
**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 30, 2018

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.)

5966 La Place Court, Suite 100, Carlsbad, California 92008
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Resignation of Chief Financial Officer

On March 30, 2018, Adam C. Spice, the Chief Financial Officer of MaxLinear, Inc. (the “Company”), notified the Company of his intention to resign, effective as of May 23, 2018.

On April 2, 2018, the Company issued a press release announcing the foregoing management change. The full text of the press release is attached as Exhibit 99.1 to this report and is hereby incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit **Description**

99.1 Press Release, dated April 2, 2018

SIGNATURE

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: April 2, 2018

MAXLINEAR, INC.

(Registrant)

By: /s/ Adam C. Spice

Adam C. Spice

Chief Financial Officer

(Principal Financial Officer)

EXHIBIT INDEX

Exhibit

No.

99.1

Description

[Press Release, dated April 2, 2018](#)



FOR IMMEDIATE RELEASE

MaxLinear, Inc. Announces the Departure of Its CFO and Reaffirms Financial Guidance for 1Q 2018

- Adam Spice, CFO, to leave MaxLinear on May 23rd, 2018; he will assume similar role at privately held Rocket Lab, a space orbital launch vehicle provider based in Huntington Beach, California
- MaxLinear reaffirms financial guidance for 1Q 2018.

Carlsbad, Calif. – April 2, 2018 – MaxLinear, Inc. (NYSE: MXL), a leading provider of radio frequency (RF), analog and mixed-signal integrated circuits for the connected home, wired and wireless infrastructure, and industrial and multimarket applications, today announced that Adam Spice, Vice President and Chief Financial Officer, has given notice that he will be leaving the Company on May 23, 2018.

“I have made the very difficult decision to leave MaxLinear to pursue another opportunity,” said Mr. Spice. “I am proud to have been a member of an outstanding management team that has been successful in creating significant shareholder value, and in positioning MaxLinear to strongly grow across increasingly lucrative and scalable end-markets in the years ahead. I am eager to embark on my next adventure, in the role of Chief Financial Officer of Rocket Lab, an orbital launch provider based in Huntington Beach, California. I wish MaxLinear much continued success.”

“Over the last seven years, starting in 2011, Adam played a key role as a part of our executive leadership team as we grew from a sub \$100 million revenue company in 2011 to one that generated \$421 million in revenues in 2017,” commented Dr. Kishore Seendripu, Chairman and CEO of MaxLinear. “Adam’s tireless efforts in this journey, both internally and externally, are greatly appreciated. He leaves a remarkable legacy and has built a highly competent and resilient finance, accounting, corporate development, IT & facilities team. At a personal level, I will miss working with Adam, who has been a great CFO and a close business advisor. On behalf of MaxLinear’s employees and the Board of Directors, I wish Adam great success in his new endeavor.”

“Adam will continue to support us in the transition process as we recruit a new CFO to build upon the great foundation that Adam has laid out over the last seven years,” commented Dr. Kishore Seendripu, Chairman and CEO. MaxLinear will immediately begin a nationwide search to find a replacement for Mr. Spice.

In addition, the Company is reaffirming its guidance for the first quarter 2018.

About Rocket Lab, Inc. (<https://www.rocketlabusa.com>)

Rocket Lab’s mission is to revolutionize the way we access space by developing and launching advanced rockets to put small payloads into orbit frequently and at a fraction of the cost of cumbersome traditional launch services. On January 21 2018, Rocket Lab reached orbit with the launch of the Electron vehicle and successfully deployed the company’s first commercial payloads. It marked a significant milestone in eliminating commercial barriers and ushering in a new era of unprecedented access to space. Founded in 2006 by Peter Beck, Rocket Lab is headquartered in Los Angeles with operations and a launch site in New Zealand. It is a privately funded company with investors including Khosla Ventures, Bessemer Venture Partners, DCVC (Data Collective), Lockheed Martin, Promus Ventures and K1W1.

About MaxLinear, Inc.

MaxLinear, Inc. (NYSE:MXL), a leading provider of radio frequency (RF), analog and mixed-signal integrated circuits for the connected home, wired and wireless infrastructure, and industrial and multimarket applications. MaxLinear is headquartered in Carlsbad, California. For more information, please visit 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 applicable securities laws, including statements concerning our future financial prospects (including confirmation of previously disclosed guidance for first quarter 2018 revenue, gross margins, operating expenses, interest expenses, and tax rates); opportunities in our target markets; and management effectiveness and the pending recruitment and hiring of a new Chief Financial Officer. These forward-looking 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 the forward-looking statements. Forward-looking statements are based on management's current, preliminary expectations and are subject to various risks and uncertainties. In particular, our future operating results are substantially dependent on our assumptions about market trends and conditions and our expectations with respect to recently completed acquisitions. At this time, we have not prepared or completed our financial statements for the quarter ended March 31, 2018, and preliminary estimates are subject to completion of those financial statements and review by our independent registered public accounting firm. In addition to these risks and uncertainties, investors should review the risks and uncertainties contained in our filings with the Securities and Exchange Commission (SEC), including our Annual Report on Form 10-K for the year ended December 31, 2017. All forward-looking statements are based on the estimates, projections and assumptions of management as of April 2, 2018, and MaxLinear is under no obligation (and expressly disclaims any such obligation) to update or revise any forward-looking statements whether as a result of new information, future events, or otherwise.

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