QUALCOMM INC/DE

Form 4 April 02, 2008

FORM 4

Form 4 or

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

QUALCOMM INC/DE [QCOM]

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person * ALTMAN STEVEN R

(First)

5775 MOREHOUSE DR.

SAN DIEGO, CA 92121-1714

(Middle)

(Month/Day/Year) 03/31/2008

(Street) 4. If Amendment, Date Original

Symbol

Filed(Month/Day/Year)

3. Date of Earliest Transaction

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires:

2005 Estimated average

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response... 0.5

5. Relations Issuer	hip of Re	porting Person(s) t
	(Check al	l applicable)
		10% Owner Other (spec
below)	Pre	below) esident
6. Individua	l or Joint/	Group Filing(Chec
Applicable L		Danautina Danaan
	•	Reporting Person than One Reporting

Person

(State)	(Zip)	
(State)	(2 1P)	Table I Non Derivative Securities Acquired Disposed of an Reposicially Owned

` •	· · · · · · · · · · · · · · · · · · ·	Table	e I - Noll-D	erivative	Secur	mes Acq	uirea, Disposea o	i, or beneficial	iy 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. Securi on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
G			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		1 T 4
Common Stock	04/01/2008		M	6,666	A	\$ 22.23	166,879	I	by Trust
Common Stock	04/01/2008		S(2)	6,666	D	\$ 41.1	160,213	I	by Trust
Common Stock	04/01/2008		M	77	A	\$ 29.21	160,290	I	by Trust
Common Stock	04/01/2008		S(2)	77	D	\$ 41	160,213	I	by Trust
Common Stock	04/01/2008		M	77	A	\$ 29.21	160,290	Ι	by Trust

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Common Stock	04/01/2008	S(2)	77	D	\$ 41.03	160,213	I	by Trust
Common Stock	04/01/2008	M	54	A	\$ 29.21	160,267	I	by Trust
Common Stock	04/01/2008	S(2)	54	D	\$ 41.04	160,213	I	by Trust
Common Stock	04/01/2008	M	846	A	\$ 29.21	161,059	I	by Trust
Common Stock	04/01/2008	S(2)	846	D	\$ 41.05	160,213	I	by Trust
Common Stock	04/01/2008	M	154	A	\$ 29.21	160,367	I	by Trust
Common Stock	04/01/2008	S(2)	154	D	\$ 41.06	160,213	I	by Trust
Common Stock	04/01/2008	M	1,023	A	\$ 29.21	161,236	I	by Trust
Common Stock	04/01/2008	S(2)	1,023	D	\$ 41.07	160,213	I	by Trust
Common Stock	04/01/2008	M	769	A	\$ 29.21	160,982	I	by Trust
Common Stock	04/01/2008	S(2)	769	D	\$ 41.08	160,213	I	by Trust
Common Stock	04/01/2008	M	180	A	\$ 29.21	160,393	I	by Trust
Common Stock	04/01/2008	S(2)	180	D	\$ 41.1	160,213	I	by Trust
Common Stock	04/01/2008	M	785	A	\$ 29.21	160,998	I	by Trust
Common Stock	04/01/2008	S(2)	785	D	\$ 41.11	160,213	I	by Trust
Common Stock	04/01/2008	M	6,677	A	\$ 29.21	166,890	I	by Trust
Common Stock	04/01/2008	S(2)	6,677	D	\$ 41.12	160,213	I	by Trust
Common Stock	04/01/2008	M	7,692	A	\$ 29.21	167,905	I	by Trust
Common Stock	04/01/2008	S(2)	7,692	D	\$ 41.21	160,213	I	by Trust

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)	Code	5. Number of or Derivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amoui Securit 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Non-Qualified Stock Option (right to buy)	\$ 22.23	04/01/2008		M	6,666	(3)	11/27/2013	Common Stock	6,6
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	77	(3)	11/29/2011	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	77	(3)	11/29/2011	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	54	(3)	11/29/2011	Common Stock	5.
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	846	(3)	11/29/2011	Common Stock	84
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	154	(3)	11/29/2011	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	1,023	(3)	11/29/2011	Common Stock	1,0
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	769	(3)	11/29/2011	Common Stock	76
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008		M	180	(3)	11/29/2011	Common Stock	18
• • • • • • • • • • • • • • • • • • • •	\$ 29.21	04/01/2008		M	785	(3)	11/29/2011		78

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Non-Qualified Stock Option (right to buy)							Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008	M	6,677	(3)	11/29/2011	Common Stock	6,6
Non-Qualified Stock Option (right to buy)	\$ 29.21	04/01/2008	M	7,692	(3)	11/29/2011	Common Stock	7,6
Phantom Stock Unit (4)	\$ 1	03/31/2008	A	341	(5)	<u>(6)</u>	Common Stock	34

Reporting Owners

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

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Steven R.
Altman
04/02/2008

**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 Steven R. Altman and Lisa J. Altman Ttees FBO The Altman Family Trust dtd. 8/21/92.
- (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 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 permissable form of distribution under the Plan.
- The rights awarded under the Company's Executive Retirement Matching Contribution Plan will be eligible for distribution upon (5) 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.

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.

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