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 1  
 <SROS>NASDAQ  
 <REPORTING-OWNER>  
 0001191320  
 Director  
 </REPORTING-OWNER>  
 <SUBJECT-COMPANY>  
 QUALCOMM Incorporated  
 0000804328  
 <IRS-NUMBER>95-3685934  
 </SUBJECT-COMPANY>  
 <PERIOD>01/27/03

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

FORM 4  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[ ] Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue.

1. Name and Address of Reporting Person(s)  
 ATKINSON, RICHARD C.  
 5775 Morehouse Dr.

San Diego, CA 92121-1714

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/Day/Year  
 1/27/2003

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

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

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

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] 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

1) Title of Security 7) Nature of	2) Trans- action Date (Month/ Day/Year)	3) Trans- action Code Code V	4) Securities Acquired (A) or Disposed of (D) Amount D Price	5) Amount of Securities Beneficially Owned at End of Month	6) D or I
Indirect Beneficial Ownership					
<S>	<C>	<C>	<C>	<C><C>	<C>
Common Stock FBO relatives				32,640	I
Common Stock by GRAT 3				200,000	I
Common Stock by Trust (1)	01/27/03	M	6,540 A \$2.78		I
Common Stock by Trust (1)	01/27/03	S (2)	6,540 D \$36.23	568,616	I

<CAPTION>  
 Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1) Title of Derivative Exercisable and Security Date	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code Code V	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Expiration
<S>	<C>	<C>	<C>	<C>	<C>

<C>  
 Non-Qualified Stock Option      \$2.78                      01/27/03              M                                      6,540                      (3)  
 02/15/04  
 (right to buy)

<CAPTION>  
 Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1) Title of Derivative 11) Nature of Security Indirect Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities  Title	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D  I
-					

<S> <C> Non-Qualified Stock Option Direct (right to buy)	<C> 01/27/03	<C> Common Stock	<C> 6,540	<C> 194,220	<C> D
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<FN>  
 Explanation of Responses:

(1)  
 Securities held by Rita L. Atkinson & Richard C. Atkinson as Co-Trustees of the Richard Chatham Atkinson & Rita Loyd Atkinson Family Trust UTA dtd. 12/04/80.

(2)  
 The disposition of shares was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.

(3)  
 Stock options granted under the Company's Non-Employee Directors' Stock Option Plan. The options vest at the rate of 20% on February 16, 1996, 20% on February 16, 1997, 20% on February 16, 1998, and 40% on February 16, 1999.

</FN>  
 </TABLE>  
 SIGNATURE OF REPORTING PERSON  
 /S/ By: Noreen E. Burns, Attorney-in-Fact  
 For: Richard C. Atkinson  
 DATE 01/28/03