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MAXLINEAR INC Form 10-Q July 31, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

p QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended June 30, 2014

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Transition Period From to Commission file number: 001-34666

MaxLinear, Inc.

(Exact name of Registrant as specified in its charter)

Delaware 14-1896129
(State or other jurisdiction of incorporation or organization) Identification No.)

5966 La Place Court, Suite 100

Carlsbad, California 92008

(Address of principal executive offices) (Zip Code)

(760) 692-0711

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past

90 days. Yes b No "

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes b No "

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer "

Accelerated filer

þ

Non-accelerated filer "(Do not check if a smaller reporting company)

Smaller reporting company "

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange

Act). Yes " No b

As of July 23, 2014, the registrant has 29,680,008 shares of Class A common stock, par value \$0.0001, and 7,064,021 shares of Class B common stock, par value \$0.0001, outstanding.

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PART I — FINANCIAL INFORMATION ITEM 1. FINANCIAL STATEMENTS MAXLINEAR, INC. CONSOLIDATED BALANCE SHEETS (in thousands, except par amounts)

| Carent assets: Care | | June 30, 2014 | December 31, 2013 |
|--|--|---------------|----------------------|
| Current assets: | Assets | (unaudited) | |
| Cash and cash equivalents \$31,248 \$26,450 Short-term investments, available-for-sale 43,875 35,494 Accounts receivable, net 20,688 20,058 Inventory 9,763 10,032 Prepaid expenses and other current assets 107,534 93,716 Property and equipment, net 9,858 5,511 Long-term investments, available-for-sale 16,385 24,410 Intangible assets 590 749 Other long-term assets 596 543 Total assets 596 543 Current liabilities 8124,903 \$124,929 Other long-term assets 596 543 Total assets 58,782 \$7,507 Current liabilities 8,8782 \$7,507 Accrued revenue and deferred profit 2,651 Accrued price protection liability 15,512 15,017 Accrued expenses and other current liabilities 37,726 37,158 Accrued compensation 4,888 7,698 Total current liabilities 1,373 1,097 </td <td></td> <td></td> <td></td> | | | |
| Short-term investments, available-for-sale 43,875 35,494 20,688 20,058 2 | | \$31.248 | \$26.450 |
| Accounts receivable, net 10,032 1 | <u>-</u> | | · |
| Inventory | | • | • |
| Prepaid expenses and other current assets | | • | • |
| Total current assets 107,534 93,716 Property and equipment, net 9,858 5,511 Long-term investments, available-for-sale 16,385 24,410 Intangible assets 590 749 Other long-term assets 596 543 Total assets 5134,963 5124,929 Current liabilities and stockholders' equity 58,782 57,507 Current liabilities 2,629 2,651 Accounts payable 5,915 4,285 Accrued price protection liability 15,512 15,017 Accrued price protection liabilities 37,26 37,158 Accrued compensation 4,888 7,698 Total current liabilities 37,26 37,158 Other long-term liabilities 37,26 37,158 Comminiments and contingencies 5 5 Stockholders' equity: Preferred stock, \$0.0001 par value; 25,000 shares authorized, no shares issued or outstanding 2 2 Class A common stock, \$0.0001 par value; 500,000 shares authorized, 29,650 and 27,002 shares issued and outstanding at June 30, 2014 and December 31, 2013, and 3 | · | • | • |
| Property and equipment, net | | | |
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| Intangible assets | | • | |
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| | - · · | | |
| See accompanying notes. | · · | \$134,963 | \$124,929 |
| | See accompanying notes. | | |

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MAXLINEAR, INC. UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share data)

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|-------------------------------------|-----------------------------|------------|---------------------------|----------|
| | | | | |
| | 2014 | 2013 | 2014 | 2013 |
| Net revenue | \$35,592 | \$29,773 | \$68,093 | \$56,307 |
| Cost of net revenue | 13,346 | 12,477 | 25,794 | 22,299 |
| Gross profit | 22,246 | 17,296 | 42,299 | 34,008 |
| Operating expenses: | | | | |
| Research and development | 13,892 | 12,315 | 26,987 | 23,826 |
| Selling, general and administrative | 8,688 | 7,768 | 16,449 | 15,171 |
| Total operating expenses | 22,580 | 20,083 | 43,436 | 38,997 |
| Loss from operations | (334 |) (2,787 |) (1,137 |) (4,989 |
| Interest income | 60 | 58 | 121 | 117 |
| Interest expense | _ | | | (4) |
| Other expense, net | (18 |) (44 |) (30 |) (117 |
| Loss before income taxes | (292 |) (2,773 |) (1,046 |) (4,993 |
| Provision for income taxes | 320 | 131 | 428 | 211 |
| Net loss | \$(612 |) \$(2,904 |) \$(1,474 |) |