FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] MOORE STEVEN L						2. Issuer Name and Ticker or Trading Symbol PIXELWORKS, INC [PXLW]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
						3. Date of Earliest Transaction (Month/Day/Year)								Director			10% Owner Other (specify		I	
(Last) (First) (Middle)						$\frac{3.046}{02/09/2017}$								Х	below	r (give title)		other (below)		
224 AIRPORT PARKWAY															VP, CFO & Treasurer					
SUITE 400						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)															X Form filed by One Reporting Person					
SAN JOSE CA 95110					_									Form filed by More than One Reporting Person						
(City) (State) (Zip)																				
		Tab	le I - I	Non-Deri	vative	Sec	curit	ies Ac	quired,	Dis	posed o	of, or B	enefic	cially	Owne	d				
1. Title of Security (Instr. 3) Date (Month/Day/Y					Execution Date,			3.4. SecuritTransactionDisposedCode (Instr.5)8)					4 and Securit Benefic Owned		ies cially	6. Ownership Form: Direct (D) or Indirect (I)		7. Nature of Indirect Beneficial Ownership		
										v	Amount	(A) c (D)	Pric	ce	Following Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(Instr. 4)	
Common Stock ⁽¹⁾ 02/09					017)17			М		60,00	0 A	\$	3.48	8 470,636			D		
Common Stock ⁽¹⁾ 02/09/201					017	17			S		60,00	0 D	\$3.	.7585	410,636			D		
			Tab	le II - Deri					•		osed of, o onvertibl		-	y Own	ned					
1. Title of Derivative Security (Instr. 3)	Security or Exercise (Month/Day/Year) if any			eemed 4. tion Date, Tran		saction e (Instr. b (Instr. c (A) or b (D) c (D) (Instr. 3, 4 and 5)		lumber ivative curities quired or posed D) str. 3, 4	6. Date Exercisabl Expiration Date (Month/Day/Year)		sable and te	, ,		of D Se	Price f erivative ecurity nstr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
					Code	v	(A)	(D)	Date Exercisat		Expiration Date	Title	Amou or Numb of Share	ber						
Non- Qualified Stock Option (right to buy) ⁽¹⁾	\$3.48	02/09/2017			М			60,000	(2)	0	02/10/2017	Common Stock	60,0	00	\$0.0	0		D		
Non- Qualified Stock Option (right to buy)	\$0.6								(2)		03/23/2019	Common Stock	100,0	000		100,000	0	D		
Non- Qualified Stock Option (right to buy)	\$2.28								(2)	(02/28/2018	Common Stock	16,6	66		16,666	5	D		
Non- Qualified Stock Option (right to buy)	\$2.28								(2)	(03/02/2018	Common Stock	8,33	33		8,333		D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$2.36							(2)	02/09/2018	Common Stock	50,000		50,000	D	
Non- Qualified Stock Option (right to buy)	\$5.25							(3)	07/18/2017	Common Stock	66,666		66,666	D	

Explanation of Responses:

1. This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Moore in November 2016 and reported on a Form 8-K filed by Pixelworks, Inc. on November 29, 2016. The Rule 10b5-1 trading plan provides for the exercise and same-day sale of expiring stock options held by Mr. Moore on a pre-specified date prior to stock option expiration.

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

3. 25% vest on the last day of the month of the first anniversary of the date of grant, with the remaining 75% vesting ratably on a monthly basis thereafter over three years.

<u>Steven L Moore</u> 02/09/2017

** Signature of Reporting Person Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.