

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

Mail Stop 3030

June 15, 2017

Adam Spice Chief Financial Officer MaxLinear, Inc. 5966 La Place Court, Suite 100 Carlsbad, California 92008

Re: MaxLinear, Inc.

Form 10-K for the Fiscal Year Ended December 31, 2016

Filed February 9, 2017

File No. 1-34666

Dear Mr. Spice:

We have completed our review of your filings. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ Martin James

Martin James Senior Assistant Chief Accountant Office of Electronics and Machinery