

QUALCOMM INC/DE
Form 4
May 08, 2006

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 *
SULPIZIO RICHARD

(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)
05/04/2006

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)

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 Ownership (Instr. 4)
				Code	V Amount (A) or (D) Price			
Common Stock	05/04/2006		M		408,102 A \$ 41.75	408,102	D	
Common Stock	05/04/2006		M		16,666 A \$ 20.64	424,768	D	
Common Stock	05/04/2006		M		8,666 A \$ 31.38	433,434	D	
Common Stock	05/04/2006		M		3,900 A \$ 37.39	437,334	D	
Common Stock	05/04/2006		M		62,666 A \$ 16.17	500,000	D	
	05/04/2006		S		500,000 D	0	D	

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Common Stock	\$					
	52.3488					
Common Stock		16,800	I		FBO children	
Common Stock		846	I		by Trust <u>(1)</u>	

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 Underlying (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	
Non-Qualified Stock Option (right to buy)	\$ 32.34	05/17/2002		A ⁽²⁾	V	40,000	⁽³⁾	05/16/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 16.17	05/04/2006		M		62,666	⁽³⁾	05/16/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.64	05/04/2006		M		16,666	⁽⁴⁾	02/11/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.38	05/04/2006		M		8,666	⁽⁵⁾	03/01/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 37.39	05/04/2006		M		3,900	⁽⁵⁾	03/07/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 41.75	05/04/2006		M		408,102	⁽⁶⁾	11/11/2009	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SULPIZIO RICHARD
5775 MOREHOUSE DR.
SAN DIEGO, CA 92121-1714

X

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Richard Sulpizio

05/08/2006

__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 Richard Sulpizio and Maria G. Sulpizio Ttees for the Sulpizio Family Trust UTD 6/15/94.
- (2) This grant was incorrectly reported on July 2, 2002 as being held by trust rather than held directly. This amendment is to correct the ownership that was reported on July 2, 2002.
- (3) The options vest as to 10% of the total shares granted on November 17, 2002 and as to 1/60th of the total shares granted on each monthly anniversary beginning on December 17, 2002.
- (4) The options vest as to 10% of the total shares granted on August 12, 2002 and as to 1/60th of the total shares granted on each monthly anniversary beginning on September 12, 2002.
- (5) 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.
- (6) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest as to 1/60th of the total shares granted on each monthly anniversary beginning on December 12, 1999.

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.