

AMON CRISTIANO R

Form 4

September 24, 2018

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

(Print or Type Responses)

 1. Name and Address of Reporting Person *
 AMON CRISTIANO R

(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)

09/20/2018

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

 5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

 _____ Director _____ 10% Owner
☒ Officer (give title below) _____ Other (specify below)

President

 6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ 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) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| | | | Code | V | Amount | (D) | Price |

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

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 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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount Underlying Security (Instr. 3 and 4) |
|---------------------------------------|------------------------------|---|---|------------------------|---|--|--|
|---------------------------------------|------------------------------|---|---|------------------------|---|--|--|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | | |
|--------------------------|------------------------------------|---------------------------|------------|---|---------------------------|-----|---------------------|---------------------------|-----------------|--|---|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | | |
| Restricted Stock Unit | <u>(1)</u> | 09/20/2018 ⁽²⁾ | A | | 47,400.624 ⁽³⁾ | | <u>(4)</u> | 11/20/2020 ⁽⁴⁾ | Common Stock | | 4 |
| Restricted Stock Unit | <u>(1)</u> | 09/20/2018 | A | | 49,330 | | <u>(5)</u> | 10/01/2021 ⁽⁵⁾ | Common Stock | | |

Reporting Owners

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

Signatures

By: David Zuckerman, Attorney-in-Fact For: Cristiano R.
Amon 09/21/2018

__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) Each Restricted Stock Unit is the economic equivalent of one share of Qualcomm common stock and is converted into common stock upon vesting.
- (2) These Restricted Stock Units were granted subject to performance vesting and service vesting requirements. On September 20, 2018, the Compensation Committee certified that the performance vesting conditions were satisfied.

These Restricted Stock Units include an initial grant of 46,440 Restricted Stock Units, plus dividend equivalents accrued through the
- (3) transaction date in the form of additional Restricted Stock Units that vest and are paid at the same time and in the same manner as the underlying Restricted Stock Units.
- (4) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on November 20, 2018, 2019 and 2020.
- (5) The Restricted Stock Units (and allocable dividend equivalents) vest in equal one-third amounts on October 1, 2019, 2020 and 2021.

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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