QUALCOMM INC/DE Form 10-O April 20, 2016

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

FORM 10-O

(Mark one)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF x 1934

For the quarterly period ended March 27, 2016

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission File Number 0-19528

**QUALCOMM** Incorporated

(Exact name of registrant as specified in its charter)

Delaware 95-3685934 (State or Other Jurisdiction of (I.R.S. Employer Incorporation or Organization) Identification No.)

5775 Morehouse Dr., San Diego, California 92121-1714 (Address of Principal Executive Offices) (Zip Code)

(858) 587-1121

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Non-accelerated filer o

Smaller reporting company

Large accelerated filer xAccelerated filer o (Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

The number of shares outstanding of each of the issuer's classes of common stock, as of the close of business on April 18, 2016, was as follows:

Class Number of Shares Common Stock, \$0.0001 per share par value 1,468,915,152

# QUALCOMM INCORPORATED

Form	1	0	-O	

For the Quarter Ended March 27, 2016

		Page
PART I. FINA	ANCIAL INFORMATION	
Item 1.	Condensed Consolidated Financial Statements (Unaudited)	
	Condensed Consolidated Balance Sheets	<u>4</u>
	Condensed Consolidated Statements of Operations	4 5 6 7 8
	Condensed Consolidated Statements of Comprehensive Income	<u>6</u>
	Condensed Consolidated Statements of Cash Flows	<u>7</u>
	Notes to Condensed Consolidated Financial Statements	<u>8</u>
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>25</u>
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	<u>46</u>
Item 4.	Controls and Procedures	<u>47</u>
PART II. OTH	HER INFORMATION	
Item 1.	Legal Proceedings	<u>47</u>
Item 1A.	Risk Factors	<u>47</u>
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	<u>47</u>
Item 3.	<u>Defaults Upon Senior Securities</u>	<u>47</u> <u>47</u>
Item 4.	Mine Safety Disclosures	<u>47</u>
Item 5.	Other Information	<u>48</u>
Item 6.	<u>Exhibits</u>	<u>49</u>
<u>SIGNATURE</u>	<u>S</u>	<u>51</u>

### PART I. FINANCIAL INFORMATION

TAKT I. TIVANCIAL INFORMATION		
ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUT QUALCOMM Incorporated CONDENSED CONSOLIDATED BALANCE SHEETS (In millions, except per share data)	DITED)	
(Unaudited)		
	March 27	, September 27,
	2016	2015
ASSETS		
Current assets:		
Cash and cash equivalents	\$5,775	\$ 7,560
Marketable securities	10,627	9,761
Accounts receivable, net	1,738	1,964
Inventories	1,427	1,492
Deferred tax assets		635
Other current assets	590	687
Total current assets	20,157	22,099
Marketable securities	13,582	13,626
Deferred tax assets	2,203	1,453
Property, plant and equipment, net	2,391	2,534
Goodwill	5,657	5,479
Other intangible assets, net	3,896	3,742
Other assets Other assets	2,174	1,863
Total assets	\$50,060	\$ 50,796
Total assets	\$ 30,000	\$ 30,790
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
	¢ 1 450	¢ 1 200
Trade accounts payable	\$1,452	\$ 1,300
Payroll and other benefits related liabilities	785 701	861
Unearned revenues	791	583
Short-term debt	1,949	1,000
Other current liabilities	2,049	2,356
Total current liabilities	7,026	6,100
Unearned revenues	2,526	2,496
Long-term debt	9,993	9,969
Other liabilities	878	817
Total liabilities	20,423	19,382
Commitments and contingencies (Note 7)		
Stockholders' equity:		
Qualcomm stockholders' equity:		
Preferred stock, \$0.0001 par value; 8 shares authorized; none outstanding		
112121124 Stock, \$40.0001 par value, o shares audiorized, none outstanding		

Common stock and paid-in capital, \$0.0001 par value; 6,000 shares authorized; 1,467 and

1,524 shares issued and outstanding, respectively

Retained earnings	29,485	31,226	
Accumulated other comprehensive income	160	195	
Total Qualcomm stockholders' equity	29,645	31,421	
Noncontrolling interests	(8)	(7	)
Total stockholders' equity	29,637	31,414	
Total liabilities and stockholders' equity	¢ 50 060	\$ 50,796	

See

Accompanying

Notes to

Condensed

Consolidated

Financial

Statements.

4

QUALCOMM Incorporated CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (In millions, except per share data) (Unaudited)

	Three Months Ended		Six Months Ended	
	March 2March 29,		March 27March 29,	
	2016	2015	2016	2015
Revenues:				
Equipment and services	\$3,349	\$ 4,403	\$7,436	\$ 9,619
Licensing	2,202	2,491	3,890	4,374
Total revenues	5,551	6,894	11,326	13,993
Costs and expenses:				
Cost of equipment and services revenues	2,141	2,628	4,675	5,676
Research and development	1,301	1,375	2,653	2,726
Selling, general and administrative	619	545	1,198	1,128
Other (Note 2)	75	1,010	(299)	1,063
Total costs and expenses	4,136	5,558		