

GROB MATTHEW S
Form 3
July 12, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â GROB MATTHEW S</p> <p>(Last) (First) (Middle)</p> <p>5775 MOREHOUSE DR.</p> <p>(Street)</p> <p>SAN DIEGO,Â CAÂ 92121-1714</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/10/2011</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>QUALCOMM INC/DE [QCOM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>EVP & Chief Technology Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock | 1,363 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-------------------------------------------|-------|------------|--------------|-------------|----------|-------------------|----------------------|
| Non-Qualified Stock Option (right to buy) | Â (1) | 10/23/2018 | Common Stock | 70,000 | \$ 34.99 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 10/26/2016 | Common Stock | 45,000 | \$ 37.99 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (2) | 10/22/2019 | Common Stock | 60,000 | \$ 40.7 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 10/25/2017 | Common Stock | 60,000 | \$ 41.33 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 04/23/2019 | Common Stock | 70,000 | \$ 41.36 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 10/13/2015 | Common Stock | 30,000 | \$ 41.7 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 04/24/2018 | Common Stock | 70,000 | \$ 43.24 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 04/26/2017 | Common Stock | 45,000 | \$ 44.63 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 04/13/2016 | Common Stock | 32,700 | \$ 51.48 | D | Â |
| Phantom Stock Unit (3) | Â (4) | Â (5) | Common Stock | 10,834.795 | \$ 1 | I | by Grantor Trust (3) |
| Restricted Stock Unit | Â (6) | 05/20/2020 | Common Stock | 10,723.7484 | \$ 1 | D | Â |
| Restricted Stock Unit | Â (7) | 11/20/2020 | Common Stock | 15,171.1992 | \$ 1 | D | Â |
| Restricted Stock Unit | Â (7) | 05/20/2021 | Common Stock | 15,059.5128 | \$ 1 | D | Â |

Reporting Owners

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

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Matthew S. Grob 07/12/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter, adjusted for any previously exercised options prior to becoming an affiliate. The option is fully vested five years after the date of grant.
- (2) The options vest on each six month date after the date of grant as to 1/8th of the total shares granted, adjusted for any previously exercised options prior to becoming an affiliate. The option is fully vested four years after the date of grant.
- (3) The common stock issued under the terms of the Company's Executive Retirement Matching Contribution Plan, a tax conditioned plan, is exempt under Rule 16b-3. The shares are held in a grantor trust and stock is the only permissible form of distribution under the Plan.
The rights awarded under the Company's Executive Retirement Matching Contribution Plan will be eligible for distribution upon termination and vest according to the following schedule: 100% at age 65 with acceleration provisions (1) at the rate of 25% per year for each subsequent year of participation, (2) after the individual reaches age 61, or (3) if they have more than 10 years of service.
- (4) The rights awarded under the Company's Executive Retirement Matching Contribution Plan will be eligible for distribution upon termination.
- (5) These shares are represented by restricted stock units and unvested dividend equivalents. The units vest 100% on the third anniversary of the date of grant. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (6) These shares are represented by restricted stock units and unvested dividend equivalents. The units vest annually over three years. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (7)

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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