

QUALCOMM INC/DE
Form 4
April 25, 2019

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 *
QUALCOMM INC/DE

2. Issuer Name and Ticker or Trading Symbol
Zoom Video Communications, Inc.
[ZM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5775 MOREHOUSE DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/23/2019

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

SAN DIEGO, CA 92121

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Class A Common Stock | 04/23/2019 | | C | 848,877 | A | Ⓛ | 848,877 D |
| Class A Common Stock | 04/23/2019 | | S | 848,877 | D | \$ 34.2 | 0 D |

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

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SEC 1474 (9-02)

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Series A Preferred Stock | (2) | 04/23/2019 | | C | | (2) (2) | Class B Common Stock |
| Class B Common Stock | (1) | 04/23/2019 | | C | 3,333,332 | (1) (1) | Class A Common Stock |
| Series C Preferred Stock | (2) | 04/23/2019 | | C | 543,176 | (2) (2) | Class B Common Stock |
| Class B Common Stock | (1) | 04/23/2019 | | C | 543,176 | (1) (1) | Class A Common Stock |
| Series D Preferred Stock | (2) | 04/23/2019 | | C | 353,324 | (2) (2) | Class B Common Stock |
| Class B Common Stock | (1) | 04/23/2019 | | C | 353,324 | (1) (1) | Class A Common Stock |
| Class B Common Stock | (1) | 04/23/2019 | | C | 848,877 | (1) (1) | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| QUALCOMM INC/DE 5775 MOREHOUSE DRIVE SAN DIEGO, CA 92121 | | | X | |

Signatures

QUALCOMM Incorporated, By: /s/ Adam Schwenker, Name: Adam Schwenker, Title: Assistant Secretary

04/25/2019

__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).

- Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. The Class B Common Stock will convert automatically into Class A Common Stock upon the earlier of:
- (1) (i) any transfer except for certain "Permitted Transfers" as defined in the Issuer's amended and restated certificate of incorporation, or (ii) the occurrence of certain other events as specified in the Issuer's amended and restated certificate of incorporation.
 - (2) Each share of preferred stock automatically converted into Class B Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering and had no expiration date.
 - (3) 14,552 shares are held by Qualcomm Global Trading Pte. Ltd., an indirect, wholly-owned subsidiary of the Reporting Person. The remaining shares are held directly by the Reporting Person.

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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