

WALSH BRENDAN
Form 4
March 03, 2011

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WALSH BRENDAN

(Last) (First) (Middle)

2051 PALOMAR AIRPORT ROAD, SUITE 100

(Street)

CARLSBAD, CA 92011

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MAXLINEAR INC [MXL]

3. Date of Earliest Transaction (Month/Day/Year)
03/03/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Business Development

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (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) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount or Price			
Class A Common Stock (\$0.0001 par value) <u>(1)</u>	03/03/2011		C ⁽¹⁾		32,000	A	<u>(1)</u> 75,054	D
Class A Common Stock (\$0.0001 par value)	03/03/2011		S ⁽²⁾		100	D	\$ 9.795 74,954	D
	03/03/2011		S ⁽²⁾		900	D	\$ 9.8 74,054	D

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Class A
Common
Stock
(\$0.0001
par value)

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(\$0.0001
par value)

03/03/2011	<u>S(2)</u>	100	D	\$ 9.835	73,954	D
03/03/2011	<u>S(2)</u>	1,003	D	\$ 9.84	72,951	D
03/03/2011	<u>S(2)</u>	100	D	\$ 9.845	72,851	D
03/03/2011	<u>S(2)</u>	700	D	\$ 9.8475	72,151	D
03/03/2011	<u>S(2)</u>	5,641	D	\$ 9.85	66,510	D
03/03/2011	<u>S(2)</u>	200	D	\$ 9.855	66,310	D
03/03/2011	<u>S(2)</u>	200	D	\$ 9.8575	66,110	D
03/03/2011	<u>S(2)</u>	800	D	\$ 9.86	65,310	D
03/03/2011	<u>S(2)</u>	700	D	\$ 9.865	64,610	D

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Class A Common Stock (\$0.0001 par value)							
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	1,116	D	\$ 9.87	63,494	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	300	D	\$ 9.8725	63,194	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	500	D	\$ 9.875	62,694	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	800	D	\$ 9.8775	61,894	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	3,300	D	\$ 9.88	58,594	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	300	D	\$ 9.8825	58,294	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	2,000	D	\$ 9.885	56,294	D
Class A Common Stock (\$0.0001 par value)	03/03/2011	<u>S(2)</u>	1,800	D	\$ 9.89	54,494	D
	03/03/2011	<u>S(2)</u>	900	D		53,594	D

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Class A Common Stock (\$0.0001 par value)						\$			
						9.8925			
Class A Common Stock (\$0.0001 par value)	03/03/2011		S ⁽²⁾	1,000	D	\$ 9.895	52,594		D
Class A Common Stock (\$0.0001 par value)	03/03/2011		S ⁽²⁾	200	D	\$ 9.897	52,394		D
Class A Common Stock (\$0.0001 par value)	03/03/2011		S ⁽²⁾	400	D	\$ 9.8975	51,994		D
Class A Common Stock (\$0.0001 par value)	03/03/2011		S ⁽²⁾	1,884	D	\$ 9.9	50,110		D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Class B Common	(3)	03/03/2011		C ⁽¹⁾	32,000	(3)	(3)	Class A Common

