## FORM 4

Stock

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

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Typ	e Responses	s)															
Name and Address of Reporting Person   LING CURTIS				2. Issuer Name and Ticker or Trading Symbol MAXLINEAR INC [MXL]						5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle) C/O MAXLINEAR, INC., 5966 LA PLACE COURT, SUITE 100				3. Date of Earliest Transaction (Month/Day/Year) 03/29/2017							X Officer (give title below) Other (specify below)  Chief Technical Officer						
DOTTE TO		(Street)		4. If An	nendi	ment. Da	te Original	Filedo	Month/Da	v/Year)	6	5. Indivi	idual or J	oint/Group	Filing(Check A	onlicable Line)	
CARLSBA	AD, CA 92	008										X_ Form	filed by One	e Reporting Pen re than One Rep	son		
(City	)	(State)	(Zip)			-	Гable I - N	on-Dei	rivative	e Securities	Acquir	ed, Dis	sposed of	, or Benefic	cially Owned		
1.Title of Se	ecurity		2. Transaction	2A. D			3. Transac			ırities Acqui				curities Ben			Nature
(Instr. 3) Date (Month/Day/							Code (Instr. 8)			Disposed of 3, 4 and 5)			Transaction(s)				Indirect eneficial
			(Wolldin/Day/Tea	(Month/Da		ay/Year)	(Ilisti. 6)	1	(msu.	3, 4 and 3)							wnership
										(4)					-		nstr. 4)
							Code	V	Amou	(A) or int (D)	Price					Instr. 4)	
Class A Common Stock 03/29/2017							C(1)		155,8:	50 D	\$ 0	0			Ī	)	
			03/29/2017				C(1)			_		155 05	50		I		
									155,8:			155,85					
Common S	Stock		03/29/2017				C(1)		677,7	36 A	\$ 0	833,58	36		Ι	)	
Reminder: R	enort on a c	eparate line for each	class of securities h	eneficia	llv o	wned dir	ectly or ind	lirectly									
reminder. I	ceport on a s	eparate fine for each	class of securities t	CHCHCIa	iiy 0	wiica air		-		o respond	to the	collec	ction of	informatio	n containe	SEC 14	74 (9-02)
								in this	form	are not red	quired	to res	pond ur		orm display		. ( . )
								a curr	ently	valid OMB	contro	ol num	ber.				
			Table II							f, or Benefic		Owned					
1 Tide of	l <sub>a</sub>	3. Transaction	3A. Deemed	(e.g., p	uts,	calls, wa				ible securiti cisable and	+	ا اسما	Amount	O Deigo of	9. Number of	f 10.	11. Nature
Title of     Derivative	2. Conversion		Execution Date, if	4. Transac	tion				e Exerc			derlyin		Derivative			of Indirect
Security		(Month/Day/Year)		Code	`	Securitie		(Mont	h/Day/	Year)	Secur			Security	Securities Beneficially Owned	Form of	Beneficial
(Instr. 3)	Price of Derivative		(Month/Day/Year)	(Instr. 8	)		d (A) or d of (D)				(Instr.	. 3 and 4	4)	(Instr. 5)		Security:	Ownership (Instr. 4)
	Security						, 4, and 5)								Following	Direct (D)	, ,
								Date	l,	Expiration			Amount or		Reported Transaction(s	or Indirect	
									isable I		Title		Number		(Instr. 4)	(Instr. 4)	
				Code	V	(A)	(D)					o	of Shares				
Class B	(1)	02/20/2017		C(1)			655.506	0	1)	<u>(1)</u>	Com	mon		<b>#</b> 0	0	-	
Common Stock	(1)	03/29/2017		CTT			677,736	7	11	(1)	Sto	ck 6	577,736	\$ 0	0	D	
Restricted											Clas	е Д					
Stock	<u>(2)</u>	03/29/2017		<u>J(3)</u>			7,000	(4	<u>4)</u>	<u>(4)</u>	Com		7,000	\$ 0	0	D	
Units							ĺ				Sto	ock 7,000					
Restricted											Com	mon					
Stock	<u>(5)</u>	03/29/2017		<u>J(3)</u>		7,000		<u>(</u>	<u>4)</u>	<u>(4)</u>	Com		7,000	\$ 0	7,000	D	
Units											5.0	-					
Restricted		02/20/2015		-(2)			0.040	6	6)	(6)	Clas		0.040			_	
Stock Units	<u>(2)</u>	03/29/2017		J <u>(3)</u>			8,849	T	6)	<u>(6)</u>	Com		8,849	\$ 0	0	D	
Restricted											310	CK					
Stock	<u>(5)</u>	03/29/2017		<u>J(3)</u>		8,849		(	<u>6)</u>	<u>(6)</u>	Com		8,849	\$ 0	8,849	D	
Units						-,					Sto	ck	-,		-,		
Restricted											Clas	ss A					
Stock	<u>(2)</u>	03/29/2017		<u>J(3)</u>			30,375	C	7)	<u>(7)</u>			30,375	\$ 0	0	D	
Units											Sto	ck					
Restricted				(2)				C	7)	(7)	Com	mon .					
Stock Units	<u>(5)</u>	03/29/2017		<u>J(3)</u>		30,375		Ţ	<u>7)</u>	<u>(7)</u>	Sto		30,375	\$ 0	30,375	D	
Restricted											Class	ıa A					
Stock	<u>(2)</u>	03/29/2017		<u>J(3)</u>			31,205	C	<u>8)</u>	<u>(8)</u>	Clas		31,205	\$ 0	0	D	
Units		03/23/2017					31,203				Sto		31,203	Ψΰ	Ŭ		
Restricted																	
Stock	<u>(5)</u>	03/29/2017		<u>J(3)</u>		31,205		(3	<u>8)</u>	<u>(8)</u>	Com		31,205	\$ 0	31,205	D	
Units											510	,ck					
Restricted				(2)					0)	(0)	Clas						
Stock Units	<u>(2)</u>	03/29/2017		<u>J(3)</u>			25,243	C	<u>9)</u>	<u>(9)</u>	Com		25,243	\$ 0	0	D	
											310	CK					
Restricted Stock	<u>(5)</u>	03/29/2017		<u>J(3)</u>		25,243		C	<u>9)</u>	<u>(9)</u>	Com		25,243	\$ 0	25,243	D	
Unite		05,27,2017				20,273					Sto	ck	, 13	<b>4</b> 0	25,275		

Option (Right to Buy)	\$ 1.163	03/29/2017	J <u>(10)</u>		18,033	(11)	08/07/2017	Class B Common Stock	18,033	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 1.163	03/29/2017	J <u>(10)</u>	18,033		(11)	08/07/2017	Common Stock	18,033	\$ 0	18,033	D	
Stock Option (Right to Buy)	\$ 7.4478	03/29/2017	<u>J<sup>(10)</sup></u>		48,437	(12)	10/27/2019	Class B Common Stock	48,437	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 7.4478	03/29/2017	<u>J(10)</u>	48,437		(12)	10/27/2019	Common Stock	48,437	\$ 0	48,437	D	
Stock Option (Right to Buy)	\$ 9.1	03/29/2017	<u>J(10)</u>		32,000	(13)	05/06/2018	Class A Common Stock	32,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 9.1	03/29/2017	J <u>(10)</u>	32,000		(13)	05/06/2018	Common Stock	32,000	\$ 0	32,000	D	
Stock Option (Right to Buy)	\$ 4.81	03/29/2017	J <u>(10)</u>		60,000	<u>(14)</u>	05/10/2019	Class A Common Stock	60,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 4.81	03/29/2017	<u>J(10)</u>	60,000		<u>(14)</u>	05/10/2019	Common Stock	60,000	\$ 0	60,000	D	
Stock Option (Right to Buy)	\$ 5.64	03/29/2017	J <u>(10)</u>		76,000	(15)	08/09/2019	Class A Common Stock	76,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 5.64	03/29/2017	J <u>(10)</u>	76,000		(15)	08/09/2019	Common Stock	76,000	\$ 0	76,000	D	
Stock Option (Right to Buy)	\$ 6.93	03/29/2017	<u>J<sup>(10)</sup></u>		53,986	(16)	05/14/2020	Class A Common Stock	53,986	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 6.93	03/29/2017	J <u>(10)</u>	53,986		(16)	05/14/2020	Common Stock	53,986	\$ 0	53,986	D	
Stock Option (Right to Buy)	\$ 9.23	03/29/2017	J <u>(10)</u>		33,402	(17)	06/02/2021	Class A Common Stock	33,402	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 9.23	03/29/2017	J(10)	33,402		<u>(17)</u>	06/02/2021	Common Stock	33,402	\$ 0	33,402	D	

## **Reporting Owners**

D 4 0 N /411	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
LING CURTIS C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 100 CARLSBAD, CA 92008	X		Chief Technical Officer						

## Signatures

/s/ Adam Spice, as Attorney-in-Fact	03/30/2017
**Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) On March 29, 2017, each share of the Issuer's outstanding Class A Common Stock and Class B Common Stock automatically converted into one share of outstanding Common Stock pursuant to the Issuer's Amended and Restated Certificate of Incorporation.
- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one share of the Issuer's Class A Common Stock.
- (3) In connection with the conversion described in footnote (1), outstanding RSUs denominated by Class A Common Stock issued under the Issuer's 2010 Equity Incentive Plan remain unchanged, except that they now represent a contingent right to receive one share of the Issuer's Common Stock.
- 28,000 RSUs were originally granted on May 14, 2013. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each

  (4) applicable vesting date, twenty five percent (25%) of the 28,000 RSUs subject to the award vested on May 20, 2014, and an additional twenty five percent (25%) of the RSUs subject to the award shall vest on each successive anniversary thereafter, such that the award shall be fully vested on May 20, 2017.
- (5) Each RSU represents a contingent right to receive one share of the Issuer's Common Stock.
- 28,316 RSUs were originally granted on June 2, 2014. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each (6) applicable vesting date, one-sixteenth (1/16th) of the 28,316 RSUs subject to the vested on August 20, 2014, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested on May 20, 2018.
- 54,000 RSUs were originally granted on May 19, 2015. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each (7) applicable vesting date, one-sixteenth (1/16th) of the 54,000 RSUs subject to the award vested on August 20, 2015, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested on May 20, 2019.
- 45,388 RSUs were originally granted on February 11, 2016. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each applicable vesting date, one-sixteenth (1/16th) of the 45,388 RSUs subject to the award vested on February 20, 2016, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive May 20, August 20, November 20, and February 20 thereafter, such that the award will be fully vested on November 20, 2019.
- Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each applicable vesting date, one-sixteenth (1/16th) of the (9) 25,243 RSUs subject to the award shall vest on May 20, 2017, and one-sixteenth (1/16th) of the RSUs subject shall vest on each August 20, November 20, February 20 and May 20 thereafter, such that the award will be fully vested on February 20, 2021.
- In connection with the conversion described in footnote (1), outstanding options denominated by Class A Common Stock issued under the Issuer's 2010 Equity Incentive Plan or (10) denominated by Class B Common Stock issued under the Issuer's 2004 Stock Plan remain unchanged, except that they now represent a right to receive one share of the Issuer's Common Stock
- 77,499 options were originally granted on August 7, 2007. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2004 Stock Plan) through each applicable (11) vesting date, twenty five percent (25%) of the 77,499 shares subject to the option vested and became exercisable on August 7, 2008, and, 2.08% of the shares subject to the option vested and became exercisable at the end of each monthly period thereafter.
- Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2004 Stock Plan) through each applicable vesting date, ten percent (10%) of the 48,437 shares subject to the option vested and became exercisable October 27, 2010, twenty percent (20%) of the shares subject to the option vested and became exercisable October 27, 2011, thirty percent (30%) of the shares subject to the option vested and became exercisable October 27, 2012, and forty percent (40%) of the shares subject to option vested and became exercisable October 27, 2013
- Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each applicable vesting date, ten percent (10%) of the 32,000 shares subject to the option vested and became exercisable May 6, 2012, and, thereafter, twenty percent (20%) of the shares subject to the option vested and became exercisable on May 6, 2013, thirty percent (30%) of the shares subject to the option vested and became exercisable on the May 6, 2014, and forty percent (40%) of the shares subject to the option vested and became exercisable on May 6, 2015.
- 80,000 options were originally granted on May 10, 2012. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each (14) applicable vesting date, twenty five percent (25%) of the 80,000 shares subject to the option vested and became exercisable on May 10, 2013, and an additional twenty five percent (25%) of the shares subject to the option vested and became exercisable on May 10, 2016.
- 100,000 options were originally granted on August 9, 2012. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each (15) applicable vesting date, one forty-eighth (1/48th) of the 100,000 shares subject to the option vested and became exercisable on each one month anniversary of the vesting commencement date, such that the option became fully vested and exercisable on August 9, 2016.
- 59,986 options were originally granted on May 14, 2013. Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each (16) applicable vesting date, twenty five percent (25%) of the 59,986 shares subject to the option vested and became exercisable on May 14, 2014, and an additional twenty five percent (25%) of the shares subject to the option shall vest and become exercisable on each successive anniversary thereafter, such that the option shall be fully vested and exercisable on May 14, 2017.
- Subject to the Reporting Person's continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each applicable vesting date, one-sixteenth (1/16th) of the (17) 33,402 shares subject to the option vested and became exercisable on August 20, 2014, and an additional one-sixteenth (1/16th) of the shares subject to the option shall vest and become exercisable on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested and exercisable on May 20, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.