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

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

| OMB APPROV | /AL |
|------------------------|-----------|
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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

| (Print or Type Responses) | | | | | | | | | | | |
|--|-----------------------------------|--|--------------------|------|---|--|---|--|--|--|--|
| 1. Name and Address of Reporting Person [*] – JACOBS IRWIN M | 2. Issuer Name and QUALCOMM II | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
| (Last) (First) 5775 MOREHOUSE DR. | | 3. Date of Earliest Transaction (Month/Day/Year) 06/06/2005 | | | | | X_Officer (give title below) Other (specify below) Chairman & CEO | | | | |
| (Street) SAN DIEGO, CA 92121-1714 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1. Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Ye | | | (Instr. 8) | tion | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | Form: | 7. Nature of Indirect Beneficial | |
| | | (Month/Day/Year) | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and 4) | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| Common Stock | 06/06/2005 | | М | | 40,000 | А | \$ 2.83 | 26,708,208 | Ι | by Trust (1) | |
| Common Stock | 06/06/2005 | | S ⁽²⁾ | | 47,000 | D | \$ 37.64 | 26,661,208 | Ι | by Trust (1) | |
| Common Stock | 06/06/2005 | | G <mark>(2)</mark> | V | 55,135 | D | \$ 0 | 26,606,073 | Ι | by Trust (1) | |
| Common Stock | | | | | | | | 1,114,706 | Ι | By GRAT | |
| Common Stock | | | | | | | | 1,114,706 | Ι | by Spouse | |

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 in SEC 1474 (9-02) 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

| | (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|---|--|------------|--|------|-----------|--------------------------------------|---|---|--------------------|-----------------|--|--------------------------------------|--|---|---------------------------------------|
| 1. Title of Derivative Security (Instr. 3) | Conversion | | | Code | tion) | of D Secu Acq or D of (I | verivative urities uired (A) visposed D) tr. 3, 4, | ivative Expiration Date (Month/Day/Year) posed 3, 4, | | | Amount ng . 4) | Derivative Security (Instr. 5) | Securities Beneficially Owned Following Reported Transaction(s) | Ownership Form of Derivative Security: Direct (D) or Indirect (I) | Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | (Instr. 4) | |
| Non- Qualified Stock Option (right to buy) | \$ 2.83 | 06/06/2005 | | М | | | 40,000 | 07/12/1997 <mark>(3)</mark> | 07/11/2006 | Common Stock | 40,000 | \$ 0 | 644,000 | D | |

Reporting Owners

| | Relationships | | | | | | |
|--|---------------|--------------|----------------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| JACOBS IRWIN M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714 | Х | | Chairman & CEO | | | | |

Signatures

**Signature of Reporting Person

06/06/2005 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 Irwin M. Jacobs & Joan Klein Jacobs as Trustees of the Irwin Mark Jacobs & Joan Klein Jacobs Family Trust UTA dtd 6/2/80, as amended 6/30/92.
- (2) The disposition of shares was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (3) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest in five equal annual installments beginning on July 12, 1997.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.