

PIXELWORKS, INC
 Form 4
 May 22, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ALLEY ALLEN H

(Last) (First) (Middle)

8100 SW NYBERG RD.

(Street)

TUALATIN, OR 97062

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PIXELWORKS, INC [PXLW]

3. Date of Earliest Transaction
 (Month/Day/Year)
05/20/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	1,810,683	D	

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

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 control number.

SEC 1474
 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 0.81	05/20/2008		A		10,000		<u>(1)</u>	05/20/2018	Common Stock	10,
Incentive Stock Option (right to buy)	\$ 0.26							<u>(2)</u>	01/20/2009	Common Stock	33,
Incentive Stock Option (right to buy)	\$ 16.5							<u>(3)</u>	01/02/2012	Common Stock	7,1
Incentive Stock Option (right to buy)	\$ 22.063							<u>(4)</u>	01/02/2011	Common Stock	19,
Non-Qualified Stock Option (right to buy)	\$ 1.38							<u>(1)</u>	05/22/2017	Common Stock	10,
Non-Qualified Stock Option (right to buy)	\$ 5.02							<u>(5)</u>	02/15/2016	Common Stock	50,
Non-Qualified Stock Option (right to buy)	\$ 7.57							<u>(6)</u>	01/31/2013	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 9.48							<u>(7)</u>	03/04/2015	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 15.41							<u>(8)</u>	03/09/2014	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 16.5							<u>(3)</u>	01/02/2012	Common Stock	92,
Non-Qualified Stock Option (right to buy)	\$ 22.063							<u>(4)</u>	01/02/2011	Common Stock	30,

