FORM 4

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

OMB APP	ROVAL
OMB Number:	3235-0287
Estimated average	e burden
nours per respons	e 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

Name and Address of Reporting Person * Spice Adam C.				ling Syml	ool	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
(Last) (First) (Middle) C/O MAXLINEAR, INC., 5966 LA PLACE COURT, SUITE 100					(ear)	X Officer (give title below) Other (specify below) VP, Chief Financial Officer								
(Street) CARLSBAD, CA 92008					ay/Year)	Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person								
(City) (State) (Zip)					Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
2. Transaction Date (Month/Day/Year)	Execution Date, if any	Code (Instr. 8)		(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D)	Beneficial Ownership					
11/21/2016		M		5,462	A	\$ 0	295,875 (2)	D						
11/21/2016		F		5,462	D	\$ 21.99	290,413	D						
each class of securiti	ies beneficially own	I	Personta	ons who	this fo	rm are	not required to respond unles		1474 (9-02)					
	(Middle) A PLACE (Zip) 2. Transaction Date (Month/Day/Year) 2. 11/21/2016	MAXLINEAR II A PLACE 3. Date of Earliest T 11/21/2016 4. If Amendment, E (Zip) Ta 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2 11/21/2016	MAXLINEAR INC [MXL 3. Date of Earliest Transaction 11/21/2016 4. If Amendment, Date Origina (Zip) Table I - Non 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Code 11/21/2016 M 11/21/2016 F each class of securities beneficially owned directly of the content	MAXLINEAR INC [MXL] 3. Date of Earliest Transaction (Mon 11/21/2016 4. If Amendment, Date Original File (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if (Instr. 8) (Month/Day/Year) Code V 11/21/2016 M Personal	MAXLINEAR INC [MXL] 3. Date of Earliest Transaction (Month/Day/Y) 4. If Amendment, Date Original Filed(Month/D) (Zip) Table I - Non-Derivative S 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year) Code (Instr. 8) Code V Amount 11/21/2016 M 5,462 11/21/2016 F 5,462 Persons whe contained in	MAXLINEAR INC [MXL] 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2016 4. If Amendment, Date Original Filed(Month/Day/Year) 2A. Deemed Execution Date (Month/Day/Year) (Month/Day/Year) 2A. Deemed Execution Date, if Code (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) Code V Amount (D) 2 11/21/2016 F 5,462 D each class of securities beneficially owned directly or indirectly. Persons who responsible to the first of the contained in this for the contained in the containe	MAXLINEAR INC [MXL] 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2016 4. If Amendment, Date Original Filed(Month/Day/Year) 2A. Deemed Execution Date, if (Month/Day/Year) (Month/Day/Year) 2A. Deemed Execution Date, if (Instr. 8) (Instr. 3, 4 and 5) Code V Amount (A) or Price 11/21/2016 M 5,462 A \$ 0 E 11/21/2016 F 5,462 D \$ 21.99 each class of securities beneficially owned directly or indirectly. Persons who respond to t contained in this form are	MAXLINEAR INC [MXL] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Transaction Date (Month/Day/Year) Cappable A Deemed Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Code A Manount Code V Amount (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3 and 4)	MAXLINEAR INC [MXL] Check all applicable 10% Owner 10% Owner 10% Owner 11/21/2016 Check all applicable 10% Owner 10% Own					

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

Deemed 4. 5. Number 6. Date Exercisable 7. Title and

	(e.g., puts, calls, warrants, options, convertible securities)														
		3. Transaction	3A. Deemed	4.			lumber	6. Date Exer		7. Title and				10.	11. Nature
	Conversion		Execution Date, if	Transact	tion			and Expirati	on Date	Amount of		Derivative	Derivative	Ownership	
Security	or Exercise	(Month/Day/Year)	any	Code		Der	ivative	(Month/Day	/Year)	Underlying	;	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Sec	urities			Securities		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acq	uired			(Instr. 3 and	d 4)		Owned	Security:	(Instr. 4)
	Security					(A)	or						Following	Direct (D)	
	_					Dis	osed						Reported	or Indirect	
						of (D)						Transaction(s)	(I)	
						(Ins	tr. 3, 4,						(Instr. 4)	(Instr. 4)	
						and	5)								
											Amount				
								_			or				
								Date	Expiration	Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				
										Class A					
										Common					
Restricted															
Stock	<u>(1)</u>	11/21/2016		M			1,108	(3)	<u>(3)</u>	Stock	1,108	\$ 0	12,742	D	
Units		11/21/2010		111			1,100			(par	1,100	ΨΟ	12,712		
										value					
										\$0.0001)					
										Cl A					
										Class A					
Restricted										Common					
Stock	<u>(1)</u>	11/21/2016		M			2,282	<u>(4)</u>	<u>(4)</u>	Stock	2,282	\$ 0	43,750	D	
	(1)	11/21/2010		1V1			2,202	37	<u>/</u>	(par	2,202	\$ 0	43,730	D	
Units										value					
										\$0.0001)					
										Class A					
Daniel 1										Common					
Restricted		44/04/004						(5)	(5)	Stock			.= .=	_	
Stock	<u>(1)</u>	11/21/2016		M			2,072	<u>(5)</u>	<u>(5)</u>	(par	2,072	\$ 0	47,658	D	
Units										· ·					
										value					
										\$0.0001)					

Reporting Owners

Demonting Common Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Spice Adam C. C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 100			VP, Chief Financial Officer				

CARLSBAD, CA 92008		

Signatures

/s/ Adam Spice	11/22/2016
**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. Class A Common Stock.
- (2) Includes 304 shares of Class A Common Stock acquired under the Company's 2010 Employee Stock Purchase Plan on November 15, 2016.
- 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 (3) the 33,979 RSUs subject to the award shall vest on August 20, 2014, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested on May 20, 2018.
- 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 (4) the 70,000 RSUs subject to the award shall vest on August 20, 2015, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested on May 20, 2019.
- 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 (5) the 63,543 RSUs subject to the award shall vest on February 20, 2016, and an additional one-sixteenth (1/16th) of the RSUs subject to the award shall vest on each successive May 20, August 20, November 20, and February 20 thereafter, such that the award will be fully vested on November 20, 2019.

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.