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GENESIS MICROCHIP INC /DE Form 425 March 17, 2003

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The following is a presentation made by Genesis Microchip Inc. to certain of its customers beginning on March 17, 2003:



March, 2003

Why are we doing this?

What is the timeline?

What is the impact to our customers?

The New Company

Best of Class Monitor Technology

Mixed Signal Integration

Operational Strength, > 40Mu shipped

140+ Patents Issued

Award Winning Faroudja Video

Brand Recognition

Best of Class Projection Technology

Feature Innovation

Smart Integration Technology

System Engineering Expertise

Advanced Video Processing, HDTV

Broad Applications Experience

The New Company: Strategy

Leadership in LCD monitor controllers

Leadership in projector ICs

CRT TV product Initiative

Drive flat panel TV Adoption

Total Customer Satisfaction

Customer Impact

After Closing

Continuity and Stability
Commitment to support customers during transition
Assured Production
All existing Genesis and Pixelworks products
Support
Designs in production

Future

Complete product line for advanced displays

Monitors, Projectors, CRT TVs & Flat Panel TVs

Combined technologies for innovative products
Increased R&D capability

Ability to expand into broader markets
Largest dedicated global customer support

The New Company

More Technology

Combined Faroudja Video, nDSP, Mixed Signal, More advancement and innovation in video technology

More Products

Monitors, Projectors, CRT TVs, LCD TVs

More Technical Support

Korea, Taiwan, Japan, China, North America, Europe, India

Lower Costs

Manufacturing Volume, > 10Mu per quarter More competitive pricing

Financial Strength

\$200M+ Cash, \$300M+ Revenue

The Merger of Genesis and Pixelworks

March, 2003

Cautionary Statement For The Purpose Of The Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995

This presentation contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are based on management s current expectations and beliefs and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. The forward-looking statements contained in this presentation include statements about future financial and operating results and the proposed Pixelworks/Genesis merger. These statements are not guarantees of future performance, involve certain risks, uncertainties and assumptions that are difficult to predict, and are based upon assumptions as to future events that may not prove accurate. Therefore, actual outcomes and results may differ materially from what is expressed herein. For example, if either of the companies do not receive required stockholder or governmental approvals or fail to satisfy other conditions to closing, the transaction will not be consummated. In any forward-looking statement in which Pixelworks or Genesis expresses an expectation or belief as to future results, such expectation or belief is expressed in good faith and believed to have a reasonable basis, but there can be no assurance that the statement or expectation or belief will result or be achieved or accomplished. The following factors, among others, could cause actual results to differ materially from those described in the forward-looking statements: the risk that the Pixelworks and Genesis businesses will not be integrated successfully; costs related to the proposed merger; failure of the Pixelworks or Genesis stockholders to approve the proposed merger; and other economic, business, competitive and/or regulatory factors affecting Pixelworks and Genesis s businesses generally as set forth in Pixelworks and Genesis s filings with the SEC, including their Annual Reports on Form 10-K for their respective most recent fiscal years, particularly in the Management s Discussion and Analysis section, their most recent Quarterly Reports on Form 10-Q and their Current Reports on Form 8-K. Pixelworks and Genesis are under no obligation to (and expressly disclaim any such obligation to) update or alter their forward-looking statements whether as a result of new information, future events or otherwise.

Additional Information and Where to Find It

In connection with the proposed Pixelworks/Genesis merger, Pixelworks, Genesis and Display Acquisition Corporation intend to file a joint proxy statement/prospectus on Form S-4 with the Securities and Exchange Commission (the SEC) in connection with the transaction described herein. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE JOINT PROXY STATEMENT /PROSPECTUS WHEN IT BECOMES AVAILABLE BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION ABOUT THE TRANSACTION DESCRIBED HEREIN. Investors and security holders may obtain a free copy of the joint proxy statement/prospectus (when it is available) and other documents filed by Pixelworks and Genesis with the SEC at the SEC s web site at www.sec.gov or by contacting Pixelworks at 503-454-1750 and through Pixelworks website at www.genesismicrochip.com.

Pixelworks and its directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of Pixelworks and Genesis in connection with the transaction described herein. Information regarding the special interests of these directors and executive officers in the transaction described herein will be included in the joint proxy statement/prospectus described above. Additional information regarding these directors and executive officers is also included in Pixelworks proxy statement for its 2002 Annual Meeting of Stockholders, which was filed with the SEC on or about April 9, 2002. This document is available free of charge by contacting the SEC or Pixelworks as indicated above.

Genesis and its directors and executive officers also may be deemed to be participants in the solicitation of proxies from the stockholders of Pixelworks and Genesis in connection with the transaction described herein. Information regarding the special interests of these directors and executive officers in the transaction described herein will be included in the joint proxy statement/prospectus described above. Additional information regarding these directors

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and executive officers is also included in Genesis s proxy statement for its 2002 Annual Meeting of Stockholders, which was filed with the SEC on or about August 15, 2002. This document is available free of charge by contacting the SEC or Genesis as indicated above.

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