

QUALCOMM INC/DE
Form DEFA14A
February 21, 2006

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

SCHEDULE 14A INFORMATION

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934**

(AMENDMENT NO. __)

Filed by the Registrant ☒ [X]

Filed by a Party other than the Registrant ☐ []

Check the appropriate box:

- ☐ [] Preliminary Proxy Statement
- ☐ [] Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ [] Definitive Proxy Statement
- ☒ [X] Definitive Additional Materials
- ☐ [] Soliciting Material Pursuant to Section 240.14a-12

QUALCOMM INCORPORATED

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ [X] No fee required.
- ☐ [] Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.

☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

February 21, 2006

Dear Stockholder:

By now, you should have received your proxy statement, annual report and proxy card for the QUALCOMM Incorporated Annual Meeting. The 2006 Annual Meeting is scheduled to be held on March 7, 2006 and according to our records, your shares have not yet been voted.

QUALCOMM's Board of Directors recommends that stockholders vote FOR all directors and Proposals 2 through 5.

Proposal 2, to approve the elimination of the classified Board of Directors and cumulative voting, requires approval by two-thirds of the outstanding shares. This is an extremely high hurdle and we urge all stockholders who have not yet done so to vote immediately.

We are taking this action due to the favorable response to a stockholder sponsored proposal to declassify the Board two years ago.

Your vote is extremely important to us. **Please vote today!** The fastest way to vote is to use the telephone or internet. Instructions on how to vote your shares over the telephone or internet are on the proxy card and enclosed with this letter.

If you have any questions or if you need assistance voting, please call Morrow & Co., Inc., our proxy solicitor, at 1-800-607-0088.

Thank you for taking the time to vote your shares.

Sincerely,

Paul E. Jacobs
Chief Executive Officer