

MAXLINEAR INC  
Form 3/A  
May 11, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Tewksbury Ted L III		(Month/Day/Year)	MAXLINEAR INC [MXL]	
(Last)	(First)	(Middle)	04/30/2015	
5966 LA PLACE COURT, SUITE 100			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
CARLSBAD,Â CAÂ 92008			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)	
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			05/04/2015	
1. Title of Security		2. Amount of Securities Beneficially Owned		3. Ownership Form:
(Instr. 4)		(Instr. 4)		Direct (D) or Indirect (I) (Instr. 5)
				4. Nature of Indirect Beneficial Ownership (Instr. 5)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form:	4. Nature of Indirect Beneficial Ownership
(Instr. 4)	(Instr. 4)	Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security	6. Nature of Indirect Beneficial Ownership
(Instr. 4)	(Month/Day/Year)	(Instr. 4)		Form of Derivative Security: Direct (D) or Indirect (I)	(Instr. 5)
	Date Exercisable	Title	Amount or Number of Shares		
	Expiration Date				

(Instr. 5)

Stock Option (right to buy)	05/08/2015 <sup>(3)</sup>	11/20/2024	Class A Common Stock (par value \$0.0001)	35,822	\$ 7.57	D	Â
Restricted Stock Units	05/08/2015 <sup>(3)</sup>	Â <sup>(1)</sup>	Class A Common Stock (par value \$0.0001)	5,722	\$ 0 <sup>(2)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tewksbury Ted L III 5966 LA PLACE COURT, SUITE 100 CARLSBAD, CA 92008	Â X	Â	Â	Â

## Signatures

/s/ Adam Spice, as  
Attorney-in-Fact

05/11/2015

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The restricted stock units became fully vested and exercisable on April 30, 2015. There is no expiration date.
  - (2) Each restricted stock unit represents a contingent right to receive one share of MaxLinear, Inc. Class A Common Stock.
  - (3) This Form 3/A is filed to amend the Form 3 filed May 4, 2015 to correct the date exercisable for this stock option (right to buy) and the restricted stock units.

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.