Qualcomm's Highly- Qualified and World-Class Board of Directors	Business Leaders with Track Records of Success
	Independent and Effective
	Track-Record of Significant Value Creation for Stockholders
	Best Practices in Corporate Governance
Broadcom's Unqualified Proposed Directors	Bring no incremental skills or expertise to the Qualcomm Board
	<ul> <li>Lack of large-cap tech board experience</li> </ul>
	Inherently conflicted and tailored for a singular outcome: to sell - not run - one of the most complex technology companies in the world
	Not qualified to capture the significant near- and long-term value creation opportunities for Qualcomm's stockholders

Vote FOR re-election of Qualcomm's highly qualified Board on the WHITE proxy card today. Vote only the WHITE proxy card — discard any Blue proxy cards you receive.

## **Qualcomm's Highly-Qualified and World-Class Board of Directors**

Business Leaders with Track Records of Success	<ul> <li>Assembled to deliver requisite expertise to drive strategy into next period of growth</li> <li>Qualcomm's CEO and Chairman have together led the Company through several mobile transitions</li> <li>Strong mix of industry perspectives, operating expertise, stockholder views, financial expertise, corporate restructuring experience, and global business expertise</li> <li>Leaders with track records of successfully evaluating and executing business transformations / transactions (e.g., HP split, Motorola split, American Airlines merger with US Airways, MMI sale, DirecTV sale)</li> </ul>
Independent And Effective	<ul> <li>Nine out of 11 directors are independent</li> <li>Four new independent directors added since 2015         <ul> <li>3 of these new directors were selected in collaboration with JANA</li> </ul> </li> <li>Independent director tenure is 5 years vs. S&amp;P 500 ~9 years</li> </ul>
Track-Record of Significant Value Creation for Stockholders	<ul> <li>Oversaw and approved Strategic Realignment Plan and subsequent strategic M&amp;A, creating significant value and strategically strengthening Qualcomm</li> <li>Comprehensive review of corporate structure alternatives</li> <li>Resolved China licensing issue and rolled out licensing program in China (120+ licensees)</li> <li>\$1.4B cost reduction program under the Strategic Realignment Plan; announcement of additional \$1B cost reduction program in 2018</li> <li>Revenue diversification strategy, including M&amp;A: RF360 JV, CSR, and imminently closing of accretive NXP acquisition (\$1.50 in Non-GAAP EPS)</li> <li>Since Analyst Day in 2016 until Apple's litigation, TSR of 55% versus S&amp;P of 26%</li> </ul>
Best Practices In Corporate Governance	<ul> <li>Robust stockholder engagement program</li> <li>Annually elected Board</li> <li>Majority voting standard</li> <li>Proxy access</li> <li>Strong Lead Independent Director (Presiding Director)</li> </ul>

## **Qualcomm's Highly-Qualified and World-Class Board of Directors**



Paul Jacobs (Executive Chairman) Dir. Since: 2005

- Extensive business, operational and management experience in the wireless telecom industry, including his current position as our Executive Chairman and his prior service as our CEO
- Spearheaded the Company's efforts to develop and commercialize mobile technology breakthroughs that have significantly contributed to the growth of both the Company and the industry revenues increased 4x and market cap. more than doubled during time as CEO



Tom Horton (Presiding Director) Dir. Since: 2008

- Former Chairman and CEO of AMR Corp. & American Airlines Presided over successful restructuring and merger with U.S. Airways
- Wireless industry experience from time as Vice Chairman and CFO of AT&T Helped create the new AT&T (led evaluation of strategic alternatives that led to the combination with Cingular and SBC)
- Key architect of 2015 Qualcomm Board overhaul that introduced new breadth and expertise



Steve Mollenkopf (CEO) Dir. Since: 2013

- Extensive business, operational and management experience in the wireless telecommunications industry, including his current position as our CEO
- Has undertaken a number of transformative actions during time as CEO evaluation and affirmation of current business structure strategic realignment plan, settlement with China, acquisition of CSR and NXP (still pending), formation of JV with TDK, stead-fast legal strategy with Apple, and developed strong bench of senior leaders to help drive growth



Barbara Alexander Dir. Since: 2006

- Experienced director with a deep understanding of Qualcomm's products and business model
- Has helped oversee the development and implementation of the current strategy and has approved the pursuit and conclusion of transformative M&A
- Strong governance and risk management background from time at Freddie Mac



- Former CFO of Cardinal Health; during 10+ year tenure had significant operational responsibilities and created a significant amount of shareholder value, including helping establish and lead the Company's China business
- Extensive experience in global automotive and healthcare business operations (Eli Lilly, GM) two key IoT verticals



Clark Randt, Jr. Dir. Since: 2013

Mark McLaughlin

Dir. Since: 2015

 Former U.S. Ambassador to China; deep and far-reaching understanding of Chinese policy and network in China

Current Chairman and CEO of Palo Alto Networks; has guided Palo Alto

executive within the cybersecurity and technology industries

through period of largely organic growth - shares have increased ~150% with

• Extensive background and outstanding operational track-record as a C-suite

- Chairman of Qualcomm governance committee and has helped oversee the refresh of the Board in recent years
- Significant experience on large international Boards

a ~22% CAGR over the last five years



Ann Livermore Dir. Since: 2016

- Senior leadership roles at Hewlett Packard, including former EVP of Enterprise Business; During time as HP Board member, evaluated and approved separation of Hewlett Packard / HPE
- Significant B2B customer expertise critical for IoT expansion
- Unique understanding of the semiconductor industry from a customer point of view



Dr. Francisco Ros Dir. Since: 2010

- Unique and in-depth understanding of both the global telecommunications industry and EU regulatory and policy matters
- EU policy experience from time as State Secretary for Telecom of Spain
- Former president and CEO of Unisource (a pan-European joint venture for advanced telecommunications)
- PhD in Engineering



- Significant international business operations and strategy development experience – including emerging market consumer expertise
- Former COO of Unilever; managed the P&L across all of the company's global markets
- Current Global Executive Advisor to Blackstone Private Equity



Anthony Vinciquerra Dir. Since: 2015

- Chairman & CEO, Sony Pictures; Former Chairman & CEO, Fox Networks Group
- Extensive background serving on other public company boards
- Wireless handset experience from time at Motorola Mobility
- Extensive experience managing and aligning complex corporate structures