#### **ZHANG HONGMIN**

Form 4

February 22, 2010

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

0.5

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * ZHANG HONGMIN			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)	3. Date of Earliest Transaction	(Sieth air applicable)			
			(Month/Day/Year)	Director 10% Owner			
16760 SW UPPER BOONES			02/16/2010X_ Officer (give title				
FERRY RD, SUITE 101				below) below) VP, Technology and CTO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				_X_ Form filed by One Reporting Person			
PORTLAND, OR 97224				Form filed by More than One Reporting Person			

(City)	(State) (2	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	02/16/2010		P	100	A	\$ 3.15	50,136	D	
Common Stock	02/17/2010		P	213	A	\$ 3.15	50,349	D	

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

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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	33,333
Non-Qualified Stock Option (right to buy)	\$ 3.13					<u>(1)</u>	02/10/2016	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 7.47					(2)	12/04/2013	Common Stock	22,916
Non-Qualified Stock Option (right to buy)	\$ 7.47					<u>(1)</u>	12/04/2016	Common Stock	33,333
Non-Qualified Stock Option (right to buy)	\$ 15.06					(3)	02/15/2016	Common Stock	23,333
Non-Qualified Stock Option (right to buy)	\$ 24.747					<u>(4)</u>	06/03/2012	Common Stock	2,000
Non-Qualified Stock Option (right to buy)	\$ 27.66					(5)	10/01/2013	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 28.44					<u>(6)</u>	03/04/2015	Common Stock	16,666

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZHANG HONGMIN 16760 SW UPPER BOONES FERRY RD SUITE 101 PORTLAND, OR 97224

VP, Technology and CTO

## **Signatures**

By: \s\ Kendra J. Toops For: Hongmin Zhang

02/22/2010

\*\*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.
- Options become exercisable over 18 months as follows: 33.3% on June 30, 2007 and 66.7% becoming exercisable at a rate of 5.56% on a monthly basis thereafter over 12 months, or through June 30, 2008.
- 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 June 30, 2002, as follows: 10% (4) exercisable as of June 30, 2003, 20% exercisable as of June 30, 2004, 30% exercisable as of June 30, 2005 and 40% exercisable as of
- June 30,2006.
- The option becomes exercisable on a monthly basis over a four year period which commences on October 31, 2003 as follows: 10% exercisable as of October 31, 2004, 20% exercisable as of October 31, 2005, 30% exercisable as of October 31, 2006, and 40% exercisable as of October 31, 2007.
- The options become exercisable monthly over a 4-year period which commenced on March 4, 2005, with 10% becoming exercisable by 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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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