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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

QUALCOMM INCORPORATED
(Exact name of Registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization)	95-3685934 (I.R.S. Employer Identification Number)
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5775 MOREHOUSE DRIVE
SAN DIEGO, CA 92121-1714
(858) 587-1121
(Address, including zip code, and telephone number, including area code,
of Registrant's principal executive offices)

IRWIN MARK JACOBS
CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER
QUALCOMM INCORPORATED
5775 MOREHOUSE DRIVE
SAN DIEGO, CA 92121-1714
(858) 587-1121

(Name, address, including zip code, and telephone number, including area code,
of agent for service)

Copies to:
FREDERICK T. MUTO, ESQ.
THOMAS A. COLL, ESQ.
COOLEY GODWARD LLP
4365 EXECUTIVE DRIVE, SUITE 1100
SAN DIEGO, CA 92121
(858) 550-6000

This Post-Effective Amendment No. 1 is being filed to deregister 2,645,015 shares of Common Stock (the "Shares") of QUALCOMM Incorporated (the "Registrant") covered by the Form S-3 Registration Statement No. 333-32926 (the "Registration Statement"). The Shares, which were registered for resale by the selling stockholders of the Registrant identified in the Registration Statement, have not been sold as of the date of this Post-Effective Amendment No. 1 and are no longer being registered for resale under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on March 22, 2001.

QUALCOMM INCORPORATED

By: /s/ Anthony S. Thornley

Anthony S. Thornley,
Executive Vice President
and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<TABLE>
<CAPTION>

SIGNATURE	TITLE	DATE
<S> * ----- Irwin Mark Jacobs	<C> Chief Executive Officer and Chairman of the Board (PRINCIPAL EXECUTIVE OFFICER)	<C> March 22, 2001
/s/ Anthony S. Thornley ----- Anthony S. Thornley	Executive Vice President and Chief Financial Officer (PRINCIPAL FINANCIAL AND ACCOUNTING OFFICER)	March 22, 2001
* ----- Richard C. Atkinson	Director	March 22, 2001
* ----- Adelia A. Coffman	Director	March __, 2001
* ----- Diana Lady Dougan	Director	March 22, 2001
* ----- Neil Kadisha	Director	March 22, 2001
* ----- Robert E. Kahn	Director	March 22, 2001
* ----- Jerome S. Katzin	Director	March 22, 2001
* ----- Duane A. Nelles	Director	March 22, 2001
* ----- Peter M. Sacerdote	Director	March __, 2001

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<S> * ----- Frank Savage	<C> Director	<C> March 22, 2001
* ----- Brent Scowcroft	Director	March 22, 2001
* ----- Marc I. Stern	Director	March 22, 2001

Director

March __, 2001

Richard Sulpizio

Attorney-in-Fact

March 22, 2001

* BY: /s/ Anthony S. Thornley

Anthony S. Thornley

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