

THOMPSON JAMES H

Form 4

May 08, 2018

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 *
THOMPSON JAMES H

(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)

05/05/2018

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, Engineering & CTO

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	05/05/2018		M	10,902 A	\$ 0 97,258	D	
Common Stock	05/05/2018		M	14,363 A	\$ 0 111,621	D	
Common Stock	05/05/2018		F	5,406 D	\$ 52.49 106,215	D	
Common Stock	05/05/2018		F	7,121 D	\$ 52.49 99,094	D	
Common Stock					3,135	I	Childrens' Trust ⁽¹⁾

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

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SEC 1474
(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. Un- (In		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Ti
Restricted Stock Unit	<u>(2)</u>	05/05/2018		M		10,902.0056		<u>(3)</u>	05/05/2019 <u>(3)</u>	C
Restricted Stock Unit	<u>(2)</u>	05/05/2018		M		14,363.4503		<u>(3)</u>	05/05/2019 <u>(3)</u>	C
Restricted Stock Unit	<u>(2)</u>	05/06/2018 <u>(4)</u>		A		55,852.2909 (5)		<u>(6)</u>	11/20/2020 <u>(6)</u>	C

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
THOMPSON JAMES H 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	EVP, Engineering & CTO

Signatures

By: David Zuckerman, Attorney-in-Fact For: James H. Thompson

05/07/2018

__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) Shares are held in individual trusts for the benefit of the reporting person's children. Dr. Thompson disclaims all beneficial ownership for the shares held in trusts for the benefit of his children.
- (2) Each Restricted Stock Unit is the economic equivalent of one share of Qualcomm common stock and is converted into common stock upon vesting.
- (3) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on May 5, 2017, 2018 and 2019.
- (4) These Restricted Stock Units were granted subject to performance vesting and service vesting requirements. On May 6, 2018, the Compensation Committee certified that the performance vesting conditions were satisfied.

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These Restricted Stock Units include an initial grant of 54,815 Restricted Stock Units, plus dividend equivalents accrued through the transaction date in the form of additional Restricted Stock Units that vest and are paid at the same time and in the same manner as the underlying Restricted Stock Units.

(6) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on November 20, 2018, 2019 and 2020.

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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