

FORM 4

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

OMB APPROVAL
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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).

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 GROB MATTHEW S | | | 2. Issuer Name and Ticker or Trading Symbol QUALCOMM INC/DE [QCOM] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ EVP & Chief Technology Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/20/2013 | | | | | |
| 5775 MOREHOUSE DR. | | | | | | | | |
| (Street) | | | 4. 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 | | |
| SAN DIEGO, CA 92121-1714 | | | | | | | | |
| (City) (State) (Zip) | | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/20/2013 | | M | | 5,160.6665 | A | \$ 0 | 7,324.6665 | D | |
| Common Stock | 05/20/2013 | | F | | 2,693.00 | D | \$ 66.10 | 4,631 | D | |
| Common Stock | 05/20/2013 | | M | | 11,024.5972 | A | \$ 0 | 15,655.5972 | D | |
| Common Stock | 05/20/2013 | | F | | 5,753.00 | D | \$ 66.10 | 9,902 | D | |
| Common Stock | 05/20/2013 | | M | | 4,700.00 | A | \$ 34.99 | 4,700 | I | by Trust (1) |
| Common Stock | 05/20/2013 | | S(2) | | 4,700.00 | D | \$ 66.33 | 0 | I | by Trust (1) |
| Common Stock | 05/20/2013 | | M | | 600.00 | A | \$ 37.99 | 600 | I | by Trust (1) |
| Common Stock | 05/20/2013 | | S(2) | | 600.00 | D | \$ 66.33 | 0 | I | by Trust (1) |

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

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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) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 34.99 | 05/20/2013 | | M | | 4,700.00 | (3) | 10/23/2018 | Common Stock | 4,700 | \$ 0 | 7,000 | D | |
| Non-Qualified Stock Option (right to buy) | \$ 37.99 | 05/20/2013 | | M | | 600.00 | (4) | 10/26/2016 | Common Stock | 600 | \$ 0 | 44,400 | D | |
| Restricted Stock Unit | \$ 1.00 | 05/20/2013 | | M | | 10,723.7484 | (5) | 05/20/2020 | Common Stock | 10,723.7484 | \$ 0 | 0 | D | |
| Restricted Stock Unit | \$ 1.00 | 05/20/2013 | | M | | 4,820.9655 | (7) | 05/20/2021 | Common Stock | 4,820.9655 | \$ 0 | 5,160.6665 | D | |

| | | | | | | | | | | | | | | |
|-----------------------|---------|------------|--|---|--|----------|-----|-----|--------------|----------|------|------------|---|--|
| Restricted Stock Unit | \$ 1.00 | 05/20/2013 | | M | | 640.5498 | (8) | (8) | Common Stock | 640.5498 | \$ 0 | 1,307.6022 | D | |
|-----------------------|---------|------------|--|---|--|----------|-----|-----|--------------|----------|------|------------|---|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GROB MATTHEW S 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714 | | | EVP & Chief Technology Officer | |

Signatures

| | | |
|---|--|------------|
| By: Noreen E. Burns, Attorney-in-Fact For: Matthew S. Grob | | 05/22/2013 |
|  Signature of Reporting Person | | 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 Matthew Grob and Dawn Grob Trustees for the Matthew and Dawn Grob Trust dtd. 8/26/1999.
- (2) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (3) The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter. The option is fully vested five years after the date of grant.
- (4) 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.
- (5) Amount includes dividend equivalents earned on vested restricted stock units.
- (6) These shares are represented by restricted stock units. 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.
- (7) These shares are represented by restricted stock units. The units vest annually over three years. Upon vesting, the restricted stock units will be paid out in whole shares of common stock.
- (8) These dividend equivalents vest the same as the underlying restricted stock units.

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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