

MANNKIND CORP  
Form 3  
February 29, 2016

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

OMB APPROVAL

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**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 Alinaya Rosabel Realica                 |         | (Month/Day/Year)                                      | MANNKIND CORP [MNKD]                                     |   |
| (Last)                                    | (First) | (Middle)  | 4. Relationship of Reporting Person(s) to Issuer         | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
|   |         | 02/28/2016  |  |   |
| 25134 RYE CANYON LOOP,Â SUITE 300         |         |   | (Check all applicable)                                   |   |
| (Street)                                  |         |   | <input type="checkbox"/> Director                        | <input type="checkbox"/> 10% Owner  |
| VALENCIA,Â CAÂ 91355                      |         |   | <input checked="" type="checkbox"/> Officer              | <input type="checkbox"/> Other  |
| (City)                                    | (State) | (Zip)   | (give title below)                                       | (specify below)   |
|   |         |   | SVP, Prin Acctg Officer                                  |   |
| 1. Title of Security (Instr. 4)           |         | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

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

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock, \$.01 par value   | 55,863  | D  | Â   |
| Common Stock, \$.01 par value   | 3,625 <sup>(1)</sup>                                  | D  | Â   |
| Common Stock, \$.01 par value   | 4,250 <sup>(2)</sup>                                  | D  | Â   |
| Common Stock, \$.01 par value   | 5,775 <sup>(3)</sup>                                  | D  | Â   |
| Common Stock, \$.01 par value   | 12,900 <sup>(4)</sup>                                 | D  | Â   |

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)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |  |
| Employee Stock Option<br>(right to buy)       | 07/02/2012   | 07/02/2018         | Common<br>Stock  | 9,000 <sup>(5)</sup>             | \$ 2.86  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/19/2013   | 08/19/2019         | Common<br>Stock  | 4,500 <sup>(5)</sup>             | \$ 7.48  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/19/2014   | 08/19/2020         | Common<br>Stock  | 12,000 <sup>(5)</sup>            | \$ 5.93  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 03/03/2015   | 03/02/2021         | Common<br>Stock  | 6,400 <sup>(5)</sup>             | \$ 3.8   | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 06/02/2015   | 06/02/2021         | Common<br>Stock  | 10,600 <sup>(5)</sup>            | \$ 4.03  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/18/2015   | 08/17/2021         | Common<br>Stock  | 20,000 <sup>(5)</sup>            | \$ 2.41  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 05/17/2016   | 05/17/2022         | Common<br>Stock  | 70,000 <sup>(5)</sup>            | \$ 1.69  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/16/2013   | 08/16/2022         | Common<br>Stock  | 21,000 <sup>(6)</sup>            | \$ 2.32  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/23/2014   | 08/23/2023         | Common<br>Stock  | 34,200 <sup>(6)</sup>            | \$ 6.85  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/22/2014   | 08/22/2023         | Common<br>Stock  | 13,200 <sup>(6)</sup>            | \$ 5.89  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/21/2015   | 08/20/2024         | Common<br>Stock  | 11,600 <sup>(6)</sup>            | \$ 7.09  | D  | Â  |
| Employee Stock Option<br>(right to buy)       | 08/27/2016   | 08/26/2025         | Common<br>Stock  | 19,300 <sup>(6)</sup>            | \$ 3.91  | D  | Â  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Alinaya Rosabel Realica<br>25134 RYE CANYON LOOP<br>SUITE 300<br>VALENCIA, CA 91355 | Â             | Â         | Â SVP, Prin Acctg Officer | Â     |

## Signatures

/s/ Rosabel R.  
Alinaya

02/28/2016

\_\_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) Acquired pursuant to a Restricted Stock Unit Award vesting on 8/16/16.
  - (2) Acquired pursuant to a Restricted Stock Unit Award; 2125 shares vesting on 8/22/16 and 2125 shares vesting on 8/22/17.
  - (3) Acquired pursuant to a Restricted Stock Unit Award; 1925 shares vesting on 8/21/16, 1925 shares vesting on 8/21/17 and 1925 shares vesting on 8/21/18.
  - (4) 4-year vesting schedule with 1/4th of shares vesting on the first anniversary or 8/27/16 and thereafter 1/4th annually.
  - (5) Fully vested as of filing.
  - (6) 4-year vesting schedule with 1/4th of shares vesting on the first anniversary of the vesting determination date and thereafter 1/48th monthly.

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.