

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person\*\*

Sacerdote, Peter M.  
-----  
(Last) (First) (Middle)  
c/o Goldman, Sachs & Co.  
85 Broad Street  
-----  
(Street)  
New York, NY 10004  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

QUALCOMM Incorporated  
(QCOM)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

FYE September 26, 1999

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. Individual or Joint/Group Reporting

(Check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

<TABLE>  
<CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

Owner-				14.			Amount of	
				Securities Acquired (A) or			Securities	ship
				Disposed of (D)			Beneficially	
Form:	7.			(Instr. 3, 4 and 5)			Owned at end	
Direct	Nature of						of Issuer's	(D)
or	Indirect						Fiscal Year	
1.	Indirect	Beneficial			(A)		(Instr. 3	(I)
	Title of Security	Ownership	Date	Code	Amount	or	Price	(Instr. 3
	(Instr. 3)	(Instr. 4)	(Month/Day/Year)	(Instr. 8)		(D)		and 4)
	(Instr. 4)	(Instr. 4)						

<S> <C> <C> <C> <C> <C> <C> <C>

Common Stock 40,000\*

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
 \*\*If the form is filed by more than one Reporting Person, see Instruction 4 (b) (v).

FORM 5 (continued)  
 <TABLE>  
 <CAPTION>

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

10.	Owner-	ship	of	Deriv-	ative	Secur-	ity:	Direct	(D) or	1.	In-	Title of	Deriv-	Derivative	(I)	Security	(Instr. 3)	(Instr. 4)	

<S> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C>

Non-Qualified Stock Option (right to buy) D \$34.38\* 2/23/99 A 20,000\* 01 02/22/09 Common Stock 20,000\* 20,000\*

Non-Qualified												
Stock Option												
(right to buy)	\$16.90*					02	07/26/03	Common Stock	60,000*			60,000*
D												
Non-Qualified												
Stock Option												
(right to buy)	\$11.13*					03	02/15/04	Common Stock	60,000*			60,000*
D												
Non-Qualified												
Stock Option												
(right to buy)	\$23.26*					04	02/09/08	Common Stock	20,000*			20,000*
D												

</TABLE>

Explanation of Responses:

\*Share holdings and exercise prices have been adjusted to reflect the Issuer's two-for-one stock split, on May 11, 1999.

01: These options were granted under the Company's 1998 Non-Employee Directors' Stock Option Plan. The options become exercisable in five equal annual installments beginning on January 15, 2000.

02: These options are granted under the Company's Non-Employee Directors' Stock Option Plan. All the options expiring July 26, 2003 are currently exercisable.

03: These options were granted under the Company's Non-Employee Directors' Stock Option Plan. 60% became exercisable in three equal annual installments beginning on February 16, 1996. 40% became exercisable on February 16, 1999.

04: These options were granted under the Company's 1998 Non-Employee Directors' Stock Option Plan. The options become exercisable in five equal annual installments beginning on January 15, 1999.

By: s/ Hans L. Reich

November 8, 1999

\*\*\*Signature of Reporting Person  
Attorney-in-fact

Date

\*\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided is insufficient, see Instruction 6 for procedure.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the Reporting Person pursuant to Rule 101(b)(4) of Regulation S-T.