SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G

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. 3)*

	MaxLinear, Inc.
	(Name of Issuer)
	Class A Common Stock
	(Title of Class of Securities)
	57776J100
	(CUSIP Number)
	December 31, 2013
	(Date of Event Which Requires Filing of this Statement)
Check the appro	priate box to designate the rule pursuant to which this Schedule is filed:
	Rule 13d-1(b)
	Rule 13d-1(c)
\boxtimes	Rule 13d-1(d)
	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 or any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
Securities Exch	required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the range Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other the Act (however, see the Notes).
	(Continued on following pages)
	Page 1 of 19 Pages Exhibit Index Contained on Page 17

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1		TIFICATI	ON NO. OF ABOVE PERSON s VIII, L.P. ("USVP VIII")				
2	CHECK THE APPR	OPRIAT	E BOX IF A MEMBER OF A GROUP*	(a)		(b)	X
3	SEC USE ONLY						
4	CITIZENSHIP OR F Delaware	PLACE O	F ORGANIZATION				
,	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 952,885 shares ¹ ; except that Presidio Management Gregeneral partner of USVP VIII, may be deemed to have Irwin Federman ("Federman"), Steven M. Krausz ("K. Jonathan D. Root ("Root"), Casey M. Tansey ("Tansey the managing members of PMG VIII, may be deemed shares.	sole powe rausz"), Da y") and Phi	r to vote wid Lidd llip M. Y	such sha le ("Lidd oung ("Y	res, and lle"), 'oung"),
		6	SHARED VOTING POWER See response to row 5.				
		7	SOLE DISPOSITIVE POWER 952,885 shares ¹ ; except that PMG VIII, the general pa to have the sole power to dispose of such shares, and F Tansey and Young, the managing members of PMG V power to dispose of such shares.	ederman, l	Krausz, I	iddle, Ro	oot,
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMO REPORTING PERS		ENEFICIALLY OWNED BY EACH			952,885	
10	CHECK BOX IF THE EXCLUDES CERTA		EGATE AMOUNT IN ROW (9) RES*			ı	
11	PERCENT OF CLA	SS REPR	ESENTED BY AMOUNT IN ROW 9		í	3.5%	
12	TYPE OF REPORTI	ING PER	SON*]	PN	

¹ Represents 952,885 shares of Class B Common Stock held directly by USVP VIII. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1		FICATION	N NO. OF ABOVE PERSON und, L.P. ("USVP VIII AF")				
2	CHECK THE APPRO	(a)		(b)	X		
3	SEC USE ONLY						
4	CITIZENSHIP OR PL Delaware	LACE OF (ORGANIZATION				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING SOLE VOTING POWER 9,199 shares ² ; except that PMG VIII, the general partner of USVP VIII AF, may be to have sole power to vote such shares, and Federman, Krausz, Liddle, Root, Tanse Young, the managing members of PMG VIII, may be deemed to have shared power such shares.					ot, Tansey	y and	
	PERSON WITH 6		SHARED VOTING POWER See response to row 5.				
7			SOLE DISPOSITIVE POWER 9,199 shares ² ; except that PMG VIII, the general partner to have sole power to dispose of such shares, and Federn and Young, the managing members of PMG VIII, may b dispose of such shares.	nan, Krau	ısz, Liddl	le, Root, T	Tansey
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMOU REPORTING PERSO		EFICIALLY OWNED BY EACH		9),199	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS	S REPRES	SENTED BY AMOUNT IN ROW 9		0	0.0%	
12	TYPE OF REPORTIN	IG PERSO	N*		F	PΝ	

² Represents 9,199 shares of Class B Common Stock held directly by USVP VIII AF. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1		FICATIO	N NO. OF ABOVE PERSON rtners VIII-A, L.P. ("USVP EP VIII-A")				
2	CHECK THE APPRO	(a)		(b)	X		
3	SEC USE ONLY						
4	CITIZENSHIP OR PL Delaware	LACE OF	ORGANIZATION				
B. OW	NUMBER OF SHARES ENEFICIALLY VNED BY EACH REPORTING	5	SOLE VOTING POWER 12,506 shares ³ ; except that PMG VIII, the general partn deemed to have sole power to vote such shares, and Fed Tansey and Young, the managing members of PMG VII power to vote such shares.	lerman, K	rausz, Li	ddle, Roo	t,
	PERSON WITH 6		SHARED VOTING POWER See response to row 5.				
7		7	SOLE DISPOSITIVE POWER 12,506 shares ³ ; except that PMG VIII, the general partn deemed to have sole power to dispose of such shares, ar Tansey and Young, the managing members of PMG VII power to dispose of such shares.	nd Federm	an, Krau	ısz, Liddle	e, Root,
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMOUNTED PERSO		EFICIALLY OWNED BY EACH		1	12,506	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				(0.1%	
12	TYPE OF REPORTIN	NG PERSC)N*		I	PN	

³ Represents 12,506 shares of Class B Common Stock held directly by USVP EP VIII-A. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1		TIFICAT	ION NO. OF ABOVE PERSON Partners VIII-B, L.P. ("USVP EP VIII-B")				
2	CHECK THE APPI	ROPRIAT	E BOX IF A MEMBER OF A GROUP*	(a)		(b)	×
3	SEC USE ONLY	SEC USE ONLY					
4	CITIZENSHIP OR Delaware	PLACE C	F ORGANIZATION				
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	5	SOLE VOTING POWER 6,337 shares ⁴ ; except that PMG VIII, the general partned deemed to have sole power to vote such shares, and Fet Tansey and Young, the managing members of PMG VI power to vote such shares.	derman, K	rausz, Li	ddle, Ro	ot,
	PERSON WITH 6		SHARED VOTING POWER See response to row 5.				
		7	SOLE DISPOSITIVE POWER 6,337 shares ⁴ ; except that PMG VIII, the general partner deemed to have sole power to dispose of such shares, at Tansey and Young, the managing members of PMG VI power to dispose of such shares.	nd Federm	nan, Krau	ısz, Liddl	e, Root,
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AM REPORTING PERS		ENEFICIALLY OWNED BY EACH		(5,337	
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □					
11	PERCENT OF CLA	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%					
12	TYPE OF REPORT	TING PER	SON*		I	PN	

⁴ Represents 6,337 shares of Class B Common Stock held directly by USVP EP VIII-B. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1		FICATION	N NO. OF ABOVE PERSON Group VIII, L.L.C. ("PMG VIII")				
2	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* $ (a) \qquad \square \qquad (b) \qquad \boxtimes $					×
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware						
Bi OW	NUMBER OF SHARES ENEFICIALLY VNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 980,927 shares ⁵ , of which 952,885 are directly owned by USVP VIII AF, 12,506 are directly owned by directly owned by USVP EP VIII-B. PMG VIII, the ge VIII AF, USVP EP VIII-A and USVP EP VIII-B, may vote such shares, and Federman, Krausz, Liddle, Root, members of PMG VIII, may be deemed to have shared	y USVP E neral partn be deemed Tansey an	P VIII-A er of US I to have d Young	and 6,33 VP VIII, sole pow , the man	7 are USVP er to
		6	SHARED VOTING POWER See response to row 5.				
		7	SOLE DISPOSITIVE POWER 980,927 shares ⁵ , of which 952,885 are directly owned by USVP VIII AF, 12,506 are directly owned by directly owned by USVP EP VIII-B. PMG VIII, the ge VIII AF, USVP EP VIII-A and USVP EP VIII-B, may dispose of such shares, and Federman, Krausz, Liddle, managing members of PMG VIII, may be deemed to his shares.	y USVP E neral partn be deemed Root, Tans	P VIII-A er of US I to have sey and Y	and 6,33 VP VIII, sole pow Young, th	7 are USVP eer to e
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMOUNTED REPORTING PERSO		EFICIALLY OWNED BY EACH		Ģ	980,927	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □						
11	PERCENT OF CLASS	S REPRES	ENTED BY AMOUNT IN ROW 9		3	3.6%	
12	TYPE OF REPORTIN	IG PERSO	N*		(00	

⁵ Represents 980,927 shares of Class B Common Stock held indirectly by PMG VIII. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1	NAME OF REPORT Irwin Federman	ING PERSO	ON						
2	CHECK THE APPRO	(a)		(b)	X				
3	SEC USE ONLY	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5	SOLE VOTING POWER 26,994 shares ⁶						
		6	SHARED VOTING POWER 980,927 shares ⁶ , of which 952,885 are directly owned by USVP VIII, 9,199 are directly owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and 6,337 are directly owned by USVP EP VIII-B. PMG VIII is the general partner of USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B. Federman, a managing member of PMG VIII, may be deemed to have shared power to vote such shares.						
		7	SOLE DISPOSITIVE POWER 26,994 shares ⁶						
		8	SHARED DISPOSITIVE POWER 980,927 shares ⁶ , of which 952,885 are directly owned by owned by USVP VIII AF, 12,506 are directly owned by directly owned by USVP EP VIII-B. PMG VIII is the g VIII AF, USVP EP VIII-A and USVP EP VIII-B. Feder VIII, may be deemed to have shared power to dispose o	USVP El eneral par rman, a m	P VIII-A tner of U anaging r	and 6,33 SVP VIII	7 are I, USVP		
9	AGGREGATE AMO REPORTING PERSO		EFICIALLY OWNED BY EACH		1	,007,921			
10	CHECK BOX IF TH EXCLUDES CERTA		GATE AMOUNT IN ROW (9) S*						
11	PERCENT OF CLAS	SS REPRES	ENTED BY AMOUNT IN ROW 9		3	.7%	_		
12	TYPE OF REPORTI	TYPE OF REPORTING PERSON*				N			

⁶ Represents 980,927 shares of Class B Common Stock held indirectly by Federman and 26,994 shares of Class B Common Stock directly held by Federman. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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		<u> </u>

1	NAME OF REPORTIN	NG PERSO	N				
	Steven M. Krausz						
2	CHECK THE APPRO	(a)		(b)	X		
3	SEC USE ONLY						
4	CITIZENSHIP OR PL U.S. Citizen	ACE OF O	RGANIZATION				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5	SOLE VOTING POWER 16,994 shares ⁸				
		6	SHARED VOTING POWER 980,927 shares ⁸ , of which 952,885 are directly owned by USVP VIII, 9,199 are directly owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and 6,337 are directly owned by USVP EP VIII-B. PMG VIII is the general partner of USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B. Krausz, a managing member of PMG VIII, may be deemed to have shared power to vote such shares.				
		7	SOLE DISPOSITIVE POWER 16,994 shares ⁸				
		8	SHARED DISPOSITIVE POWER 980,927 shares ⁸ , of which 952,885 are directly owned by owned by USVP VIII AF, 12,506 are directly owned by directly owned by USVP EP VIII-B. PMG VIII is the ge VIII AF, USVP EP VIII-A and USVP EP VIII-B. Kraus: VIII, may be deemed to have shared power to dispose of	USVP EF eneral part z, a mana	VIII-A ener of U ging mer	and 6,337 SVP VIII,	are USVP
9	AGGREGATE AMOUREPORTING PERSO		FICIALLY OWNED BY EACH		9	97,921	
10	CHECK BOX IF THE EXCLUDES CERTAI		ATE AMOUNT IN ROW (9) S*				
11	PERCENT OF CLASS	S REPRESE	ENTED BY AMOUNT IN ROW 9		3	.7%	
12	TYPE OF REPORTING PERSON*				П	 N	_

⁸ Represents 980,927 shares of Class B Common Stock held indirectly by Krausz and 16,994 shares of Class B Common Stock directly held by Krausz. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1	NAME OF REPORTI	NG PERSC	N .						
	David Liddle								
2	CHECK THE APPRO	(a)		(b)	X				
3	SEC USE ONLY								
4	CITIZENSHIP OR PL U.S. Citizen	ACE OF O	RGANIZATION						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5	SOLE VOTING POWER 26,994 shares ⁹						
		6	SHARED VOTING POWER 980,927 shares ⁹ , of which 952,885 are directly owned by USVP VIII, 9,199 are directly owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and 6,337 are directly owned by USVP EP VIII-B. PMG VIII is the general partner of USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B. Liddle, a managing member of PMG VIII, may be deemed to have shared power to vote such shares.						
			SOLE DISPOSITIVE POWER 26,994 shares ⁹						
		8	SHARED DISPOSITIVE POWER 980,927 shares ⁹ , of which 952,885 are directly owned by Uowned by USVP VIII AF, 12,506 are directly owned by Udirectly owned by USVP EP VIII-B. PMG VIII is the gen VIII AF, USVP EP VIII-A and USVP EP VIII-B. Liddle, VIII, may be deemed to have shared power to dispose of s	JSVP EP eral partn a managi	VIII-A a ner of US ing mem	and 6,337 SVP VIII,	are USVP		
9	AGGREGATE AMOUREPORTING PERSO		FICIALLY OWNED BY EACH		1,	007,921			
10	CHECK BOX IF THE EXCLUDES CERTAI		ATE AMOUNT IN ROW (9) S*			£			
11	PERCENT OF CLASS	S REPRESI	ENTED BY AMOUNT IN ROW 9		3.	7%			
12	TYPE OF REPORTIN	G PERSO	1*		IN	N			

⁹ Represents 980,927 shares of Class B Common Stock held indirectly by Liddle and 26,994 shares of Class B Common Stock directly held by Liddle. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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	1111 C OF PEROP	TD 10 DE	2001						
1	NAME OF REPOR	NAME OF REPORTING PERSON							
	Jonathan D. Root								
2	CHECK THE APPR	ROPRIAT	E BOX IF A MEMBER OF A GROUP*						
3	SEC USE ONLY								
4	CITIZENSHIP OR I U.S. Citizen	PLACE C	F ORGANIZATION						
	NUMBER OF	5	SOLE VOTING POWER						
	SHARES		30,227 shares ¹⁰						
	BENEFICIALLY OWNED BY EACH	6	SHARED VOTING POWER						
	REPORTING PERSON WITH		PERSON owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and						7 are I, USVP
		7	SOLE DISPOSITIVE POWER 30,227 shares ¹⁰						
		8	SHARED DISPOSITIVE POWER 980,927 shares ¹⁰ , of which 952,885 are directly owned owned by USVP VIII AF, 12,506 are directly owned directly owned by USVP EP VIII-B. PMG VIII is the VIII AF, USVP EP VIII-A and USVP EP VIII-B. Romay be deemed to have shared power to dispose of su	by USVP E general par ot, a managi	P VIII-A tner of U	and 6,33 JSVP VII	7 are I, USVP		
9	AGGREGATE AM REPORTING PERS		ENEFICIALLY OWNED BY EACH		1	1,011,154			
10	CHECK BOX IF THE EXCLUDES CERT		REGATE AMOUNT IN ROW (9) RES*			£			
11	PERCENT OF CLA	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				3.7%			
12	TYPE OF REPORT	ING PER	SON*]	N			

¹⁰ Represents 980,927 shares of Class B Common Stock held indirectly by Root and 30,227 shares of Class B Common Stock directly held by Root. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1	NAME OF REPOR	TING PE	RSON					
	Casey M. Tansey							
2	CHECK THE APPI	ROPRIAT	E BOX IF A MEMBER OF A GROUP*	(a)		(b)	X	
3	SEC USE ONLY							
4	CITIZENSHIP OR U.S. Citizen	CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen						
	NUMBER OF SHARES	5	SOLE VOTING POWER 0 shares					
	BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER 980,927 shares ¹² , of which 952,885 are directly owned by USVP VIII, 9,199 are directly owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and 6,33′ directly owned by USVP EP VIII-B. PMG VIII is the general partner of USVP VIII VIII AF, USVP EP VIII-A and USVP EP VIII-B. Tansey, a managing member of P VIII, may be deemed to have shared power to vote such shares.					
		7	SOLE DISPOSITIVE POWER 0 shares					
			SHARED DISPOSITIVE POWER 980,927 shares ¹² , of which 952,885 are directly owned owned by USVP VIII AF, 12,506 are directly owned by directly owned by USVP EP VIII-B. PMG VIII is the § VIII AF, USVP EP VIII-A and USVP EP VIII-B. Tans VIII, may be deemed to have shared power to dispose of	y USVP E general par sey, a mana	P VIII-A tner of Unging me	and 6,33 SVP VII	7 are I, USVP	
9	AGGREGATE AM REPORTING PERS		ENEFICIALLY OWNED BY EACH		Ģ	980,927		
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			£			
11	PERCENT OF CLA	ASS REPF	ESENTED BY AMOUNT IN ROW 9		3	3.6%		
12	TYPE OF REPORT	TING PER	SON*		I	N		

¹² Represents 980,927 shares of Class B Common Stock held indirectly by Tansey. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

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1	NAME OF REPOR	TING PE	RSON						
	Philip M. Young								
2	CHECK THE APPI	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)							
3	SEC USE ONLY	SEC USE ONLY							
4	CITIZENSHIP OR U.S. Citizen	CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen							
	NUMBER OF SHARES	5	SOLE VOTING POWER 26,992 shares ¹³						
	BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER 980,927 shares ¹³ , of which 952,885 are directly owned by USVP VIII, 9,199 are directly owned by USVP VIII AF, 12,506 are directly owned by USVP EP VIII-A and 6,337 are directly owned by USVP EP VIII-B. PMG VIII is the general partner of USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B. Young, a managing member of PMG VIII, may be deemed to have shared power to vote such shares.						
		7	SOLE DISPOSITIVE POWER 26,992 shares ¹³						
		8	SHARED DISPOSITIVE POWER 980,927 shares ¹³ , of which 952,885 are directly own owned by USVP VIII AF, 12,506 are directly owned directly owned by USVP EP VIII-B. PMG VIII is the VIII AF, USVP EP VIII-A and USVP EP VIII-B. Y VIII, may be deemed to have shared power to dispose	d by USVP E ne general par oung, a mana	P VIII-A tner of U ging me	and 6,33 SVP VII	7 are I, USVP		
9	AGGREGATE AM REPORTING PERS		ENEFICIALLY OWNED BY EACH		1	,007,919			
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			X				
11	PERCENT OF CLA	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				3.7%			
12	TYPE OF REPORT	TING PER	SON*]	N			

¹3 Represents 980,927 shares of Class B Common Stock held indirectly by Young and 26,992 shares of Class B Common Stock directly held by Young. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock.

This Amendment No. 3 amends and restates in its entirety the Schedule 13G previously filed by Presidio Management Group VIII, L.L.C. ("PMG VIII"), U.S. Venture Partners VIII, L.P. ("USVP VIII"), USVP VIII Affiliates Fund, L.P. ("USVP VIII AF"), USVP Entrepreneur Partners VIII-A, L.P. ("USVP EP VIII-A"), U.S. Entrepreneur Partners VIII-B ("USVP EP VIII-B"), Irwin Federman ("Federman"), Steven M. Krausz ("Krausz"), David Liddle ("Liddle"), Jonathan D. Root ("Root") Casey M. Tansey ("Tansey") and Philip M. Young ("Young") (together with all prior and current amendments thereto, this "Schedule 13G").

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

This Schedule 13G is filed by PMG VIII, USVP VIII, USVP VIII AF, USVP EP VIII-A, USVP EP VIII-B, Federman, Krausz, Liddle, Root, Tansey and Young. The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

PMG VIII, the general partner of USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B. Federman, Krausz, Liddle, Root, Tansey and Young are managing members of PMG VIII and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

U.S. Venture Partners 2735 Sand Hill Road Menlo Park, California 94025

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

USVP VIII, USVP VIII AF, USVP EP VIII-A and USVP EP VIII-B are Delaware limited partnerships. PMG VIII is a Delaware limited liability company. Federman, Krausz, Liddle, Root, Tansey and Young are United States citizens.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

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.

CUSIP # 57776J100

ITEM 3. Not Applicable.

ITEM 4. <u>OWNERSHIP</u>

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) <u>Amount beneficially owned:</u>

See Row 9 of cover page for each Reporting Person.

(b) <u>Percent of Class</u>:

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Please see Item 5.

ITEM 7. <u>IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY</u>

Not applicable.

ITEM 8. <u>IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.</u>

Not applicable.

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ITEM 9. <u>NOTICE OF DISSOLUTION OF GROUP.</u>

Not applicable.

ITEM 10. <u>CERTIFICATION</u>.

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.

Dated: January 30, 2014

PRESIDIO MANAGEMENT GROUP VIII, L.L.C. IRWIN FEDERMAN

U.S. VENTURE PARTNERS VIII, L.P. STEVEN M. KRAUSZ

By Presidio Management Group VIII, L.L.C.

Its General Partner DAVID LIDDLE

USVP VIII AFFILIATES FUND, L.P. JONATHAN D. ROOT

By Presidio Management Group VIII, L.L.C.

Its General Partner CASEY M. TANSEY

USVP ENTREPRENEUR PARTNERS VIII-A, L.P., PHILIP M. YOUNG

By Presidio Management Group VIII, L.L.C.

Its General Partner

its General Farmer

USVP ENTREPRENEUR PARTNERS VIII-B, L.P.,

By Presidio Management Group VIII, L.L.C.

Its General Partner

By: /s/ Michael Maher By: /s/ Michael Maher

Michael Maher, Chief Financial Officer/Attorney-In-Fact for the above-listed entities*

Michael Maher, Attorney-In-Fact for the above-listed individuals*

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for

other parties for whom copies are to be sent.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

^{*}Signed pursuant to a Power of Attorney already on file with the appropriate agencies.

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EXHIBIT A

Agreement of Joint Filing

The Reporting Persons agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of MaxLinear, Inc. shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.

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EXHIBIT B

Power of Attorney

Michael Maher has signed this Schedule 13G as Attorney-In-Fact. Note that copies of the applicable Power of Attorney are already on file with the appropriate agencies.