

LAU YUE JOHN  
Form 4  
February 13, 2012

**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 \*  
LAU YUE JOHN

2. Issuer Name and Ticker or Trading Symbol  
PIXELWORKS, INC [PXLW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
224 AIRPORT PARKWAY, SUITE 400

3. Date of Earliest Transaction (Month/Day/Year)  
02/09/2012

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

SR VP Foundry, IP & EDA

(Street)  
SAN JOSE, CA 95110

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)
Common Stock				(A) or (D) Price	31,378	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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Amount of Underlying Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 2.36	02/09/2012		A		50,000		<u>(1)</u>	02/09/2018	Common Stock	50,000
Incentive Stock Option (right to buy)	\$ 49.5							<u>(2)</u>	01/02/2012	Common Stock	7,400
Non-Qualified Stock Option (right to buy)	\$ 0.6							<u>(1)</u>	03/23/2019	Common Stock	100,000
Non-Qualified Stock Option (right to buy)	\$ 2.28							<u>(1)</u>	02/28/2018	Common Stock	6,400
Non-Qualified Stock Option (right to buy)	\$ 3.13							<u>(1)</u>	02/10/2016	Common Stock	45,000
Non-Qualified Stock Option (right to buy)	\$ 3.48							<u>(1)</u>	02/10/2017	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 7.47							<u>(1)</u>	12/04/2016	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 15.06							<u>(3)</u>	02/15/2016	Common Stock	16,000
Non-Qualified Stock Option (right to buy)	\$ 22.71							<u>(4)</u>	01/31/2013	Common Stock	16,000
Non-Qualified Stock Option (right to buy)	\$ 25.5							<u>(5)</u>	04/02/2011	Common Stock	13,000
Non-Qualified Stock Option (right to buy)	\$ 28.44							<u>(6)</u>	03/04/2015	Common Stock	8,300
Non-Qualified Stock Option	\$ 46.23							<u>(7)</u>	03/09/2014	Common Stock	13,000

(right to buy)

Non-Qualified  
Stock Option \$ 49.5  
(right to buy)

(2)

01/02/2012

Common  
Stock

9,2

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAU YUE JOHN 224 AIRPORT PARKWAY SUITE 400 SAN JOSE, CA 95110			SR VP Foundry, IP & EDA	

## Signatures

By: Andrew P. Bates For: John  
Yue Lau

02/13/2012

\*\*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) Becomes exercisable on a monthly basis over 3 years, commencing the last day of the month of the date of grant.

The options become exercisable on a monthly basis over a 4-year period which commenced on January 31, 2002, as follows: 10%

(2) exercisable as of January 31, 2003, 20% exercisable as of January 31, 2004, 30% exercisable as of January 31, 2005 and 40% exercisable as of January 31, 2006.

The options become exercisable on a monthly basis over a 4-year period which commences February 15, 2006, as follows: 10%

(3) exercisable as of February 15, 2007, 20% exercisable as of February 15, 2008, 30% as of February 15, 2009 and 40% exercisable as of February 15, 2010.

The options become exercisable on a monthly basis over a 4-year period which commenced on January 31, 2002, as follows: 10%

(4) exercisable as of January 31, 2003, 20% exercisable as of January 31, 2004, 30% exercisable as of January 31, 2005 and 40% exercisable as of January 31, 2006.

The options become exercisable on a monthly basis over a 4-year period which commenced on April 30, 2001, as follows: 10%

(5) exercisable as of April 30, 2002, 20% exercisable as of April 30, 2003, 30% exercisable as of April 30, 2004 and 40% exercisable as of April 30, 2005.

The options become exercisable monthly over a 4-year period which commenced on March 4, 2005, with 10% becoming exercisable by

(6) March 4, 2006, 20% becoming exercisable by March 4, 2007, 30% becoming exercisable by March 4, 2008, and 40% becoming exercisable by March 4, 2009.

The option becomes exercisable on a monthly basis over a four year period which commences on March 31, 2004 as follows: 10%

(7) exercisable as of March 31, 2005, 20% exercisable as of March 31, 2006, 30% exercisable as of March 31, 2007, and 40% exercisable as of March 31, 2008.

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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