PIXELWORKS, INC Form 4 July 30, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue. See Instruction

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 * **ZHANG HONGMIN**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol PIXELWORKS, INC [PXLW]

(First) (Middle) (Last)

3. Date of Earliest Transaction

(Check all applicable) Director 10% Owner

224 AIRPORT PARKWAY, SUITE

(Month/Day/Year) 07/26/2013

X_ Officer (give title Other (specify below)

Sr. VP Technology, and CTO

6. Individual or Joint/Group Filing(Check

400

(Street)

(State)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SAN JOSE, CA 95110

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

(Zip)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

or

Securities Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership (Instr. 4)

(9-02)

Code V Amount (D)

Transaction(s) (Instr. 3 and 4) Price

Common 07/26/2013 Stock

07/26/2013

F 1,468 D

65,881 3.38

D

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. Transac Code (Instr. 8		5. iNumber of Derivative Securities 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)	\$ 2.36						<u>(1)</u>	02/09/2018	Common Stock	50,000
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)	\$ 3.48						<u>(1)</u>	02/10/2017	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						<u>(5)</u>	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

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZHANG HONGMIN 224 AIRPORT PARKWAY SUITE 400 SAN JOSE, CA 95110

Sr. VP

Technology, and

CTO

Signatures

Hongmin Zhang 07/30/2013

**Signature of Person Date

Reporting Person

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% (5) exercisable as of October 31, 2004, 20% exercisable as of October 31, 2005, 30% exercisable as of October 31, 2006, and 40%
- (5) 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
- (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.

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