## 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

Name and Address of Reporting Person*     Loveridge Graham					PIX	2. Issuer Name and Ticker or Trading Symbol PIXELWORKS, INC [ PXLW ]										Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner					
(Last) (First) (Middle) 224 AIRPORT PARKWAY						3. Date of Earliest Transaction (Month/Day/Year) 07/26/2012										A bel	Officer (give title below) Sr. Vice Presider		Other (specify below)		
SUITE 400						4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual	dividual or Joint/Group Filing (Check Applicable				
(Street) SAN JOSE CA 95110				,											X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(Si	tate) (	Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day					Exe if a	A. Deemed xecution Date, any Month/Day/Year		, Transaction Disp Code (Instr. and				ecurities Acquired ( posed Of (D) (Instr. 5)			Secu Ben Own		For (D)	Ownership rm: Direct or lirect (I) str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					,	Code	v	Amou	nt (	A) or D)	Price	Rep Tran	llowing ported ansaction(s) str. 3 and 4)		su. 4)	(111341. 4)					
Common	2012	012				A		11,5	500 A		(1	)	11,500		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)	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. n Number		6. Date Exercisabl Expiration Date (Month/Day/Year)							8. Price of Derivativ Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: y Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(A) (D) Da		e rcisable	Expi Date	ration	Title	or	ount mber ires						
Non- Qualified Stock Option (right to buy)	\$2.36									(2)	02/09	9/2018	Commo	75,	,000		75,000		D		
Non- Qualified Stock Option (right to	\$3.48									(3)	02/01	7/2017	Commo	75,	,000		75,000		D		

## Explanation of Responses:

- 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.
- 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.

By: Andrew P. Bates For: O7/30/2012 Graham Loveridge

\*\* 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.