FORM 4	4
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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

1. Name and Address o CRUICKSHANK	2. Issuer Name and QUALCOMM II			<i>c</i> ,	l	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
5775 MOREHOUS	(First) SE DR.		3. Date of Earliest Tr 03/05/2013	ansaction (1	Mont	h/Day/Ye	ar)		Officer (give title below) Ot	her (specify belo	ow)
SAN DIEGO, CA	(Street) 92121-1714		4. If Amendment, Da	ate Original	Filed	(Month/Day	Year)		6. Individual or Joint/Group FilingChec _X_Form filed by One Reporting Person Form filed by More than One Reporting Person		ne)
(City)	(State)	(Zip)		Fable I - No	on-De	erivative S	Securitie	s Acqu	ired, Disposed of, or Beneficially Own	ned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)	ion V	4. Securi (A) or D (Instr. 3, Amount	isposed o 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership

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

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	Conversion	(Month/Day/Year)		Code	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Excicisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Restricted Stock Unit	<u>(1)</u>	03/05/2013		A		2,943.00		<u>(2)</u>	<u>(2)</u>	Common Stock	2,943	\$ 0	6,232.6355	D	

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CRUICKSHANK DONALD G 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	Х						

### Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Donald G. Cruickshank

03/07/2013 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) Each restricted stock unit represents a right to receive one share of the Company's common stock.
- (2) Restricted Stock Units are 100% vested on the earlier of (1) April 10, 2014, (2) death, (3) disability, or (4) a change in control. The units will be settled in shares of the Company's common stock or cash in accordance with the grant agreement on the earlier of (1) April 10, 2014, (2) separation from service, (3) death, (4) disability, or (5) a change in control.

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, Donald G. Cruickshank, 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 21st day of March, 2012.

/s/ Donald G. Cruickshank