LAU YUE JOHN Form 4 July 30, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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See Instruction

Check this box

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)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LAU YUE JOHN Issuer Symbol PIXELWORKS, INC [PXLW] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 224 AIRPORT PARKWAY, SUITE 07/26/2012 below) 400 Sr. VP Foundry, IP & EDA (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 Form filed by More than One Reporting SAN JOSE, CA 95110 Person (City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial Indirect (I) Ownership (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 07/26/2012 A 11,500 Α <u>(1)</u> 42,878 D Stock

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

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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. Transactic Code (Instr. 8)	5. orNumber 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 49.5					(2)	01/02/2012	Common Stock	7,460
Non-Qualified Stock Option (right to buy)	\$ 0.6					(3)	03/23/2019	Common Stock	100,000
Non-Qualified Stock Option (right to buy)	\$ 2.28					(3)	02/28/2018	Common Stock	6,481
Non-Qualified Stock Option (right to buy)	\$ 2.36					(3)	02/09/2018	Common Stock	50,000
Non-Qualified Stock Option (right to buy)	\$ 3.13					(3)	02/10/2016	Common Stock	45,000
Non-Qualified Stock Option (right to buy)	\$ 3.48					(3)	02/10/2017	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 7.47					(3)	12/04/2016	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 15.06					<u>(4)</u>	02/15/2016	Common Stock	16,666
Non-Qualified Stock Option (right to buy)	\$ 22.71					<u>(5)</u>	01/31/2013	Common Stock	16,666
Non-Qualified Stock Option (right to buy)	\$ 25.5					<u>(6)</u>	04/02/2011	Common Stock	13,333
Non-Qualified Stock Option (right to buy)	\$ 28.44					<u>(7)</u>	03/04/2015	Common Stock	8,333

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Non-Qualified Stock Option (right to buy)	\$ 46.23	(8)	03/09/2014	Common Stock	13,333
Non-Qualified Stock Option (right to buy)	\$ 49.5	(2)	01/02/2012	Common Stock	9,206

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LAU YUE JOHN 224 AIRPORT PARKWAY SUITE 400 SAN JOSE, CA 95110

as of January 31,2006.

Sr. VP Foundry, IP & EDA

Signatures

By: Andrew P. Bates For: John Yue Lau 07/30/2012

**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) Each restricted stock unit represents a contingent right to receive one share of the registrant's common stock. The restricted stock units will vest 50% on the first anniversary of the grant date and 50% on the second anniversary of the grant date.
- 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
- (3) 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 commences February 15, 2006, as follows: 10%
- (4) 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% (5) 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%
- (6) 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 (7) 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% (8) 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. 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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