

SULLIVAN DANIEL L
Form 4
November 13, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SULLIVAN DANIEL L

2. Issuer Name and Ticker or Trading Symbol
QUALCOMM INC/DE [QCOM]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
5775 MOREHOUSE DR.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/08/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

SAN DIEGO, CA 92121-1714

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-------------|---|--------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/08/2012 | | M | | 9,117.2884 | A | \$ 0 | 25,069 | I | by Trust (1) |
| Common Stock | 11/08/2012 | | F | | 4,256 | D | \$ 60.67 | 20,813 (2) | I | by Trust (1) |
| Common Stock | 11/09/2012 | | S(3) | | 4,861 | D | \$ 61.8301 (4) | 15,952 | I | by Trust (1) |
| Common Stock | 11/09/2012 | | A | | 7,588.5389 | A | \$ 0 | 23,540.5389 | I | by Trust (1) |
| Common Stock | 11/09/2012 | | F | | 3,542 | D | \$ 61.62 | 19,998 | I | by Trust (1) |

Common Stock 9,469 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Restricted Stock Unit | \$ 1 | 11/08/2012 | | M | 9,117.2884 (5) | (6) 11/07/2020 | Common Stock | 9,117.2884 |

Reporting Owners

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

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Daniel L. Sullivan 11/13/2012

**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) Includes 209 shares acquired under the Company's Employee Stock Purchase Plan on July 31, 2012.
- (3) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (4) The sale prices for this transaction ranged from \$61.59 to \$62.15. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (5) Amount includes dividend equivalents earned on vested restricted stock units.
- (6)

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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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.