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. ____)*

MaxLinear, Inc.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

57776J100

(CUSIP Number)

December 31, 2010

(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)

 \square Rule 13d-1(c)

⊠ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

1 NAME OF REPORTIN SS OR I.R.S. IDENTIF Battery Ventures VII, L	ICATION NO. OF ABOVE PERSON		
2 CHECK THE APPROF	PRIATE BOX IF A MEMBER OF A GROUP*	(a) 🗆	(b) 🗵
3 SEC USE ONLY			
4 CITIZENSHIP OR PLA	ACE OF ORGANIZATION		
Delaware			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	 2,255,106 shares¹, except that Battery F general partner of BV7, may be deemed shares; Richard D. Frisbie ("Frisbie"), a may be deemed to have shared power to ("Crotty"), a managing member of BPV power to vote these shares; Kenneth P. of BPVII LLC, may be deemed to have Morgan M. Jones ("Jones"), a managin deemed to have shared power to vote the managing member of BPVII LLC, may vote these shares; and R. David Tabors BPVII LLC, may be deemed to have shared to have shared power to vote the searces; and R. David Tabors BPVII LLC, may be deemed to have shares is a shared power to vote the managing member of BPVII LLC, may vote these shares; and R. David Tabors BPVII LLC, may be deemed to have shared to have shares is a specific to the searces is to row 5 7 SOLE DISPOSITIVE POWER 2,255,106 shares¹, except that BPVII L deemed to have sole dispositive power managing member of BPVII LLC, may power with respect to these shares; Cro may be deemed to have shared disposit Lawler a managing member of BPVII I dispositive power with respect to these BPVII LLC, may be deemed to have shared dispositive power with respect to these Shares; Tobin, a managing membehave shared dispositive power with respect to these shares. 8 SHARED DISPOSITIVE POWER See response to row 7 	 SOLE VOTING POWER 2,255,106 shares¹, except that Battery Partners VII, LLC ("BPV general partner of BV7, may be deemed to have sole power to v shares; Richard D. Frisbie ("Frisbie"), a managing member of E may be deemed to have shared power to vote these shares; Thor ("Crotty"), a managing member of BPVII LLC, may be deemed power to vote these shares; Kenneth P. Lawler ("Lawler") a man of BPVII LLC, may be deemed to have shared power to vote these shares; Kenneth P. Lawler ("Lawler") a man of BPVII LLC, may be deemed to have shared power to vote the Morgan M. Jones ("Jones"), a managing member of BPVII LLC deemed to have shared power to vote these shares; Scott R. Tob managing member of BPVII LLC, may be deemed to have shared power to vote these shares; Scott R. Tob managing member of BPVII LLC, may be deemed to have shared power to vote these shares; and R. David Tabors ("Tabors"), a managing BPVII LLC, may be deemed to have shared power to vote these SHARED VOTING POWER See response to row 5 SOLE DISPOSITIVE POWER 2,255,106 shares¹, except that BPVII LLC, the general partner of deemed to have sole dispositive power with respect to these shares; power with respect to these shares; Crotty, a managing member of BPVII LLC, may be deemed to lave shared power with respect to these shares; Jones, a managing BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; Tobin, a managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; Tobin, a managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; a managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; Jones, a managing BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; and managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; and managing membe	
9 AGGREGATE AMOU REPORTING PERSON	NT BENEFICIALLY OWNED BY EACH	2,255,106	
10 CHECK BOX IF THE EXCLUDES CERTAIN	AGGREGATE AMOUNT IN ROW (9) N SHARES		
11 PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW 9	14.44%	
12 TYPE OF REPORTING	G PERSON*	PN	

¹ Represents 2,255,106 shares of Class B Common Stock held directly by BV7. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

1	NAME OF REPORTIN SS OR I.R.S. IDENTIF Battery Partners VII, LI	ICATION NO. OF ABOVE PERSON		
2	CHECK THE APPROI	PRIATE BOX IF A MEMBER OF A GROUP*	(a) 🗆	(b) 🗵
3	SEC USE ONLY			
4	CITIZENSHIP OR PLA Delaware	ACE OF ORGANIZATION		
В	NUMBER OF SHARES BENEFICIALLY BY EACH REPORTING PERSON WITH	 SOLE VOTING POWER 2,298,313 shares, of which 2,255,106¹ are dirare directly owned by BIP7, except that Frist LLC, may be deemed to have shared power t managing member of BPVII LLC, may be devote these shares; Lawler, a managing member to have shared power to vote these shares; Jo BPVII LLC, may be deemed to have shared pa managing member of BPVII LLC, may be vote these shares; and Tabors, a managing m deemed to have shared power to vote these slares; and Tabors, a managing m deemed to have shared power to vote these slares; and Tabors, a managing m deemed to have shared power to vote these slares; and Tabors, a managing m deemed to have shared power to vote these slares; and Tabors, a managing m deemed to have shared power to vote these slares; and Tabors, a managing m deemed to have shared of SHARED VOTING POWER See response to row 5 SOLE DISPOSITIVE POWER 2,298,313 shares, of which 2,255,106¹ are di 43,207² are directly owned by BIP7, except to of BPVII LLC, may be deemed to have shared to these shares; Crotty, a managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to member of BPVII LLC, may be deemed to have shared dispositive power with managing member of BPVII LLC, may be deemed to have shared dispositive power with respect to these shares; and Tabo LLC, may be deemed to have shared dispositive power with respect to these shares; and Tabo LLC, may be deemed to have shared dispositive power with respect to these shares; and Tabo LLC, may be deemed to have shares. 8 SHARED DISPOSITIVE POWER 	bie, a managing mer o vote these shares; beened to have shares; beened to have shares over of BPVII LLC, r nes, a managing me power to vote these deemed to have shares ember of BPVII LL hares. rectly owned by BV hat Frisbie, a managed dispositive power of BPVII LLC, may o these shares; Law ave shared dispositi ember of BPVII LL h respect to these sl beemed to have share rs, a managing mer	nber of BPVII Crotty, a ed power to may be deemed ember of shares; Tobin, red power to C, may be 77 and ging member r with respect be deemed to ler, a managing ve power with C, may be hares; Tobin, a ed dispositive nber of BPVII
9	AGGREGATE AMOU REPORTING PERSON	NT BENEFICIALLY OWNED BY EACH		
10		ACODECATE AMOUNT DI DONI (0)	2,298,313	
10	EXCLUDES CERTAIN	AGGREGATE AMOUNT IN ROW (9) N SHARES*		
11	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW 9	14.72%	
12	TYPE OF REPORTING	G PERSON*	00	

² Represents 43,207 shares of Class B Common Stock held directly by BIP7. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

NUMBER OF SHARES BENEFICIALLY

2

3 4

NAME OF RE	EPORTIN	G
SS OR I.R.S.	IDENTIFI	CATION NO. OF ABOVE PERSON
Battery Invest	ment Part	ners VII, LLC ("BIP7")
CHECK THE	APPROP	RIATE BOX IF A MEMBER OF A GROUP*
		(a) □ (b) □
SEC USE ON	LY	
CITIZENSHI	P OR PLA	CE OF ORGANIZATION
Delaware		
	5	SOLE VOTING POWER
		43,207 shares ² , except that (i) BPVII LLC, the managing member of BIP7, may
		deemed to have sole power to vote these shares, and (ii) each of Frisbie, Crotty,
MBER OF		Lawler, Jones, Tabor and Tobin, each of whom is a managing member of BPVI
HARES		LLC, may be deemed to have shared power to vote these shares.
FICIALLY	6	SHARED VOTING POWER
D BY EACH		See response to row 5
ODTDIG		

OWNED BY EACH REPORTING		See response to row 5
PERSON	7	SOLE DISPOSITIVE POWER
WITH		43,207 shares ² , except that (i) BPVII LLC, the managing member of BIP7, may be deemed to have sole power to vote these shares, and (ii) each of Frisbie, Crotty,
		Lawler, Jones, Tabor and Tobin, each of whom is a managing member of BPVII
	0	LLC, may be deemed to have shared power to dispose of these shares.
	8	SHARED DISPOSITIVE POWER
		See response to row 7
AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH
REPORTING F	PERSON	I
		43,207
CHECK BOX I	F THE .	AGGREGATE AMOUNT IN ROW (9)
EXCLUDES C	ERTAIN	N SHARES*
PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW 9
		0.28%
TYPE OF REP	ORTIN	G PERSON*
		00
	REPORTING PERSON WITH AGGREGATE REPORTING F CHECK BOX I EXCLUDES C PERCENT OF	REPORTING PERSON 7 WITH 8 8 AGGREGATE AMOU REPORTING PERSON CHECK BOX IF THE 2 EXCLUDES CERTAIN

1	NAME OF REPORTING SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Richard D. Frisbie					
2	CHECK THE	APPRO	PRIATE BOX IF A MEMBER OF A GROUP*	(a) 🗖	(b) 🗵	
3	SEC USE ON	LY		(a) 🗆	(0) 🖾	
4			ACE OF ORGANIZATION			
		5	SOLE VOTING POWER			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		2,298,313 shares, of which 2,255,106 ¹ are directly or directly owned by BIP7. Frisbie is a managing mem general partner of BV7 and (ii) the managing membrate have shared power to vote these shares.	ber of BPVII LLC, w	hich is (i) the	
OV			SHARED VOTING POWER See response to row 5			
			SOLE DISPOSITIVE POWER 2,298,313 shares, of which 2,255,106 ¹ are directly or directly owned by BIP7. Frisbie is a managing mem- general partner of BV7 and (ii) the managing member have shared dispositive power with respect to these s	ber of BPVII LLC, we ber of BIP7, and may b	which is (i) the	
		8	SHARED DISPOSITIVE POWER See response to row 7			
9	AGGREGATI REPORTING		JNT BENEFICIALLY OWNED BY EACH			
				2,298,313		
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
11						
11	PERCENTO	CLAS	S REPRESENTED BY AMOUNT IN ROW 9	14.72%		
12	TYPE OF REPORTING PERSON*					

1	NAME OF RE SS OR I.R.S. I Thomas J. Crot	DENTIFI	G CATION NO. OF ABOVE PERSON
2	CHECK THE	APPROPI	RIATE BOX IF A MEMBER OF A ROUP*
_			(a) \Box (b) \boxtimes
3	SEC USE ONI		
1	CITIZENSHIP USA	OR PLA	CE OF ORGANIZATION
		5	SOLE VOTING POWER
	NUMBER OF SHARES		2,298,313 shares, of which $2,255,106^{1}$ are directly owned by BV7 and $43,207^{2}$ are directly owned by BIP7. Crotty is a managing member of BPVII LLC, which is (i) the general partner of BV7 and (ii) the managing member of BIP7, and may be deemed to have shared power to vote these shares.
	BENEFICIALLY OWNED BY EACH REPORTING	6	SHARED VOTING POWER See response to row 5
	PERSON	7	SOLE DISPOSITIVE POWER
	WITH		2,298,313 shares, of which 2,255,106 ^{$\frac{1}{2}$} are directly owned by BV7 and 43,207 ^{$\frac{2}{2}$} are directly owned by BIP7. Crotty is a managing member of BPVII LLC, which is (i) the general partner of BV7 and (ii) the managing member of BIP7, and may be deemed to have shared dispositive power with respect to these shares.
		8	SHARED DISPOSITIVE POWER
			See response to row 7
)	AGGREGATE REPORTING		IT BENEFICIALLY OWNED BY EACH
			2,298,313
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	EXCLUDES C	ERTAIN	SHARES*
11	PERCENT OF	CLASS F	REPRESENTED BY AMOUNT IN ROW 9 14.72%
12	TYPE OF REP	ORTING	PERSON*
			IN

I NAME	F REPORTING					
	R.S. IDENTIFICATION NO. OF ABOVE PERS	SON				
	P. Lawler					
CHECK	THE APPROPRIATE BOX IF A MEMBER OF					
		(a) 🗆	(b) 🗵			
	ONLY					
	SHIP OR PLACE OF ORGANIZATION					
USA						
	5 SOLE VOTING POWER					
		member of BPVII LLC, which is (i) the	general			
NUMBER OF SHARES	partner of BV7 and (ii) the managing m power to vote these shares.	ember of BIP7, and may be deemed to h	ave shared			
BENEFICIALLY	6 SHARED VOTING POWER					
OWNED BY EACH REPORTING	See response to row 5					
PERSON	7 SOLE DISPOSITIVE POWER	SOLE DISPOSITIVE POWER				
WITH	owned by BIP7. Lawler is a managing	are directly owned by BV7 and $43,207^2$ a member of BPVII LLC, which is (i) the ember of BIP7, and may be deemed to h shares.	general			
	8 SHARED DISPOSITIVE POWER					
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	GATE AMOUNT BENEFICIALLY OWNED B ING PERSON	BY EACH				
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0 CHECK	BOX IF THE AGGREGATE AMOUNT IN RO	OW (9)				
EXCLU	CLUDES CERTAIN SHARES*					
1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9						
		14.72%				
12 TYPE OF REPORTING PERSON*						
		IN				

1 N	AME OF	REPO	RTING		
			NTIFICATION NO. OF ABOVE PERSON		
	lorgan M.				
2 C	HECK TI	HE AP	PROPRIATE BOX IF A MEMBER OF A GROUP*		
				(a) 🗆	(b) 🗵
~	EC USE (
		HIP O	R PLACE OF ORGANIZATION		
U	SA	5	SOLE VOTING POWER		
		Э			
			2,298,313 shares, of which 2,255, 106^{-1} are directly owned by		
	OF		owned by BIP7. Jones is a managing member of BPVII LL of BV7 and (ii) the managing member of BIP7, and may be		
NUMBER SHARE	-		vote these shares.	deemed to have sha	red power to
BENEFICIA		6	SHARED VOTING POWER		
OWNED BY		Ŭ	See response to row 5		
REPORTI	-				
PERSON	J	7	SOLE DISPOSITIVE POWER		
WITH			2,298,313 shares, of which 2,255, 106^{1} are directly owned by	y BV7 and $43,207^{2}$ a	re directly
			owned by BIP7. Jones is a managing member of BPVII LL		
			of BV7 and (ii) the managing member of BIP7, and may be	deemed to have sha	red
			dispositive power with respect to these shares.		
		8	SHARED DISPOSITIVE POWER		
			See response to row 7		
			MOUNT BENEFICIALLY OWNED BY EACH		
R	EPORTIN	NG PEI	RSON	2,298,313	
10 C	UECV D	OV IE	THE ACCRECATE AMOUNT IN DOW (0)	2,298,313	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*					
L	ACLODE	5 CLF	TAIL SHARES		
11 P	ERCENT	OF CI	ASS REPRESENTED BY AMOUNT IN ROW 9		
				14.72%	
12 T	YPE OF I	REPOF	RTING PERSON*		
				IN	

1	NAME OF R	EDODT	NG			
1			IFICATION NO. OF ABOVE PERSON			
	Scott R. Tobi		ITICATION NO. OF ADOVE LEKSON			
,			OPRIATE BOX IF A MEMBER OF A GROUP*			
<u>_</u>	CHECK III	AFFK	OF NIATE BOX IF A MEMBER OF A OROUF	(a) 🗖	(b) 🗵	
2	SEC USE ON	ΠV		(a) 🗆	(0) 凶	
,			LACE OF ORGANIZATION			
ŀ	USA	PORP	LACE OF ORGANIZATION			
	USA	5	SOLE VOTING POWER			
		3		11 DV7 142	207	
			2,298,313 shares, of which 2,255,106 ^{\pm} are directly o			
	NUR (DED OF		directly owned by BIP7. Tobin is a managing memb general partner of BV7 and (ii) the managing member			
	NUMBER OF		have shared power to vote these shares.	er of BIP/, and may b	e deemed to	
п	SHARES BENEFICIALLY	6	SHARED VOTING POWER			
	WNED BY EACH	6	Shaked volling rower See response to row 5			
0,	REPORTING		See response to row 5			
	PERSON		SOLE DISPOSITIVE POWER			
	WITH	<i>'</i>	2,298,313 shares, of which 2,255,106 ^{$\frac{1}{2}$} are directly of	wood by DV7 and 12	207^{2} are	
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		directly owned by BIP7. Tobin is a managing memb			
			general partner of BV7 and (ii) the managing member			
			have shared dispositive power with respect to these s		e decined to	
			SHARED DISPOSITIVE POWER	shures.		
		8	See response to row 7			
)	AGGREGAT	F AMO	UNT BENEFICIALLY OWNED BY EACH			
	REPORTING					
		I LIGC		2,298,313		
0	CHECK BOX	(IF TH	E AGGREGATE AMOUNT IN ROW (9)	_,_> =,_=		
		XCLUDES CERTAIN SHARES*				
11	PERCENT O	F CLAS	S REPRESENTED BY AMOUNT IN ROW 9			
				14.72%		
12	TYPE OF RE	PORTI	NG PERSON*			
				IN		

1		IDENTIF	IG ICATION NO. OF ABOVE PERSON		
2	R. David Tabo CHECK THE		PRIATE BOX IF A MEMBER OF A GROUP*		
2	SEC USE ON	IV		(a) 🗆	(b) 🗵
4			ACE OF ORGANIZATION		
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	 SOLE VOTING POWER 2,298,313 shares, of which 2,255,106¹ are directl directly owned by BIP7. Tabors is a managing the general partner of BV7 and (ii) the managing deemed to have shared power to vote these shared SHARED VOTING POWER See response to row 5 SOLE DISPOSITIVE POWER 2,298,313 shares, of which 2,255,106¹ are directl directly owned by BIP7. Tabors is a managing the general partner of BV7 and (ii) the managing deemed to have shared dispositive power with response to row 5 	nember of BPVII LI g member of BIP7, an es. ly owned by BV7 an member of BPVII LI g member of BIP7, an	LC, which is (i) ad may be d 43,207 ² are LC, which is (i) ad may be
9	ACCRECAT	E AMOU	See response to row 7 NT BENEFICIALLY OWNED BY EACH		
7	REPORTING			2,298,313	
10	CHECK BOX EXCLUDES (AGGREGATE AMOUNT IN ROW (9) N SHARES*		
11	PERCENT OF	F CLASS	REPRESENTED BY AMOUNT IN ROW 9	14.72%	
12	TYPE OF RE	PORTIN	G PERSON*	IN	

ITEM 1(A). NAME OF ISSUER

MaxLinear, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

2051 Palomar Airport Road, Suite 100 Carlsbad, California 92011

ITEM 2(A). NAME OF PERSONS FILING

Battery Ventures VII, L.P. ("BV7"), Battery Partners VII, LLC ("BPVII LLC"), Battery Investment Partners VII, LLC ("BIP7"), Richard D. Frisbie ("Frisbie"), Thomas J. Crotty ("Crotty"), Kenneth P. Lawler ("Lawler"), Morgan M. Jones ("Jones"), Scott R. Tobin ("Tobin"), and R. David Tabors ("Tabors"). The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

Frisbie, Crotty, Lawler, Jones, Tobin, and Tabors are the sole managing members of BPVII LLC, the sole general partner of BV7. BIP7 invests alongside BV7 in all investments made by BV7. BPVII LLC is the sole managing member of BIP7.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

Battery Ventures 930 Winter Street, Suite 2500 Waltham, MA 02451

ITEM 2(C). <u>CITIZENSHIP</u>

Frisbie, Crotty, Lawler, Jones, Tobin, and Tabors are United States citizens. BV7 is a limited partnership organized under the laws of the State of Delaware. BPVII LLC and BIP7 are limited liability companies organized under the laws of the State of Delaware.

ITEM 2(D). <u>TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER</u>

Class A Common Stock, \$0.0001 par value per share. The Reporting Persons beneficially own shares of Class B Common Stock, \$0.0001 par value per share. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder thereof.

ITEM 2(E). CUSIP NUMBER

57776J100

ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

The approximate percentages of Common Stock reported as beneficially owned by the Reporting Persons is based upon 13,316,099 shares of Class A Common Stock outstanding as of February 8, 2011, as reported in the Issuer's Annual Report on Form 10-K for the period ended December 31, 2010, plus the aggregate number of shares of Class B Common Stock beneficially owned by the Reporting Persons.

The following information with respect to the ownership of the ordinary shares of the issuer by the Reporting Persons filing this Statement is provided as of December 31, 2010:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

- (c) <u>Number of shares as to which such person has</u>:
 - (i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

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

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

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.

Under certain circumstances set forth in the limited partnership agreement of BV7 and the limited liability company agreement of BIP7, the general and limited partners and managing member and members of each such entity, respectively, may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member, respectively.

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.
	Not applicable.

SIGNATURES

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.

Date: February 11, 2011

BATTERY VENTURES VII, L.P.

By: Battery Partners VII, LLC

By: *

Managing Member

BATTERY PARTNERS VII, LLC

By: *

Managing Member

BATTERY INVESTMENT PARTNERS VII, LLC

By: *

Managing Member

RICHARD D. FRISBIE

By:*

Richard D. Frisbie

THOMAS J. CROTTY

By: *

Thomas J. Crotty

KENNETH P. LAWLER

By:*

Kenneth P. Lawler

MORGAN M. JONES

By:*

Morgan M. Jones

SCOTT R. TOBIN

By:*

Scott R. Tobin

R. DAVID TABORS

By:*

R. David Tabors

*By: /s/ Christopher Schiavo

Name: Christopher Schiavo Attorney-in-Fact

This Schedule 13G was executed pursuant to a Power of Attorney. Note that copies of the applicable Powers of Attorney are already on file with the appropriate agencies.

EXHIBIT I

Pursuant to Rule 13d-1(k)(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 MaxLinear, Inc.

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

Dated: February 11, 2011

BATTERY VENTURES VII, L.P.

By: Battery Partners VII, LLC

By: *

Managing Member

BATTERY PARTNERS VII, LLC

By: *

Managing Member

BATTERY INVESTMENT PARTNERS VII, LLC

By:*

Managing Member

RICHARD D. FRISBIE

By: *

Richard D. Frisbie

THOMAS J. CROTTY

By:*

Thomas J. Crotty

KENNETH P. LAWLER

By: *

Kenneth P. Lawler

MORGAN M. JONES

Morgan M. Jones

SCOTT R. TOBIN

By: *

Scott R. Tobin

R. DAVID TABORS

By: *

R. David Tabors

*By: /s/ Christopher Schiavo

Name: Christopher Schiavo Attorney-in-Fact

This Schedule 13G was executed pursuant to a Power of Attorney. Note that copies of the applicable Powers of Attorney are already on file with the appropriate agencies.