FORM 4	4
--------	---

C1 1. 41 1	
Check this box if no	
longer subject to Section	
16. Form 4 or Form 5	
obligations may	1
continue. See Instruction	1
1(b).	

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

<sup>hay</sup> Instruction 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 <sup>*</sup> AMON CRISTIANO R	2. Issuer Name and QUALCOMM II		-			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) 5775 MOREHOUSE DR.		3. Date of Earliest Tr 05/20/2014	ransaction (M	Ionth	/Day/Year)			X_Officer (give title below)         Other (specify below)           Executive Vice President			
(Street) SAN DIEGO, CA 92121-1714	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 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(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)	Ownership Form:	Beneficial	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownershij (Instr. 4)	
Common Stock	05/20/2014		М		5,265.00	А	\$0	5,743	D		
Common Stock	05/20/2014		М		3,455.00	А	\$0	9,198	D		
Common Stock	05/20/2014		F		1,979.00	D	\$ 79.86	7,219	D		
Common Stock	05/20/2014		F		1,803.00	D	\$ 79.86	5,416	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 in statis form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 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)	Code	tion )	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative E Security S (Instr. 5) E F	Securities Beneficially Owned	Ownership Form of Derivative	Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date		Amount or Number of Shares		Transaction(s)	or Indirect (I) (Instr. 4)	
Restricted Stock Unit	\$ 1.00	05/20/2014		М			5,265.2043	(1)	05/20/2021	Common Stock	5,265.2043	\$ 0	0	D	
Restricted Stock Unit	\$ 1.00	05/20/2014		М			3,455.9545	<u>(1)</u>	03/27/2022	Common Stock	3,455.9545	\$ 0	3,456.9913	D	

## **Reporting Owners**

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

### Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Cristiano R. Amon

\*\*Signature of Reporting Person

05/21/2014 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) 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.