

## INITIAL STATEMENT OF 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 * <b>THOMPSON JAMES H</b> (Last) (First) (Middle) <b>5775 MOREHOUSE DR.</b> (Street) <b>SAN DIEGO, CA 92121-1714</b> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>10/01/2012</b>	3. Issuer Name and Ticker or Trading Symbol <b>QUALCOMM INC/DE [QCOM]</b>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Executive Vice President</b>		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,978	D	

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	(1)	10/23/2018	Common Stock	12,834	\$ 34.99	D	
Non-Qualified Stock Option (right to buy)	(2)	10/22/2019	Common Stock	32,000	\$ 40.7	D	
Non-Qualified Stock Option (right to buy)	(1)	10/25/2017	Common Stock	60,000	\$ 41.33	D	
Non-Qualified Stock Option (right to buy)	(1)	04/23/2019	Common Stock	40,000	\$ 41.36	D	
Non-Qualified Stock Option (right to buy)	(1)	04/24/2018	Common Stock	62,000	\$ 43.24	D	
Non-Qualified Stock Option (right to buy)	(1)	04/26/2017	Common Stock	35,000	\$ 44.63	D	
Non-Qualified Stock Option (right to buy)	(1)	04/13/2016	Common Stock	35,000	\$ 51.48	D	
Non-Qualified Stock Option (right to buy)	(3)	07/05/2019	Common Stock	51,000	\$ 55.31	D	
Phantom Stock Unit (4)	(5)	(6)	Common Stock	15,957.944	\$ 1	I	by Grantor Trust (4)
Restricted Stock Unit	(7)	05/20/2020	Common Stock	10,939.0295	\$ 1	D	
Restricted Stock Unit	(8)	11/20/2020	Common Stock	10,317.1758	\$ 1	D	
Restricted Stock Unit	(8)	05/20/2021	Common Stock	10,241.2236	\$ 1	D	
Restricted Stock Unit	(8)	09/27/2021	Common Stock	12,188.7924	\$ 1	D	

Restricted Stock Unit	(8)	03/27/2022	Common Stock	10,084.151	\$ 1	D	
Restricted Stock Unit	(8)	08/19/2022	Common Stock	11,989.906	\$ 1	D	
Restricted Stock Unit	(8)	09/29/2022	Common Stock	34,354	\$ 1	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMPSON JAMES H 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714			Executive Vice President	

## Signatures

By: Noreen E. Burns, Attorney-in-Fact For: James H. Thompson		10/10/2012
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter, adjusted for any previously exercised options prior to becoming an affiliate. The option is fully vested five years after the date of grant.
- (2) The options vest on each six month date after the date of grant as to 1/8th of the total shares granted, adjusted for any previously exercised options prior to becoming an affiliate. The option is fully vested four years after the date of grant.
- (3) The options vest on the first anniversary of the date of grant as to 1/4th of the total shares granted, adjusted for any previously exercised options prior to becoming an affiliate. The option is fully vested four years after the date of grant.
- (4) The common stock issued under the terms of the Company's Executive Retirement Matching Contribution Plan, a tax conditioned plan, is exempt under Rule 16b-3. The shares are held in a grantor trust and stock is the only permissible form of distribution under the Plan.  
The rights awarded under the Company's Executive Retirement Matching Contribution Plan will be eligible for distribution upon termination and vest according to the following schedule: 100% at age 65 with acceleration provisions (1) at the rate of 25% per year for each subsequent year of participation, (2) after the individual reaches age 61, or (3) if they have more than 10 years of service.
- (6) The rights awarded under the Company's Executive Retirement Matching Contribution Plan will be eligible for distribution upon termination.
- (7) These shares are represented by restricted stock units and unvested dividend equivalents. The units vest 100% on the third anniversary of the date of grant. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (8) These shares are represented by restricted stock units and unvested dividend equivalents. The units vest annually over three years. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.

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.

POWER OF ATTORNEY

I, James H. Thompson, appoint each of Noreen E. Burns, Lisa V. Murzic, David Zuckerman, or Jane Borneman of Qualcomm Incorporated (the "Company"), signing singly, attorney-in-fact to:

(1) Execute on my behalf and in my capacity as a director and/or an officer of the Company, Forms 3, 4 and 5 (the "Form" or "Forms") in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the Act) and the rules thereunder;

(2) Perform any and all acts on my behalf which may be necessary or desirable to complete and execute any Form and timely file such Form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) Take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by me, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his or her discretion.

I grant to each such attorney-in-fact full power and authority to do and perform any act necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present. I ratify and confirm all that such attorney-in-fact shall lawfully do by the rights and powers granted by this Power of Attorney. Each attorney-in-fact shall have full power of substitution or revocation.

I acknowledge that the attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Act.

This Power of Attorney shall remain in full force and effect until I am no longer required to file the Forms with respect to my holdings of and transactions in securities issued by the Company, unless I earlier revoke it in a signed writing delivered to the Stock Administration Department of the Company for distribution to each of the foregoing attorneys-in-fact, and supercedes any previous Power of Attorney that may have been signed by me or on my behalf.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of October, 2012.

/s/ James H. Thompson