

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **March 16, 2011**

MaxLinear, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34666
(Commission
File Number)

14-1896129
(I.R.S. Employer
Identification No.)

2051 Palomar Airport Road, Suite 100, Carlsbad, California 92011
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(760) 692-0711**

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.*(a) Pending Resignation of Director*

On March 16, 2011, at a meeting of our nominating and governance committee, Kenneth P. Lawler, a member of our board of directors, advised the committee that he would resign as a director effective immediately prior to our 2011 annual meeting. Mr. Lawler is a General Partner of Battery Ventures, a venture capital investment firm, and an investor in our second and final round of venture financing prior to our initial public offering. Mr. Lawler will continue to serve as a member of our board of directors until the 2011 annual meeting. He has approved this current report on Form 8-K and confirmed that he has no disagreement with us relating to our operations, policies, or practices.

(c) Appointment of New Director

On March 18, 2011, our board of directors appointed Steven C. Craddock to serve as a Class I director until our 2013 annual meeting of stockholders or until his successor is duly elected and qualified. Our board appointed Mr. Craddock on the recommendation of our nominating and governance committee. Mr. Craddock will also serve as a member of the audit committee and the nominating and governance committee of our board.

Since July 2008, Mr. Craddock, age 62, has served as President of The Del Ray Group, LLC, a private consulting firm advising companies on strategic and technology developments in the cable television and telecommunications markets. From November 2006 until June 2008, Mr. Craddock served as Senior Vice President, Technology, for Comcast Corporation, a provider of entertainment, information, and communications products and services. From June 1994 until November 2006, he served as Senior Vice President, New Media Development for Comcast. From April 2002 until its acquisition by Zoran Corporation in December 2010, Mr. Craddock served as a director of Microtune, Inc., a provider of high-performance radio frequency tuners and transceivers. Mr. Craddock is a licensed professional engineer and holds a Bachelor of Science in civil engineering and electrical engineering from Virginia Military Institute.

Item 9.01 Financial Statements and Exhibits.*(d) Exhibits*

<u>Exhibit</u>	<u>Description</u>
99.1	MaxLinear, Inc. Press Release dated March 21, 2011.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 21, 2011

MAXLINEAR, INC.

(Registrant)

By: /s/ Patrick E. McCready

Patrick E. McCready

Chief Accounting Officer and Controller



FOR IMMEDIATE RELEASE

Steven Craddock Joins MaxLinear Board

*Former Comcast Executive Brings Cable Television and
Telecommunications Experience*

Venture Capitalist Ken Lawler to Step Down at Annual Meeting

Carlsbad, Calif. – March 21, 2011 – MaxLinear, Inc. (NYSE: MXL), a leading provider of integrated radio frequency (RF) and mixed-signal integrated circuits for broadband communication applications, today announced that Steven C. Craddock has been elected as the newest member of its board of directors. MaxLinear also announced that veteran venture capitalist Ken Lawler of Battery Ventures, who led MaxLinear's second and final round of venture capital financing in 2006, will be stepping down from the board of directors at the 2011 annual meeting of stockholders.

Mr. Craddock joins MaxLinear with vast experience in the cable television and telecommunications industry, including leadership and executive positions at Comcast Corporation, a provider of entertainment, information, and communications products and services. From June 1994 to June 2008, Mr. Craddock held the positions of Senior Vice President, Technology and Senior Vice President, New Media Development at Comcast, where he was responsible for the evaluation and development of new technologies for voice, data and video and their integration into the Comcast infrastructure. Mr. Craddock also served as Comcast's representative to CableLabs®, a research and development consortium sponsoring industry initiatives such as the DOCSIS, PacketCable™ and CableHome™ standards.

Since his retirement from Comcast in June 2008, Mr. Craddock has been an independent consultant for companies in the cable television and telecommunications industries. From April 2002 until its acquisition by Zoran Corporation in December 2010, Mr. Craddock served on the board of directors of Microtune, Inc., a provider of high-performance radio frequency tuners and transceivers. Mr. Craddock also currently serves on a number of technical advisory boards for high technology companies and also serves as a director on the boards of several privately-held companies. Mr. Craddock is a licensed professional engineer and holds a Bachelor of Science in civil engineering and electrical engineering from Virginia Military Institute.

“We are extremely pleased to welcome Steve to the MaxLinear Board of Directors,” said Kishore Seendripu, Ph.D., Chairman, and Chief Executive Officer of MaxLinear, Inc. “His strong experience in the technology arena, and specifically his excellent track record in cable television and telecommunications, will be extremely valuable to us as we continue growing the company to meet our customers’ needs.”

“I am excited to begin working with MaxLinear as it moves into the next stage of its growth and development,” Mr. Craddock commented. “MaxLinear has a strong value proposition and I look forward to helping guide the company into the future.”

Dr. Seendripu also commented on Mr. Lawler’s pending departure from the Board: “On behalf of all the founders and the management of MaxLinear, I would like to provide a special thanks to Ken Lawler for his efforts on behalf of MaxLinear. We were fortunate to be able to choose Ken and Battery Ventures as a financing partner in 2006. Ken’s steady guidance has been invaluable to us in building and growing MaxLinear from a venture-backed startup to today’s public company.”

About MaxLinear, Inc.

MaxLinear, Inc. is a leading provider of radio frequency and mixed-signal semiconductor solutions for broadband communication applications. MaxLinear is located in Carlsbad, California, and its address on the Internet is www.maxlinear.com.

MxL and the MaxLinear logo are trademarks of MaxLinear, Inc. Other trademarks appearing herein are the property of their respective owners.

Cautionary Note About Forward-Looking Statements

This press release contains “forward-looking” statements within the meaning of federal securities laws. Forward-looking statements include, among others, statements concerning or implying MaxLinear’s future financial performance, trends and opportunities affecting MaxLinear, the performance, potential market acceptance, or timing of availability of MaxLinear’s new products, and the ability of management personnel, including MaxLinear’s Board, to contribute to the growth of its business. These statements involve known and unknown risks, uncertainties, and other factors that may cause actual results to be materially different from any future results expressed or implied by these forward-looking statements. MaxLinear’s business, revenues, and operating results are and will be subject to numerous risks and uncertainties, including (among others) uncertainties concerning how end user markets for its products will develop; potential delays in the commercial availability of new products; MaxLinear’s dependence on a limited number of customers for a substantial portion of revenues; its ability to continue to develop and introduce new and enhanced products on a timely basis; and potential decreases in average selling prices for its products. In addition to these risks and uncertainties, investors should review the risks and uncertainties contained in MaxLinear’s filings with the United States Securities and Exchange Commission, including risks and uncertainties identified in the Annual Report on Form 10-K filed with the SEC in February 2011.

MaxLinear Inc. Press Contact:

David Rodewald
The David James Agency LLC
Tel: 805-494-9508
david@davidjamesagency.com

MaxLinear Inc. Corporate Contact:

Patrick Tierney
Director of Marketing
Tel: 760-692-0711
ptierney@MaxLinear.com