
**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):

November 30, 2021

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.0001 per share	MXL	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company 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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On November 30, 2021, MaxLinear, Inc., (the “Company”) acting pursuant to authorization from its Board of Directors, notified the New York Stock Exchange (the “NYSE”) of its intention to voluntarily withdraw the listing of its common stock, par value \$0.0001 per share (the “Common Stock”), from the NYSE and transfer the listing to The Nasdaq Stock Market LLC (“Nasdaq”), effective on or about December 13, 2021.

The Company expects that listing and trading of its Common Stock on the NYSE will end at market close on or about December 10, 2021 and that trading will begin on Nasdaq at market open on or about December 13, 2021.

The Common Stock has been approved for listing on Nasdaq, where it will continue to trade under its current symbol, “MXL.”

The title, trading symbol, CUSIP and ISIN of the Common Stock are as follows:

Title of each class	Trading Symbol	CUSIP	ISIN
Common Stock, par value \$0.0001 per share	MXL	57776J100	US57776J100

Item 7.01. Regulation FD Disclosure.

The Company issued the press release attached hereto as Exhibit 99.1 in connection with the transfer of its Common Stock to Nasdaq.

The information in Item 7.01 of this Current Report on Form 8-K is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise expressly stated in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release dated November 30, 2021
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

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 hereunto duly authorized.

Date: November 30, 2021

MAXLINEAR, INC.

(Registrant)

By: /s/ Steven Litchfield

Steven Litchfield

Chief Financial Officer and Chief Corporate Strategy Officer



FOR IMMEDIATE RELEASE

MaxLinear Announces Stock Exchange Listing Transfer to Nasdaq
Ticker Symbol to Remain “MXL”

Carlsbad, Calif. – November 30, 2021 – MaxLinear, Inc. (NYSE: MXL), a leading provider of radio frequency (RF), analog, digital and mixed-signal integrated circuits today announced that it will voluntarily transfer its stock exchange listing from the New York Stock Exchange to The Nasdaq Global Select Market (“Nasdaq”). The company expects that its common stock will commence trading on Nasdaq on December 13, 2021, and will continue to be listed under the ticker symbol “MXL”.

“Our commitment to empowering customers with disruptive and best-in-class technology products is at the core of MaxLinear’s founding mission. Looking forward, we are accelerating our technology initiatives to expand our product portfolio and drive long term sustainable growth. This growth strategy aligns with Nasdaq’s core principles of innovation as we strive to continue diversifying our investor base and enhancing shareholder value,” said Kishore Seendripu, Ph.D., MaxLinear’s Chairman and Chief Executive Officer.

“MaxLinear is representative of the growth-oriented and industry-defining technology companies that call Nasdaq home,” said Adena Friedman, president and chief executive officer of Nasdaq. “We are proud to welcome MaxLinear to the Nasdaq family as the company continues to improve the world’s communication networks through a myriad of innovative solutions.”

About MaxLinear, Inc.

MaxLinear, Inc. (NYSE: MXL) is a leading provider of radio frequency (RF), analog, digital and mixed-signal integrated circuits for the connectivity and access, wired and wireless infrastructure, and industrial and multi-market 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.

MaxLinear, Inc. Investor Relations Contact:

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Cautionary Note Concerning Forward-Looking Statements

This press release contains “forward-looking” statements within the meaning of federal securities laws. Forward-looking statements include, among others, statements concerning or implying MaxLinear’s intent to transfer its stock exchange listing as well as its growth prospects in principal target markets, its future financial performance, and its ability to positively affect shareholder value. These forward-looking statements are based on management’s current, preliminary expectations and involve known and unknown risks, uncertainties, and other factors that may cause actual results to differ materially from any future results expressed or implied by these forward-looking statements. Forward-looking statements may contain words such as “will be,” “will,” “expect,” “anticipate,” “continue,” or similar expressions and include the assumptions that underlie such statements. In addition, MaxLinear’s business and operations are subject to numerous risks and uncertainties that could affect its operating results and liquidity position. Other risks and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements in this press release or that could adversely affect MaxLinear’s business, operating results, liquidity position, and stock price include the following: decisions concerning capital allocation generally and more specifically decisions with respect to investments in product research and development; continued integration risks arising from recent acquisitions; the risk that recent strong demand in MaxLinear’s broadband markets may not continue as the COVID-19 pandemic improves around the world; intense competition in our industry and

product markets; risks relating to the development, testing, and commercial introduction of new products and product functionalities; the ability of our customers to cancel or reduce orders; potential decreases in average selling prices; and uncertainties concerning how end user markets for our products will develop. In addition to these risks and uncertainties, investors should review the risks and uncertainties contained in MaxLinear's filings with the Securities and Exchange Commission, including, without limitation, those set forth in MaxLinear's most recent Annual Report on Form 10-K for the year ended December 31, 2020, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K, as applicable. All forward-looking statements are qualified in their entirety by this cautionary statement. MaxLinear is providing this information as of the date of this release and does not undertake any obligation to update any forward-looking statements contained in this release as a result of new information, future events, or otherwise.