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| <b>OMB APPROVAL</b>                             |           |
| OMB Number:                                     | 3235-0287 |
| Estimated average burden<br>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

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|---|---|--|
| 1. Name and Address of Reporting Person*<br><b>WEST MICHAEL G</b><br><br>(Last) (First) (Middle)<br><b>8100 SW NYBERG RD.</b><br><br>(Street)<br><b>TUALATIN OR 97062</b><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>PIXELWORKS INC [ PXLW ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><p style="text-align: center;"><b>Fellow</b></p> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>02/10/2004</b>         |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 02/10/2004                           |  | S                              |   | 15,000  | D          | \$16.32 | 697,560   | D  |   |
| Common Stock                    | 02/10/2004                           |  | S                              |   | 22,500  | D          | \$16.3  | 675,060   | 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) |   |     |     | 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 |   |  |  |   |  |
| Incentive Stock Option (right to buy)      | \$0.23   |                                      |  |                                |   |     |     | (1)  | 01/20/2009      | Common Stock  | 15,000                                     | 15,000   | D   |  |
| Incentive Stock Option (right to buy)      | \$16.5   |                                      |  |                                |   |     |     | (2)  | 01/02/2012      | Common Stock  | 6,334                                      | 6,334  | D   |  |
| Incentive Stock Option (right to buy)      | \$22.063   |                                      |  |                                |   |     |     | (3)  | 01/02/2011      | Common Stock  | 17,461                                     | 17,461   | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$7.57   |                                      |  |                                |   |     |     | (4)  | 01/31/2013      | Common Stock  | 25,000                                     | 25,000   | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$16.5   |                                      |  |                                |   |     |     | (2)  | 01/02/2012      | Common Stock  | 43,666                                     | 43,666   | D   |  |

