

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware limited partnership

NUMBER OF 5 SOLE VOTING POWER
- 0 - shares
SHARES 6 SHARED VOTING POWER
BENEFICIALLY 7,950,787 shares
OWNED BY
EACH 7 SOLE DISPOSITIVE POWER
REPORTING - 0 - shares
PERSON
WITH 8 SHARED DISPOSITIVE POWER
7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,950,787 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

Page 2 of 15 pages

CUSIP NO. 72581M10

13G

PAGE 3 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Battery Partners IV, LLC
04-3347855

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware limited liability company

NUMBER OF 5 SOLE VOTING POWER
- 0 - shares
SHARES 6 SHARED VOTING POWER
BENEFICIALLY 7,950,787 shares
OWNED BY
EACH 7 SOLE DISPOSITIVE POWER
REPORTING - 0 - shares
PERSON
WITH 8 SHARED DISPOSITIVE POWER
7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,950,787 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

Page 3 of 15 pages

CUSIP NO. 72581M10

13G

PAGE 4 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Battery Investment Partners IV, LLC
04-3352186

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware limited partnership

5 SOLE VOTING POWER
NUMBER OF - 0 - shares

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 7,950,787 shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON - 0 - shares

8 SHARED DISPOSITIVE POWER
WITH 7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,950,787 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP NO. 72581M10

13G

PAGE 5 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Richard D. Frisbie

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /

(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF 5 SOLE VOTING POWER
18,300 shares

SHARES 6 SHARED VOTING POWER
BENEFICIALLY 7,950,787 shares
OWNED BY

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 18,300 shares
PERSON

WITH 8 SHARED DISPOSITIVE POWER
7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,969,087

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP NO. 72581M10

13G

PAGE 6 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Oliver D. Curme

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /

(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER
NUMBER OF 26,266 shares

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 7,950,787 shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 26,266 shares

8 SHARED DISPOSITIVE POWER
WITH 7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,977,053 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.8%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

Page 6 of 15 pages

CUSIP NO. 72581M10

13G

PAGE 7 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Thomas J. Crotty

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER
NUMBER OF 26,266 shares

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 7,950,787 shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 26,266 shares

WITH 8 SHARED DISPOSITIVE POWER
7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,977,053 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.8%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

Page 7 of 15 pages

CUSIP NO. 72581M10

13G

PAGE 8 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Kenneth P. Lawler

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /

(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF 5 SOLE VOTING POWER
18,428 shares

SHARES 6 SHARED VOTING POWER
BENEFICIALLY 7,950,787 shares
OWNED BY

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 18,428 shares
PERSON

WITH 8 SHARED DISPOSITIVE POWER
7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,969,215 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

Page 8 of 15 pages

CUSIP NO. 72581M10

13G

PAGE 9 OF 15 PAGES

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Todd A. Dagues

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) / /

(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER
NUMBER OF 25,530 shares

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 7,950,787 shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 25,530 shares

8 SHARED DISPOSITIVE POWER
WITH 7,950,787 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,976,317 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

21.8%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

Page 9 of 15 pages

ITEM 1 (a). NAME OF ISSUER:
Pixelworks, Inc.

ITEM 1 (b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
7700 S.W. Mohawk Street, Tualatin, OR 97062

ITEM 2 (a). NAME OF PERSON FILING:
Battery Ventures IV, L.P. ("Battery Ventures"),
Battery Partners IV, LLC ("Battery Partners"),
Battery Investment Partners IV, LLC, ("Battery

Investment Partners"), Richard D. Frisbie ("Frisbie"), Oliver D. Curme ("Curme"), Thomas J. Crotty ("Crotty"), Kenneth P. Lawler ("Lawler") and Todd A. Dagnes ("Dagnes"). Frisbie, Curme, Crotty, Lawler and Dagnes are the sole member managers of Battery Partners, the sole general partner of Battery Ventures. Battery Investment Partners invests alongside Battery Ventures in all investments made by Battery Ventures. Frisbie is the sole manager of Battery Investment Partners.

ITEM 2 (b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
The address of the principal business office of each of Battery Ventures, Battery Partners, Battery Investment Partners, Frisbie, Curme, Crotty, Lawler and Dagnes is c/o Battery Ventures, 20 William Street, Wellesley, MA 02481.

ITEM 2 (c). CITIZENSHIP:
Messrs. Frisbie, Curme, Crotty, Lawler and Dagnes are United States citizens. Battery Ventures is a limited partnership organized under the laws of the State of Delaware. Battery Partners and Battery Investment Partners are limited liability companies organized under the laws of the State of Delaware.

ITEM 2 (d). TITLE OF CLASS OF SECURITIES:
Common Stock, \$.001 par value

ITEM 2 (e). CUSIP NUMBER
72581M10

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:
(a) Broker or Dealer registered under Section 15 of the Securities Exchange Act of 1934 (the "Act").
(b) Bank as defined in Section 3(a)(6) of the Act.
(c) Insurance Company as defined in Section 3(a)(19) of the Act.
(d) Investment Company registered under Section 8 of the Investment Company Act of 1940.
(e) Investment Advisor registered under Section 203 or the Investment Advisors Act of 1940.
(f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F) of the Act.

Page 10 of 15 pages

(g) Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G) of the Act.
(h) Group, in accordance with Rule 13a-1(b)(1)(ii)(H) of the Act.

NOT APPLICABLE

ITEM 4. OWNERSHIP:
(a) Amount Beneficially Owned:

Battery Ventures owns beneficially and of record 7,831,525 shares of Common Stock of Pixelworks, Inc. as of December 31, 2000. Battery Investment Partners, which invests alongside Battery Ventures in all investments made by Battery Ventures, owns beneficially and of record 119,262 shares of Common Stock of Pixelworks, Inc. as of December 31, 2000. Battery Ventures and Battery Investment Partners may each be deemed to own beneficially the shares of Common Stock of Pixelworks, Inc. held by the other as of December 31, 2000. Battery Partners, the sole general partner of Battery Ventures, may be deemed to own beneficially the shares of Common Stock

beneficially owned by Battery Ventures as of December 31, 2000. Frisbie is the sole manager of Battery Investment Partners, and Frisbie, Curme, Crotty, Lawler and Dages are the sole member managers of Battery Partners, and each therefore may be deemed to own beneficially the shares beneficially owned by Battery Investment Partners and Battery Ventures, respectively, as of December 31, 2000. Each of Battery Partners, Battery Investment Partners, Frisbie, Curme, Crotty, Lawler and Dages disclaims beneficial ownership of the shares held of record by Battery Ventures, except to the extent of their respective proportionate pecuniary interests therein. Each of Battery Ventures, Battery Partners, Frisbie, Curme, Crotty, Lawler and Dages disclaims beneficial ownership of the shares held of record by Battery Investment Partners, except to the extent of their respective proportionate pecuniary interests therein.

(b) Percent of Class:

Each of Battery Ventures, Battery Partners, Battery Investment Partners and Lawler may be deemed to own beneficially 21.7% of the Common Stock of Pixelworks, Inc. Each of Frisbie, Crotty, Curme and Dages may be deemed to beneficially own 21.8% of the Common Stock of Pixelworks, Inc. The percentages are based on the 36,642,862 shares of Common Stock reported to be outstanding as of October 11, 2000, in the Pixelworks, Inc. Quarterly Report on Form 10-Q for the quarter ended September 30, 2000.

(c) Number of Shares as to which such person has:

(i) sole power to vote or direct the vote:

Battery Ventures: 0; Battery Partners: 0; Battery Investment Partners: 0; Frisbie: 18,300; Curme: 26,266; Crotty: 26,266; Lawler: 18,428; and Dages: 25,530.

(ii) shared power to vote or to direct the vote: Battery

Ventures: 7,950,787; Battery Partners: 7,950,787; Battery Investment Partners: 7,950,787; Frisbie: 7,950,787; Curme: 7,950,787; Crotty: 7,950,787; Lawler: 7,950,787; and Dages: 7,950,787.

Page 11 of 15 pages

(iii) sole power to dispose or to direct the disposition of:

Battery Ventures: 0; Battery Partners: 0; Battery Investment Partners: 0; Frisbie: 18,300; Curme: 26,266; Crotty: 26,266; Lawler: 18,428; and Dages: 25,530.

(iv) shared power to dispose or to direct the disposition

of: Battery Ventures: 7,950,787; Battery Partners: 7,950,787; Battery Investment Partners: 7,950,787; Frisbie: 7,950,787; Curme: 7,950,787; Crotty: 7,950,787; Lawler: 7,950,787; and Dages: 7,950,787.

ITEM (5). OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

NOT APPLICABLE.

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 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:
 NOT APPLICABLE.

Not filed pursuant to Rule 13d-1(b).

Page 12 of 15 pages

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 13, 2001

BATTERY VENTURES IV, L.P.

By: BATTERY PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

 Member Manager

BATTERY PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

 Member Manager

BATTERY INVESTMENT PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

 Manager

/s/ Richard D. Frisbie

 Richard D. Frisbie

*

 Oliver D. Curme

*

 Thomas J. Crotty

*

 Kenneth P. Lawler

*

 Todd A. Dages

*By: /s/ Richard D. Frisbie

Name: Richard D. Frisbie

Attorney-in-Fact

This Schedule 13G was executed by Richard D. Frisbie or Oliver D. Curme pursuant to Powers of Attorney which are incorporated herein by reference and copies of which are attached hereto as Exhibit II.

Page 13 of 15 pages

EXHIBIT I

Pursuant to Rule 13d-1(f)(1) under the Securities Exchange Act of 1934, the undersigned hereby agree that only one statement containing the information required on Schedule 13G need be filed with respect to ownership by each of the undersigned of shares of Common Stock of Pixelworks, Inc.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

Dated: February 13, 2001

BATTERY VENTURES IV, L.P.

By: BATTERY PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

Member Manager

BATTERY PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

Member Manager

BATTERY INVESTMENT PARTNERS IV, LLC

By: /s/ Richard D. Frisbie

Manager

/s/ Richard D. Frisbie

Richard D. Frisbie

*

Oliver D. Curme

*

Thomas J. Crotty

*

Kenneth P. Lawler

*

Todd A. Dages

*By: /s/ Richard D. Frisbie

Name: Richard D. Frisbie

This Agreement was executed by Richard D. Frisbie or Oliver D. Curme pursuant to Powers of Attorney which are incorporated herein by reference and copies of which are attached hereto as Exhibit II.

Page 14 of 15 pages

EXHIBIT II

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Oliver D. Curme and Richard D. Frisbie, and each of them, with full power to act without the other, his true and lawful attorney-in-fact, with full power of substitution, to sign any and all instruments, certificates and document that may be necessary, desirable or appropriate to be executed in his capacity as a general partner of ABF Partners, L.P., ABF Partners II, L.P., and Battery Partners III, L.P., or in his capacity as a member manager of Battery Partners IV, LLC, with respect to securities held by such signatory as a result of his relationship with any of the foregoing entities or with Battery Ventures, L.P., Battery Ventures II, L.P., Battery Ventures III, L.P. or Battery Ventures IV, L.P., pursuant to Section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, Inc., granting unto said attorneys-in-fact full power and authority to do and perform each and every act and thing necessary, desirable or appropriate, fully to all intents and purposes as he might or could do in person, thereby ratifying and confirming all that said attorneys-in-fact, or their substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 14th day of February, 1997.

/s/ Richard D. Frisbie

Richard D. Frisbie

/s/ Robert G. Barrett

Robert G. Barrett

/s/ Howard Anderson

Howard Anderson

/s/ Oliver D. Curme

Oliver D. Curme

/s/ Thomas J. Crotty

Thomas J. Crotty

/s/ Kenneth P. Lawler

Kenneth P. Lawler

/s/ Todd A. Dagres

Todd A. Dagres

