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

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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 or Section 30(h) of the Investment Company Act of 1940

			2. Issuer Name and QUALCOMM II			<b>·</b> ·	ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 				
(Last) (Fir 5775 MOREHOUSE DR	· · · · · · · · · · · · · · · · · · ·		3. Date of Earliest Transaction (Month/Day/Year) 12/08/2004						X_Officer (give title below)Other (specify below) President, QCT			
(Str SAN DIEGO, CA 92121		4	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person				
(City) (Sta	ate) (	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
I.Title of Security (Instr. 3)	Date	nth/Day/Year)	Execution Date, if	3. Transact Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I)	Beneficial Ownership	
				Code	V	Amount	(D)	Price \$		(Instr. 4)	by Trust	
Common Stock	12/0	08/2004		М		4,800	А	ф 3.51	4,800	Ι	<u>(1)</u>	
Common Stock	12/0	08/2004		S <mark>(2)</mark>		4,800	D	\$ 43.03	0	Ι	by Trust (1)	
Common Stock									22,672	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed					6. Date Exercisable and		7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction of		Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect		
Security	or Exercise	(Month/Day/Year)	any	Code			(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Sec	urities	· · · ·		(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquired					Owned	Security:	(Instr. 4)		
	Security					(A)	(A) or					Following	Direct (D)		
						Disposed					Reported	or Indirect			
						of (D)					Transaction(s)	(I)			
					(Instr. 3, 4,							(Instr. 4)	(Instr. 4)		
						and	5)								
											Amount				
											or				
									Expiration		Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				
21							. ,								
Non-															
Qualified															
Stock										Common					
Option	\$ 3.51	12/08/2004		Μ			4,800	<u>(3)</u>	07/16/2008	Stock	4,800	\$ 0	57,400	D	
										SIUCK					
(right to															
buy)															

# **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
JHA SANJAY K 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714			President, QCT					

## Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Sanjay K. Jha

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 Sanjay K. Jha and Fiona Mackin-Jha Trustees for the Jha Family Trust dtd. 1/4/00.
- (2) The disposition of shares was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (3) The options vest in five equal annual installments beginning one year 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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