

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

**SCHEDULE TO
(Rule 14d-100)**

**TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR 13(e)(1)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Ikanos Communications, Inc.
(Name of Subject Company (Issuer))

King Acquisition Co.
a wholly-owned subsidiary of

Qualcomm Atheros, Inc.
(Parent of Offeror)
An Indirect Wholly-Owned Subsidiary of

QUALCOMM INCORPORATED
(Name of Offerors)
(Names of Filing Persons (identifying status as offeror, issuer or other person))

Common Stock, Par Value \$0.001 Per Share
(Title of Class of Securities)

45173E204
(CUSIP Number of Class of Securities)

QUALCOMM Incorporated
5775 Morehouse Dr.
San Diego, California 92121-1719
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications on Behalf of Filing Persons)

Copies to:

Rama Padmanabhan
Cooley LLP
4401 Eastgate Mall
San Diego, California 92121
(858) 550-6000

CALCULATION OF FILING FEE

Transaction Valuation	Amount of Filing Fee
Not applicable*	Not applicable*

* A filing fee is not required in connection with this filing as it relates solely to preliminary communications made before the commencement of a tender offer.

Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: N/A
Form of Registration No.: N/A

Filing Party: N/A
Date Filed: N/A

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e-4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer.

If applicable, check the appropriate box(es) below to designate the appropriate rule provision(s) relied upon:

- Rule 13e-4(i) (Cross-Border Issuer Tender Offer)
 - Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)
-
-

This filing relates solely to preliminary communications made before the commencement of a tender offer by King Acquisition Co., a Delaware corporation (“Offeror”), and wholly-owned subsidiary of Qualcomm Atheros, Inc., a Delaware corporation (“Parent”), for all of the outstanding common stock of Ikanos Communications, Inc., a Delaware corporation (“Ikanos”), to be commenced pursuant to the Agreement and Plan of Merger, dated as of August 5, 2015, among Parent, Offeror and Ikanos.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Parent slide presentation to employees of Ikanos

August 2015

Rahul Patel, SVP and GM, Connectivity, Qualcomm Technologies, Inc.
Lauren Burke, Director, Human Resources, Qualcomm Incorporated

Introduction to Qualcomm

QUALCOMM



About the Tender Offer

THIS COMMUNICATION IS FOR INFORMATIONAL PURPOSES ONLY AND IS NOT AN OFFER TO BUY OR THE SOLICITATION OF AN OFFER TO SELL ANY SHARES OF IKANOS COMMON STOCK. THE TENDER OFFER DESCRIBED IN THIS DOCUMENT HAS NOT YET COMMENCED.

At the time the offer is commenced, a subsidiary of Qualcomm Atheros, Inc. will file a Tender Offer Statement on Schedule TO with the United States Securities and Exchange Commission ("SEC"), and Ikanos will file a Solicitation/Recommendation Statement on Schedule 14D-9 with respect to the tender offer.

The Offer to Purchase, the related Letter of Transmittal and certain other offer documents, as well as the Solicitation/Recommendation Statement, will be made available to all stockholders of Ikanos at no expense to them. The Tender Offer Statement and the Solicitation/Recommendation Statement will be available without charge at the SEC's web site, at <http://www.sec.gov>. Free copies of these materials and certain other offering documents will be sent to Ikanos' stockholders by the information agent for the offer.

IKANOS STOCKHOLDERS AND OTHER INVESTORS ARE URGED TO READ THE TENDER OFFER MATERIALS (INCLUDING THE OFFER TO PURCHASE, RELATED LETTER OF TRANSMITTAL AND CERTAIN OTHER OFFER DOCUMENTS) AND THE SOLICITATION/RECOMMENDATION STATEMENT, INCLUDING ALL AMENDMENTS TO THOSE MATERIALS. SUCH DOCUMENTS WILL CONTAIN IMPORTANT INFORMATION, WHICH SHOULD BE READ CAREFULLY BEFORE ANY DECISION IS MADE WITH RESPECT TO THE TENDER OFFER.

Safe Harbor

This communication contains forward-looking statements. Any statements contained herein which do not describe historical facts, including but not limited to, statements regarding: the proposed transaction between Qualcomm Atheros and Ikanos; the expected timetable for completing the transaction; strategic and other potential benefits of the transaction; estimated shipments of non-handset connected devices; and any other statements about Qualcomm's or Ikanos' managements' future expectations, beliefs, goals, plans, or prospects, are forward-looking statements which involve risks and uncertainties that could cause actual results to differ materially from those discussed in such forward-looking statements. Such risks and uncertainties include: the possibility that certain closing conditions to the transaction will not be satisfied; that required regulatory approvals for the transaction may not be obtained in a timely manner, if at all; the ability to timely consummate the transaction and possibility that the transaction will not be completed; the ability of Qualcomm Atheros to successfully integrate Ikanos' operations and employees; the anticipated benefits of the transaction may not be realized; and those additional factors discussed in Qualcomm's and Ikanos' most recent Quarterly and Annual Reports on Forms 10-Q and 10-K filed with the Securities and Exchange Commission. Investors are urged not to place undue reliance on these forward-looking statements, which speak only as of the date of this communication. Qualcomm and Ikanos undertake no obligation to revise or update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of this communication.



QUALCOMM[®]
Why Wait[™]

30

years of driving the
evolution of wireless

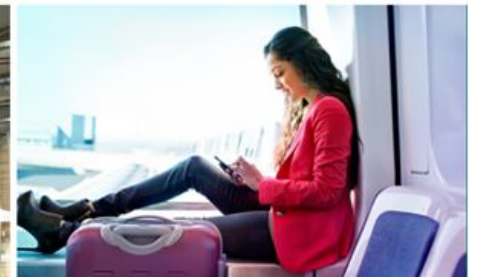
#1

in wireless
semiconductors

15B+

cumulative
ASIC shipments

Source: Qualcomm Incorporated data. Qualcomm semiconductors are products of Qualcomm Technologies, Inc. or its subsidiaries



Qualcomm fuels major technology shifts in the industry

Anticipating the big challenges and investing early on to solve them

\$37B Cumulative R&D*

CDMA3G Standard

Digitized mobile communications

From analog to digital

1ST WCDMA HSDPA multimode chipset

Scorpion CPU development initiated

1ST Android smartphone

Redefined computing

From desktop to smartphones

1ST LTE Advanced carrier aggregation smartphone

1ST 64-BIT 3G/LTE integrated chip

LTE-U

LTE/WI-FI convergence

Transforming the edge of the Internet

Machine learning

5G

Computer vision

Security and privacy

*As of Q3 '15

Strong results and cash flows

Third Quarter Results (FY2015 GAAP)

\$5.8B	\$1.2B	\$0.73	\$2.1B
Revenues	Operating income	Diluted EPS	Operating cash flow

Annual Results (FY2014 GAAP)

\$26.5B	\$7.6B	\$4.65	\$8.9B
Revenues	Operating income	Diluted EPS	Operating cash flow

Key business segments



QCT:

Semiconductors

#1

in wireless
semiconductors

15B+

cumulative ASICs
shipped

861M

MSM chipsets
shipped in FY'14

QTL:

Technology Licensing

275+

3G licensees

140+

4G licensees

Source: Qualcomm Incorporated data. Qualcomm[®] semiconductors are products of Qualcomm Technologies, Inc. or its subsidiaries

Employee landscape

A global organization

- 31,300 employees
- 34% located outside the U.S.



Source: 2014 Form 10-K; 2014 Sustainability Report



QCT: Driving growth and innovation

Continued innovation across the device



Apps processor



GPU



NFC



Position location



OS/user interface



Wireless charging



Camera



Security



Sensors



Semiconductor



WWAN



Video codecs



RF and antenna



Display



Audio processing



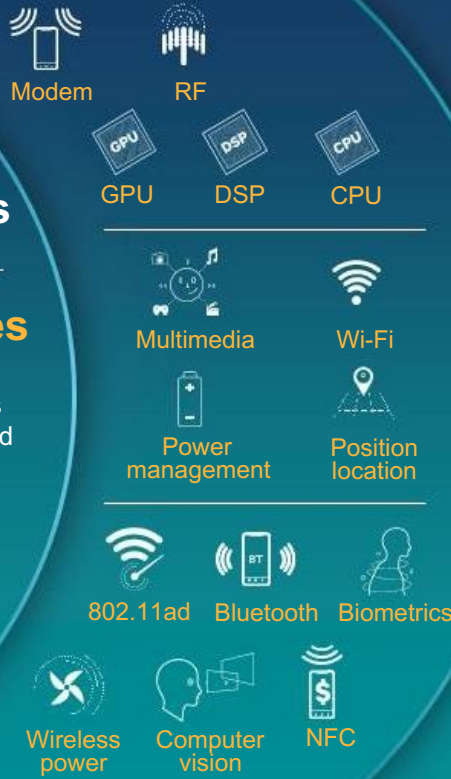
Connectivity (Wi-Fi)

Strong technology portfolio that extends into adjacent categories



Smartphones

- Scale
- Rapid design cycles
- Integrated, optimized technologies



Automotive

Internet of everything

Growth opportunities

Mobile computing

Networking

QCT business streams



Smartphones



**Connectivity
& Networking**



Internet of things



Computing



Automotive

QCT's Connectivity & Networking business

MCL

Mobile, Computing,
Location

- Mobile & Computing
- Location & GNSS



Smartphones, Tablets, PCs, AIOs

WIN

Wired/Wireless
Infrastructure & Networking

- Connected Home
- Networking & Infrastructure



Switches, Routers,
Gateways, PLC, Consumer

NETWORKING

DEVICE CONNECTIVITY

	Connected Home	Enterprise	Small Cells	Internet of Everything	Smartphone	Tablets	Consumer Electronics	Computing	Automotive
3G/LTE									
Wi-Fi (11ac, 11n)									
Wi-Fi (11ad)									
Bluetooth									
Location GNSS									
FM									
Powerline									
Ethernet									
Network Processor									

WIN business overview

Wired and Wireless Infrastructure and Networking

Connected Home



Complete Platform Solution

(Wi-Fi, Bluetooth, PLC, Ethernet, CPU/NPU, RFFE)

Enterprise



Complete Platform Solution

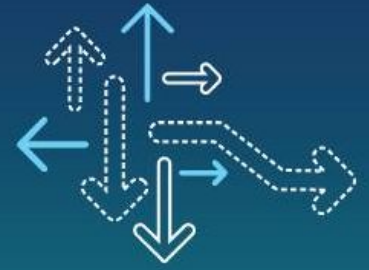
(Wi-Fi, Ethernet, PLC, CPU/NPU, RFFE)

Carrier



Connectivity

(Wi-Fi, PLC, Ethernet)



The opportunity

Significant
growth opportunity
at the edge of the Internet

5B+

non-handset connected devices
unit shipments estimate in 2018¹

Automotive | Internet of things | Mobile computing | Networking

(1) Addressable opportunity for AP, WWAN, Wi-Fi, BT and PLC in the listed adjacent segments
Source: Based on a combination of 3rd party and internal estimates as of April 22, 2015

Smarthome platform vision



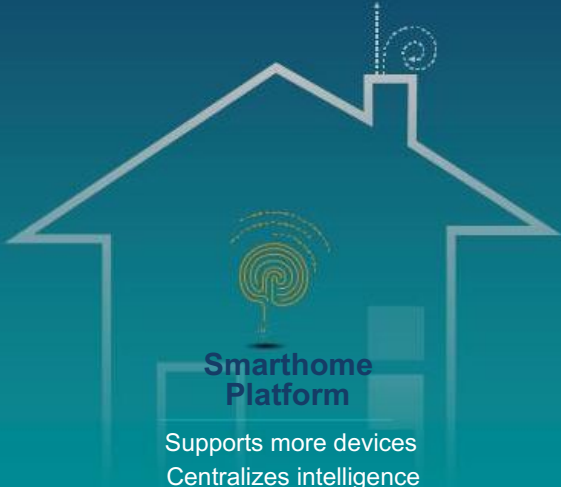
Media & Broadband

More high-quality content moving throughout the home



Apps & Services

Expanding cloud-based services delivered by utilities and operators



Smarthome Platform

Supports more devices
Centralizes intelligence

Conduit between home & service providers



Home Management

Monitoring and controlling systems and devices



Life Management

Connecting devices and sensors for health and fitness

Our opportunity



Accelerating leadership in the multi-mode smart home gateway

- Enables complete and integrated hardware and software solutions for carrier customers
- Builds on Qualcomm Atheros' leadership in Wi-Fi, small cells, Ethernet and PLC technologies
- Enhances our strategy for IoE and small cells

Combining our strengths

Complete solutions

- Tighter carrier grade platform integration model with Vx17x/Vx18x/Vx5xx + Wi-Fi + Ethernet

Accelerated roadmap

- Modem IP integration, cost reduction and optimized BOM

Carrier-grade software

- Build on the synergies between *inSIGHT*™ and Qualcomm® StreamBoost™ to create a credible QoS and analytics offering for remote management, diagnostics, traffic analysis

Technology migration

- Drive faster adoption to G.fast using Qualcomm's carrier relationships



Working @ Qualcomm

An exciting place to work



Company based on innovation, execution and partnership



Work on leading-edge wireless technology



Global presence



Competitive benefits

Qualcomm defined

Who we are

We are inventors, dreamers, risk takers and pioneers.

What we stand for

We challenge the boundaries of what's possible and push technology forward in pursuit of the next big thing.

What we do

We create and share mobile technologies that connect people on an unprecedented scale and make a difference in everyday life.

How we do it

We work together to innovate, execute and partner.

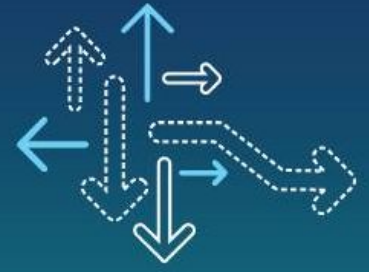
Elements of Total Rewards at Qualcomm

Wellness Vision
Take charge of your
Health
Medical Dental
Fitness centers

Cash incentive program
Manage your
Wealth
ESPP Salary
Life insurance Broad-based RSU program

Charitable match Social events
Balance your
Life
Family care resources Time off Discounts

Career development support
Achieve
your professional goals
Employee driven Real-time feedback
Learning center



Employee Discussions

QUALCOMM™

30
YEARS