

QUALCOMM INC/DE
Form 4
November 21, 2013

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 *
GROB MATTHEW S

(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)
11/20/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP & Chief Technology Officer

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 | 11/20/2013 | | M | | 6,258 | A | \$ 0 | 21,727 | I | by Trust (1) |
| Common Stock | 11/20/2013 | | M | | 5,255.2567 | A | \$ 0 | 26,982.2567 | I | by Trust (1) |
| Common Stock | 11/20/2013 | | F | | 2,742 | D | \$ 71.03 | 24,240 | I | by Trust (1) |
| Common Stock | 11/20/2013 | | F | | 3,266 | D | \$ 71.03 | 20,974 | I | by Trust (1) |
| Common Stock | | | | | | | | 2,164 | D | |

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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 of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|------------|--|-----------------|---|------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Restricted Stock Unit | \$ 1 | 11/20/2013 | | M | | 4,933.9249 | (2) | 11/20/2020 | Common Stock | 4,933.9249 |
| Restricted Stock Unit | \$ 1 | 11/20/2013 | | M | | 6,258 | (3) | 09/28/2023 | Common Stock | 6,258 |
| Restricted Stock Unit | \$ 1 | 11/20/2013 | | M | | 321.3318 | (4) | (4) | Common Stock | 321.3318 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GROB MATTHEW S 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714 | | | EVP & Chief Technology Officer | |

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Matthew S. Grob 11/21/2013

__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) Securities held by Matthew Grob and Dawn Grob Trustees for the Matthew and Dawn Grob Trust dtd. 8/26/1999.
- (2) These shares are represented by restricted stock units. The units vest annually over three years. 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 in equal one-third amounts on November 20, 2013, 2014 and 2015. 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.

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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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