FORM 4

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

OMB APPROVAL
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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)														
Name and Address of Reporting Perso Torgerson William	2. Issuer Name and MAXLINEAR IN		radin	g Symbo	1	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner								
(Last) (First) C/O MAXLINEAR, INC., 5966 LA COURT, SUITE 100	3. Date of Earliest Transaction (Month/Day/Year) 03/29/2017						X Officer (give title below) Other (specify below) VP/GM, Broadband Group							
(Street) CARLSBAD, CA 92008	I. If Amendment, Da	te Original l	Filed((Month/Day/	Year)		6. Individual or Joint/Group Filing(Check Applicable Line)X_Form filed by One Reporting PersonForm filed by More than One Reporting Person							
(City) (State)	(Zip)	Т	able I - No	n-Dei	rivative S	Securities	Acqu	ired, Disposed of, or Beneficially Own	all applicable) — 10% Owner — Other (specify below) Broadband Group D Filing(Check Applicable Line) erson eporting Person icially Owned neficially 6. 7. Nature					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)		4. Securities Acquire (A) or Disposed of (Instr. 3, 4 and 5) (A) or Amount (D) Pr		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership				
Class A Common Stock	03/29/2017		C(1)		70,292	D	\$ 0	0	D					
Common Stock	03/29/2017		C(1)		70,292	A	\$ 0	70,292	D					
Class A Common Stock	03/29/2017		C(1)		500	D	\$ 0	0	I	,				
Common Stock	03/29/2017		C(1)		500	A	\$ 0	500	I	,				
Reminder: Report on a separate line for e	ach class of securities b	eneficially owned di			•	rospon	d to 41	ne collection of information contains	inod SEC	1474 (0.02)				

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

Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if	Code		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Underlying			Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
Restricted Stock Units	(2)	03/29/2017		J(3)			6,637	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	6,637	\$ 0	0	D	
Restricted Stock Units	<u>(5)</u>	03/29/2017		<u>J(3)</u>		6,637		<u>(4)</u>	<u>(4)</u>	Common Stock	6,637	\$ 0	6,637	D	
Restricted Stock Units	<u>(2)</u>	03/29/2017		<u>J(3)</u>			24,750	(6)	<u>(6)</u>	Class A Common Stock	24,750	\$ 0	0	D	
Restricted Stock Units	<u>(5)</u>	03/29/2017		J <u>(3)</u>		24,750		<u>(6)</u>	<u>(6)</u>	Common Stock	24,750	\$ 0	24,750	D	
Restricted Stock Units	(2)	03/29/2017		J(3)			32,453	<u>(7)</u>	<u>(7)</u>	Class A Common Stock	32,453	\$ 0	0	D	
Restricted Stock Units	<u>(5)</u>	03/29/2017		J(3)		32,453		<u>(7)</u>	<u>(7)</u>	Common Stock	32,453	\$ 0	32,453	D	
Restricted Stock Units	(2)	03/29/2017		<u>J(3)</u>			47,824	<u>(8)</u>	<u>(8)</u>	Class A Common Stock	47,824	\$ 0	0	D	
Restricted Stock Units	<u>(5)</u>	03/29/2017		<u>ј(3)</u>		47,824		<u>(8)</u>	<u>(8)</u>	Common Stock	47,824	\$ 0	47,824	D	
Restricted Stock Units	(2)	03/29/2017		л <mark>(3)</mark>			26,178	<u>(9)</u>	<u>(9)</u>	Class A Common Stock	26,178	\$ 0	0	D	_
Restricted															

Stock Units	<u>(5)</u>	03/29/2017	<u>J⁽³⁾</u>	26,178		<u>(9)</u>	<u>(9)</u>	Common Stock	26,178	\$ 0	26,178	D	
Stock Option (Right to Buy)	\$ 9.23	03/29/2017	J <u>(10)</u>		25,051	<u>(11)</u>	06/02/2021	Class A Common Stock	25,051	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 9.23	03/29/2017	J <u>(10)</u>	25,051		(11)	06/02/2021	Common Stock	25,051	\$ 0	25,051	D	

Reporting Owners

Donation Orange Name / Address		Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Torgerson William										
C/O MAXLINEAR, INC. 5966 LA PLACE COURT, SUITE 100			VP/GM, Broadband Group							
CARLSBAD, CA 92008										

Signatures

/s/ Adam Spice, as Attorney-in-Fact	03/30/2017
**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).
- On March 29, 2017, each share of the Issuer's outstanding Class A Common Stock and Class B Common Stock automatically converted into one share of outstanding Common Stock pursuant to the Issuer's Amended and Restated Certificate of Incorporation.
- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one share of the Issuer's Class A Common Stock.
- (3) In connection with the conversion described in footnote (1), outstanding RSUs denominated by Class A Common Stock issued under the Issuer's 2010 Equity Incentive Plan remain unchanged, except that they now represent a contingent right to receive one share of the Issuer's Common Stock.
- 21,237 RSUs were originally granted on June 2, 2014. 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 21,237 RSUs subject to the award vested 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.
- (5) Each RSU represents a contingent right to receive one share of the Issuer's Common Stock.
- 44,000 RSUs were originally granted on May 19, 2015. 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 44,000 RSUs subject to the award vested on August 20, 2015, and an additional one-sixteenth 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.
- 47,204 RSUs were originally granted on February 11, 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 the 47,204 RSUs subject to the award vested on February 20, 2016, and one-sixteenth (1/16th) of the RSUs 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.
- 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, ten percent (10%) of the 47,824 (8) RSUs subject to the award shall vest on August 20, 2017; twenty percent (20%) of the RSUs subject to the award shall vest on August 20, 2018; thirty (30%) of the RSUs subject to the award shall vest on August 20, 2019; and forty (40%) of the RSUs subject to the award shall vest on August 20, 2020.
- 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 (9) 26,178 RSUs subject to the award shall vest on May 20, 2017, and one-sixteenth (1/16th) of the RSUs subject shall vest on each August 20, November 20, February 20 and May 20 thereafter, such that the award will be fully vested on February 20, 2021.
- (10) In connection with the conversion described in footnote (1), outstanding options denominated by Class A Common Stock issued under the Issuer's 2010 Equity Incentive Plan remain unchanged, except that they now represent a right to receive one share of the Issuer's Common Stock.
- 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 (11) 25,051 shares subject to the option vested and became exercisable on August 20, 2014, and an additional one-sixteenth (1/16th) of the shares subject to the option shall vest and become exercisable on each successive November 20, February 20, May 20, and August 20 thereafter, such that the award shall be fully vested and exercisable on May 20, 2018.

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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