

Johnson Margaret L
Form 4
January 31, 2011

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 *
Johnson Margaret 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)

01/27/2011

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 ____ Other (specify
below) 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	01/27/2011		M	26,075	A \$ 37.29	44,485	D
Common Stock	01/27/2011		S ⁽¹⁾	26,075	D \$ ⁽²⁾ 54.6595	18,410	D
Common Stock	01/27/2011		M	21,834	A \$ 34.83	40,244	D
Common Stock	01/27/2011		S ⁽¹⁾	21,834	D \$ ⁽²⁾ 54.6595	18,410	D
	01/27/2011		M	10,000	A \$ 44.02	28,410	D

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Common
Stock

Common Stock	01/27/2011	<u>S</u> ⁽¹⁾	10,000	D	\$ 54.6595 <u>(2)</u>	18,410	D
Common Stock	01/27/2011	M	60,666	A	\$ 35.66	79,076	D
Common Stock	01/27/2011	<u>S</u> ⁽¹⁾	60,666	D	\$ 54.6595 <u>(2)</u>	18,410	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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 34.83	01/27/2011		M		21,834		<u>(3)</u>	11/09/2016	Common Stock	21,834
Non-Qualified Stock Option (right to buy)	\$ 35.66	01/27/2011		M		60,666		<u>(3)</u>	11/06/2018	Common Stock	60,666
Non-Qualified Stock Option (right to buy)	\$ 37.29	01/27/2011		M		26,075		<u>(3)</u>	11/11/2017	Common Stock	26,075
Non-Qualified Stock Option (right to buy)	\$ 44.02	01/27/2011		M		10,000		<u>(3)</u>	11/03/2015	Common Stock	10,000

Reporting Owners

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

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Margaret L. Johnson

01/28/2011

____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) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (2) The sale prices for this transaction ranged from \$54.50 to \$54.92. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (3) 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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