## FORM 4

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

OMB APPROVAL
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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).

(Print or Type Responses)

#### 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

	d Address of RIPU KISH	2. Issuer Name and Ticker or Trading Symbol MAXLINEAR INC [MXL]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director _X_ 10% Owner							
(Eirst) (Middle) C/O MAXLINEAR, INC., 5966 LA PLACE COURT, SUITE 100				3. Date of Earliest Transaction (Month/Day/Year) 05/14/2020							X Officer (give title below) Other (specify below)  Chairman, President and CEO					
		(Street)		4. If Amendm	ent, Da	ate Ori	iginal F	Filed	(Month/Day	/Year)	-	6. Individual or  _X_ Form filed by O  _ Form filed by M	ne Reporting Pe	erson	Applicable Lin	e)
	BAD, CA										-			porting reason		
(City	y)	(State)	(Zip)			Table	e I - No	n-D	<b>Derivative</b>	Secur	ities Acqui	red, Disposed o	f, or Benefi	cially Owne	d	
1.Title of S (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if	3. Trai Code (Instr.	nsaction 8)		4. Securior Dispose (Instr. 3,	sed of ( 4 and 5		5. Amount of Securities Beneficial Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form: Direct (D)	Beneficial Ownership
										(A) or					or Indirect (I)	(Instr. 4)
						Cod	le '	V	Amount	(D)	Price				(Instr. 4)	
Common	Stock		05/14/2020			M	[		11,905	A	\$ 6.93	106,334			D	
Common	Stock		05/14/2020			S			8,630	D	\$ 15.6705	97,704			D	
Common	Stock											230,002			I	See footnote (2)
Common	Stock											582,064			I	See footnote (3)
Common	Stock											582,064			I	See footnote (4)
Common	Stock											805,622			I	See footnote (5)
Common	Stock											805,622			I	See footnote (6)
Common	Stock											500,000			I	See footnote (7)
Common	Stock											500,000			I	See footnote (8)
Common	Stock											18,920			I	See footnote
Reminder:	Report on a s	separate line for each	class of securities b	peneficially owi	ned dir	ectly o	P	ers 1 th	ons who	re no	t required	collection of to respond u				1474 (9-02)
			Table II	- Derivative S			quired	l, Di	isposed of	, or Be	eneficially (					
1. Title of Derivative Conversion Security (Instr. 3)  2.				4. 5. Number of Derivative Securities			ber ative Expiration (Month/Ed) (Month/Ed)		xercisable and n Date		7. Title an	d Amount of g Securities nd 4)	Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form o Derivat Securit Direct or India	Ownershi (Instr. 4) (D)
				Code V (A	A) (		Date Exerci	sabl	Expira Date	tion	Title	Amount or Number of Shares		(111511. 7)	(msu. ·	

(right to buy)	Stock Option (right to buy)	\$ 6.93	05/14/2020		M		11,905	<u>(10)</u>	05/14/2020	Common Stock	11,905.00	\$ 0	0	D	
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#### **Reporting Owners**

Ī		Relationships						
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
	SEENDRIPU KISHORE C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 100 CARLSBAD, CA 92008	X	X	Chairman, President and CEO				

### **Signatures**

/s/ Connie Kwong, as Attorney-in-Fact	05/18/2020
**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) Represents the weighted average share price of an aggregate total of 8,630 shares sold in the price range of \$15.51 to \$15.755 by the Reporting Person. The Reporting Person undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (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, twenty five percent (25%) of the
- (10) 186,440 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.

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.