

MANNKIND CORP
Form 4
July 17, 2014

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Friedman Michael A

(Last) (First) (Middle)

28903 NORTH AVENUE PAINE

(Street)

VALENCIA, CA 91355

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MANNKIND CORP [MNKD]

3. Date of Earliest Transaction
(Month/Day/Year)

06/27/2014

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)

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 Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 Par Value	06/27/2014		A	25,700 (1)	A \$ 0 35,700	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 6.85	06/27/2014		A		12,700 (2)		06/27/2014	05/23/2023	Common Stock	12,700
Stock Option (right to buy)	\$ 7.76	06/27/2014		A		40,000 (3)		06/27/2014	05/22/2024	Common Stock	40,000
Stock Option (right to buy)	\$ 7.76	06/27/2014		A		8,600 (3)		06/27/2014	05/22/2024	Common Stock	8,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Friedman Michael A 28903 NORTH AVENUE PAINE VALENCIA, CA 91355			X	

Signatures

/s/ Michael
Friedman 07/15/2014

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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) The reporting person was granted multiple restricted stock units that vest in 36 equal monthly installments commencing one month from the date of grant, provided that no vesting shall occur until the achievement of a defined performance milestone, at which time any portion of such award that would have been vested as of such date shall immediately vest. On June 27, 2014, the defined performance milestone was met, at which time the awards vested to date and will continue to vest in equal installments thereafter.
- (2) On May 23, 2013, the reporting person was granted options that vest in 36 equal monthly installments commencing one month from the date of grant, provided that no vesting shall occur until the achievement of a defined performance milestone, at which time any portion of such award that would have been vested as of such date shall immediately vest. On June 27, 2014, the defined performance milestone was

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met, at which time the awards vested to date and will continue to vest in equal installments thereafter.

- (3) On May 22, 2014, the reporting person was granted options that vest in 36 equal monthly installments commencing one month from the date of grant, provided that no vesting shall occur until the achievement of a defined performance milestone, at which time any portion of such award that would have been vested as of such date shall immediately vest. On June 27, 2014, the defined performance milestone was met, at which time the awards vested to date and will continue to vest in equal installments thereafter.

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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