

QUALCOMM INC/DE
Form 4
May 21, 2015

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 *
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
 Officer (give title below) _____ Other (specify below)
EVP, 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 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 | (1) | 05/20/2015 | | M | 1,697.2826 | (2) 05/20/2015(2) | Common Stock 1 |
| Restricted Stock Unit | (1) | 05/20/2015 | | M | 1,585.5092 | (3) 05/20/2016(3) | Common Stock 1 |
| Restricted Stock Unit | (1) | 05/20/2015 | | M | 1,637.9204 | (4) 05/20/2017(4) | 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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