29	13,773 ⁽³⁾	I	by Trust (1)
Common Stock						4,684	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 22.23	08/14/2008		M	4,667	⁽⁴⁾ 11/27/2013	Common Stock	4,667
Non-Qualified Stock Option (right to buy)	\$ 29.21	08/14/2008		M	16,666	⁽⁴⁾ 11/29/2011	Common Stock	16,666
Non-Qualified Stock Option (right to buy)	\$ 34.83	08/14/2008		M	61,250	⁽⁴⁾ 11/09/2016	Common Stock	61,250
Non-Qualified Stock Option (right to buy)	\$ 37.29	08/14/2008		M	17,417	⁽⁴⁾ 11/11/2017	Common Stock	17,417

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

SULLIVAN DANIEL L
5775 MOREHOUSE DR.
SAN DIEGO, CA 92121-1714

Executive VP, Human Resources

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Daniel L.
Sullivan

08/15/2008

__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) Securities held by Daniel L. Sullivan & Kathryn Sullivan, Trustees of the Sullivan Family Trust dtd. 9/2/99.
- (2) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (3) Includes 296 shares acquired under the Company's Employee Stock Purchase Plan on July 31, 2008.
- (4) The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter. The option is fully vested five years after the date of grant.

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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