

JACOBS JEFFREY A

Form 4

July 29, 2008

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JACOBS JEFFREY A

(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)

07/28/2008

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)

EVP & Chief Marketing Officer

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)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/28/2008		J ⁽¹⁾		21,200	D	\$ 0	48,984	I	by GRAT S ⁽²⁾
Common Stock	07/28/2008		M		9,787	A	\$ 17.47	516,580	I	by Trust ⁽³⁾
Common Stock	07/28/2008		S ⁽⁴⁾		9,787	D	\$ 55.0541 ⁽⁵⁾	506,793	I	by Trust ⁽³⁾
Common Stock	07/28/2008		J ⁽¹⁾		21,200	A	\$ 0	549,193	I	by Trust ⁽³⁾
Common Stock								147,584	D	

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Common Stock	48,984	I	By GRAT
Common Stock	812	I	FBO children

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. Title and Amount Underlying Securities (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)	\$ 17.47	07/28/2008		M	9,787	<u>(6)</u>	11/07/2012	Common Stock	9,787

Reporting Owners

Reporting Owner Name / Address	Relationships
JACOBS JEFFREY A 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	Director 10% Owner Officer EVP & Chief Marketing Officer

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Jeffrey A. Jacobs 07/29/2008

__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).

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- (1) This transaction represents the distribution of shares from Mrs. Deni Jacobs's GRAT to the Jeff and Deni Jacobs Family Trust.
- (2) Securities held by Deni Jacobs, Trustee of the Deni Jacobs' Grantor Retained Annuity Trust.
- (3) Securities held by Jeffrey A. Jacobs and Deni Jacobs Trustees for the Jeff & Deni Jacobs Family Trust dtd. 5/3/01.
- (4) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (5) The sale prices for this transaction ranged from \$55.00 to \$55.10. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (6) 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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