

THORNLEY ANTHONY S

Form 4

October 27, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
THORNLEY ANTHONY S

(Last) (First) (Middle)

5775 MOREHOUSE DR.

(Street)

SAN DIEGO, CA 92121-1714

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

QUALCOMM INC/DE [QCOM]

3. Date of Earliest Transaction
(Month/Day/Year)

10/27/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
Common Stock	10/27/2004		M	15,000 A \$ 3.9	32,226	I	by Trust (1)
Common Stock	10/27/2004		M	10,000 A \$ 17.47	42,226	I	by Trust (1)
Common Stock	10/27/2004		S(2)	25,000 D \$ 40.01	17,226	I	by Trust (1)
Common Stock					6,158	I	FBO children (3)

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

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(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)	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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 3.9	10/27/2004		M	15,000	<u>(4)</u> 11/13/2007	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 17.47	10/27/2004		M	10,000	<u>(5)</u> 11/07/2012	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 17.47					<u>(6)</u> 11/07/2012	Common Stock	80,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THORNLEY ANTHONY S 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714			President	

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Anthony S. Thornley 10/27/2004

__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 Anthony Thornley and Gillian Thornley as trustees for the Thornley Family Trust dtd. 03/10/00.

(2) The disposition of shares was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.

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- These shares are held by the insider's sons, Christian A. Thornley, Alexander N. Thornley, and Warren T. Thornley, who reside at the
- (3) insider's residence. The insider disclaims all beneficial ownership in all such shares. This also reflects exempt shares purchased by Christian A. Thornley pursuant to the issuer's Employee Stock Purchase Plan.
 - (4) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest in five equal annual installments beginning on November 14, 1998.
 - (5) 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.
 - (6) The options vest 20% on the one year 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.
 - (7) These stock options are held by the insider's son, Christian A. Thornley, who resides at the insider's residence. The insider disclaims all beneficial ownership in all such stock options.

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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