

IMURA KIMIHIKO
Form 4
May 03, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *

IMURA KIMIHIKO

(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)

05/02/2011

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, Semiconductor Tech & Ops

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock (\$0.0001 par value) <u>(1)</u>	05/02/2011		C ⁽¹⁾		7,500	A	<u>(1)</u>
Class A Common Stock (\$0.0001 par value)	05/02/2011		S ⁽²⁾		153	D	\$ 9.08
	05/02/2011		S ⁽²⁾		100	D	\$ 9.095
					7,347		
					7,247		

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Class A Common Stock (\$0.0001 par value)								
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	100	D	\$ 9.1	7,147		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	200	D	\$ 9.11	6,947		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	100	D	\$ 9.15	6,847		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	200	D	\$ 9.18	6,647		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	200	D	\$ 9.23	6,447		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	400	D	\$ 9.25	6,047		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	400	D	\$ 9.255	5,647		D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	600	D	\$ 9.26	5,047		D
	05/02/2011	<u>S(2)</u>	600	D	\$ 9.265	4,447		D

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Class A Common Stock (\$0.0001 par value)							
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	600	D	\$ 9.27	3,847	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	100	D	\$ 9.275	3,747	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	501	D	\$ 9.28	3,246	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	270	D	\$ 9.29	2,976	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	100	D	\$ 9.2975	2,876	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	354	D	\$ 9.3	2,522	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	246	D	\$ 9.31	2,276	D
Class A Common Stock (\$0.0001 par value)	05/02/2011	<u>S(2)</u>	200	D	\$ 9.32	2,076	D
	05/02/2011	<u>S(2)</u>	404	D	\$ 9.33	1,672	D

Class A
Common
Stock
(\$0.0001
par value)

Class A
Common
Stock
(\$0.0001
par value)

Class A
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Stock
(\$0.0001
par value)

Class A
Common
Stock
(\$0.0001
par value)

Class A
Common
Stock
(\$0.0001
par value)

05/02/2011 S⁽²⁾ 200 D \$ 9.35 1,472 D

05/02/2011 S⁽²⁾ 800 D \$ 9.36 672 D

05/02/2011 S⁽²⁾ 100 D \$ 9.37 572 D

05/02/2011 S⁽²⁾ 200 D \$ 9.38 372 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.

SEC 1474
(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. De Se (In
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
	(5)	05/02/2011		C(1)	7,500	(5) (5)		7,500

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29, 2017), the Class B Common Stock and the Class A Common Stock will automatically convert into a single class of Common Stock.

Remarks:

Form 1 of 3

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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