FORM 4

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 [*]	2. Issuer Name and	Ticker or T	radin	g Symbol		5. Relationship of Reporting Person(s) to Issuer						
REDDY MADHUKAR]	MAXLINEAR INC [MXL]						(Check all applicable) Director 10% Owner				
(Last) (First) C/O MAXLINEAR, INC., 5966 LA	3. Date of Earliest Transaction (Month/Day/Year)						X Officer (give title below) Other (specify below) VP, Central Engineering					
COURT, SUITE 100	03/31/2020											
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) X Form filed by One Reporting Person					
CARLSBAD, CA 92008								Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form:	Beneficial		
		(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	03/31/2020		А		1,216 (1)	А	\$ 0	346,359	D			
Common Stock	03/31/2020		F		409	D	\$ 11.67	345,950	D			
Common Stock								30,689	I	See footnote (2)		
Common Stock								30,689	Ι	See footnote (3)		

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

			(e.g., put	, ca	ns, warra	ints,	options, con-	ver uble see	ur nies)					
le of	2.			4.			-								11. Nature
ative	Conversion	Date	Execution Date, if	Transact	ion	of Deriva	tive	and Expirati	on Date	Underlying	Securities	Derivative	Derivative	Ownership	of Indirect
ity	or Exercise	(Month/Day/Year)	any	Code		Securitie	s	(Month/Day	/Year)	(Instr. 3 and	4)	Security	Securities	Form of	Beneficial
. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired	(A)					(Instr. 5)	Beneficially	Derivative	Ownership
ĺ.	Derivative					or Dispos	sed						Owned	Security:	(Instr. 4)
	Security					of (D)							Following	Direct (D)	. ,
							4.						0	· · ·	
						· ·	,						1	(I)	
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								Date	Expiration				(1115111-1)	(11541-1)	
								Exercisable	Date	Title					
				Code	V	(A)	(D)				Shares				
ricted															
		02/21/2020				20 5 60		(5)	(5)	Common	20 500 00	¢ 0	20.500	D	
	<u>(4)</u>	03/31/2020		A		38,560		121	<u>(5)</u>	Stock	38,560.00	\$0	38,560	D	
s										Stock					
	ative ity 3) ricted	ative Conversion or Exercise 3) Price of Derivative Security ricted k (4)	ative Conversion Date or Exercise Price of Derivative Security ricted k (4) 03/31/2020	e of ative ative ity 2. 3. Transaction Date 3. Deemed Execution Date, if any (Month/Day/Year) 3) Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) ricted k (4) 03/31/2020	e of ative 3) 2. 3. Transaction Or Exercise Price of Derivative Security 2. 3. Transaction Date (Month/Day/Year) 3. Leemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2.	e of ative Conversion Or Exercise Price of Derivative Security 4. Transaction (Month/Day/Year) 4. Transaction Code (Instr. 8)	ity 3) Price of Derivative Security 4 (4) 03/31/2020 3A. Deemed Execution Date, if Month/Day/Year) 4A. S. 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Reporting Owners

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
REDDY MADHUKAR C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 100 CARLSBAD, CA 92008			VP, Central Engineering						

Signatures

/s/ Connie Kwong, as Attorney-in-Fact	04/02/2020

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) Represents shares of Common Stock issued to the Reporting Person in connection with the achievement of financial performance conditions for the 2019 fiscal year that were approved as part of the 2019 performance-based restricted stock award granted on May 20, 2019. All shares were issued pursuant to the Company's 2010 Equity Incentive Plan.
- (2) Shares held by Madhukar Reddy Cust Anavi Maram Reddy UTMA, for which the Reporting Person serves as custodian.
- (3) Shares held by Madhukar Reddy Cust Arnav Maram Reddy UTMA, for which the Reporting Person serves as custodian.
- (4) Each restricted stock unit ("RSU") represents a contingent right to receive one share of MaxLinear, Inc. Common Stock.
- Subject to the Reporting Person continuing to be a Service Provider (as defined in the 2010 Equity Incentive Plan) through each applicable vesting date, ten percent (10%) of the 38,560
 (5) RSUs subject to the award shall vest on May 20, 2021; twenty percent (20%) of the RSUs subject to the award shall vest on May 20, 2022; thirty percent (30%) of the RSUs subject to the award shall vest on May 20, 2023; and forty percent (40%) of the RSUs subject to the award shall vest on May 20, 2024, such that all the RSUs subject to the award will then be fully vested.

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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