

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES
13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)
(Amendment No. _____)

PIXELWORKS, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

72581M107

(CUSIP Number)

5/19/00

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

(Continued on following pages)

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CUSIP NO. 72581M107

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1 NAME OF REPORTING PERSON
SEQUOIA CAPITAL VII
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
94-3240153

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY 0

OWNED BY EACH
REPORTING
PERSON
WITH

6 SHARED VOTING POWER

4,835,570

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

4,835,570

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,835,570

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.2%

12 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON
SEQUOIA TECHNOLOGY PARTNERS VII
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
77-0428059

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5 SOLE VOTING POWER

0

6 SHARED VOTING POWER

211,392

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

211,392

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

211,392

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

LESS THAN 1%

12 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON

SC VII-A MANAGEMENT, LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

94-3240154

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5 SOLE VOTING POWER

0

6 SHARED VOTING POWER

5,131,519

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

5,131,519

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,131,519

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14%

12 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON

SEQUOIA INTERNATIONAL PARTNERS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

94-3260980

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5 SOLE VOTING POWER

0

6 SHARED VOTING POWER

84,557

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

84,557

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

84,557

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

LESS THAN 1%

12 TYPE OF REPORTING PERSON

PN

1 NAME OF REPORTING PERSON
MICHAEL MORITZ
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 54,285
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6 SHARED VOTING POWER

5,131,519

7 SOLE DISPOSITIVE POWER

54,285

8 SHARED DISPOSITIVE POWER

5,131,519

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,185,804

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.2%

12 TYPE OF REPORTING PERSON

IN

1 NAME OF REPORTING PERSON
DOUGLAS LEONE
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5	SOLE VOTING POWER
29,403	

6 SHARED VOTING POWER
5,131,519

7 SOLE DISPOSITIVE POWER
29,403

8 SHARED DISPOSITIVE POWER
5,131,519

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,160,922

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
14.1%

12 TYPE OF REPORTING PERSON
IN

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1 NAME OF REPORTING PERSON
MARK STEVENS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5 SOLE VOTING POWER

54,285

6 SHARED VOTING POWER

5,131,519

7 SOLE DISPOSITIVE POWER

54,285

8 SHARED DISPOSITIVE POWER

5,131,519

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,185,804

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.2%

12 TYPE OF REPORTING PERSON

IN

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1 NAME OF REPORTING PERSON

THOMAS F STEPHENSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING

5 SOLE VOTING POWER

24,429

PERSON
WITH

6 SHARED VOTING POWER

5,131,519

7 SOLE DISPOSITIVE POWER

24,429

8 SHARED DISPOSITIVE POWER

5,131,519

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,155,948

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.1%

12 TYPE OF REPORTING PERSON

IN

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ITEM 1.

(a) Name of Issuer: Pixelworks, Inc.
(b) Address of Issuer's Principal Executive Offices:
7700 SW Mohawk Street
Tualatin, Oregon 97062

ITEM 2.

(a) Name of Persons Filing: Sequoia Capital VII ("SC VII")
SC VII-A Management, LLC ("SC VII-A")
Sequoia Technology Partners VII
("STP VII")
Sequoia International Partners ("SIP")
Michael Moritz ("MM")
Douglas Leone ("DL")
Mark Stevens ("MS")
Thomas F. Stephenson ("TFS")

SCVII-A is the General Partner of SC VII, STP VII and SIP. MM, DL, MS, and TFS are Managing Members of SC VII-A.

(b) Address of Principal Business Office or, if none, Residence:
3000 Sand Hill Road, 4-280
Menlo Park, CA 94025

(c) Citizenship: MM, DL, MS, TFS: USA
SC VII-A, SC VII, STP VII, SIP: California

(d) Title of Class of Securities: Common

(e) CUSIP Number: 72581M107

ITEM 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

NOT APPLICABLE

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. []

Instruction. Dissolution of a group requires a response to this item.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

NOT APPLICABLE

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

(The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):)

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

correct.

Dated: February 8, 2001

Sequoia Capital VII
Sequoia Technology Partners VII
Sequoia International Partners

By: SC VII-A Management, LLC
A California Limited Liability Company
General Partner of Each

By: Managing Members

Michael Moritz

Douglas Leone

Mark Stevens

Thomas F. Stephenson