FORM 4

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Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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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 Type Responses)											
1. Name and Address of Reporting Person – SEENDRIPU KISHORE	2. Issuer Name an MAXLINEAR I			ng Symbo	ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ DirectorX_ 10% Owner X_ Officer (give title below)Other (specify below) Chairman, President and CEO					
(Last) (First) C/O MAXLINEAR, INC., 5966 LA COURT, SUITE 100	3. Date of Earliest T 02/24/2020	ransaction (Mon	th/Day/Ye	ear)						
(Street) CARLSBAD, CA 92008 (City) (State) (Zip)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person irred, Disposed of, or Beneficially Owned			
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock (1)	02/24/2020		М		2,927	А	\$0	34,732	D		
Common Stock	02/24/2020		F		2,927	D	\$ 16.81	31,805	D		
Common Stock								230,002	I	See footnote (2)	
Common Stock								582,064	Ι	See footnote (3)	
Common Stock								582,064	I	See footnote (4)	
Common Stock								805,622	Ι	See footnote (5)	
Common Stock								805,622	Ι	See footnote (6)	
Common Stock								500,000	Ι	See footnote (7)	
Common Stock								500,000	I	See footnote (8)	
Common Stock								18,920	I	See footnote (9)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained $\rm SEC\ 1474\ (9-02)$ in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

			(0)	<u>s</u> ., pats, can	, ,	options, contertione see	ai lates)	-			
1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Number	6. Date Exercisable	7. Title and Amount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	of	and Expiration Date	Underlying Securities	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Acquired			· ·	Owned	Security:	(Instr. 4)
	Security				(A) or				Following	Direct (D)	
					Disposed				Reported	or Indirect	
					of (D)				Transaction(s)	(I)	
					(Instr. 3, 4,				(Instr. 4)	(Instr. 4)	
					and 5)				Ì.	, í	
					, í						

			Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	02/24/2020	М			2,927	<u>(10)</u>	<u>(10)</u>	Common Stock	2,927.00	\$ 0	23,373	D	

Reporting Owners

		Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
SEENDRIPU KISHORE C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 10 CARLSBAD, CA 92008	X	Х	Chairman, President and CEO						

Signatures

/s/ Connie Kwong, as Attorney-in-Fact	02/26/2020
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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of MaxLinear, Inc. Common Stock.
- (2) Shares held by the Seendripu Family Trust dated 10/5/09, a trust for the benefit of the Reporting Person and the Reporting Person's spouse, for which the Reporting Person and the Reporting Person's spouse serve as trustees.
- (3) Shares held by the Kishore V. Seendripu 2018 Annuity Trust dated May 12, 2018, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (4) Shares held by the Rekha S. Seendripu 2018 Annuity Trust dated May 12, 2018, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (5) Shares held by the Kishore V. Seendripu 2019 Annuity Trust dated May 6, 2019, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (6) Shares held by the Rekha S. Seendripu 2019 Annuity Trust dated May 6, 2019, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (7) Shares held by the Kishore V. Seendripu 2019-2 Annuity Trust dated November 9, 2019, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (8) Shares held by the Rekha S. Seendripu 2019-2 Annuity Trust dated November 9, 2019, a grantor retained annuity trust, for which the Reporting Person serves as trustee.
- (9) Shares held by the Seendripu Relatives Trust dated 10/5/09, a trust for the benefit of the Reporting Person's parents and siblings, and for which the Reporting Person serves as trustee. 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 93,492 RSUs subject to the award shall vest on May 20, 2017, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive August 20,
- (10) November 20, February 20 and May 20 thereafter, such that the award will be fully vested on February 20, 2021. Reporting Person deferred delivery of shares of Common Stock issuable upon the vesting of RSUs on February 20, 2020. On February 24, 2020, the deferred shares of Common Stock were delivered to the Reporting Person. Shares withheld by the Company to satisfy tax withholding obligations (and the net issuance) is based on the closing price of the Company's Common Stock in trading on the New York Stock Exchange on February 24, 2020.

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

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