



DIVISION OF  
CORPORATION FINANCE

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

January 2, 2024

Steven Litchfield  
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, 2022**  
**Filed February 1, 2023**  
**File No. 001-34666**

Dear Steven Litchfield:

We have completed our review of your filing. 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,

Division of Corporation Finance  
Office of Manufacturing