FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-028							
Fatimated average b	uurdon							

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

										· ·							
1. Name and Address of Reporting Person*  PFEFFER MATTHEW J				2. Issuer Name and Ticker or Trading Symbol  MANNKIND CORP [ MNKD ]									Check all app	olicable)	. ,	Person(s) to Issuer 10% Owner	
`	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2013							A belo	w) ``	Other (specify below)  VP and CFO				
				4. If Amendment, Date of Original Filed (Month/Day/Year)								ne) X Forn Forn	,				
	Tabl	le I - Non	-Deriva	ative	Se	curitie	s Acc	quired,	Dis	osed o	f, or	Ben	eficia	ally Own	ed		
Date			//Day/Year) if		Execution Date, if any		Transaction Disposed Code (Instr. 5)					nd Securi Benef Owner	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	(A	(A) or (D)		Transa	action(s)		(1115411 4)
Common Stock, \$.01 Par Value 12/31/					1/2013			P <sup>(1)</sup> 487			A	\$4.	53 1	56,257	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date Execution I Security or Exercise (Month/Day/Year) if any		Date,	Transaction Code (Instr. 8)		n of Deriv Secu Acqu (A) or Dispo of (D) (Instr	of E		6. Date Exercisable and Expiration Date (Month/Day/Year)					8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Find CA)  CIA CA  (St  Security (Inst  Stock, \$.01	(First) (CONVERSION ORTH AVENUE PAINE CIA CA (State) (Table Security (Instr. 3) (Stock, \$.01 Par Value Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  ORTH AVENUE PAINE  CIA CA 91355  (State) (Zip)  Table I - Nor  Security (Instr. 3)  Stock, \$.01 Par Value  Table II - L  (Instr. 3)  2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Pear)	(First) (Middle)  ORTH AVENUE PAINE  CIA CA 91355  (State) (Zip)  Table I - Non-Derivation (Month/D)  Stock, \$.01 Par Value  12/31.  Table II - Derivation (e.g., put (e.g., put (Month/Day/Year))  2. Transaction (a.g., put (Month/Day/Year))  2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)	(First) (Middle)  (First) (Middle)  ORTH AVENUE PAINE  CIA CA 91355  (State) (Zip)  Table I - Non-Derivative (Month/Day/Year)  Stock, \$.01 Par Value  12/31/2013  Table II - Derivative S (e.g., puts, of Conversion or Exercise Price of Derivative (Month/Day/Year)  2. Conversion or Exercise Price of Derivative (Month/Day/Year)  2. (State) (All of the Conversion of Exercise (Month/Day/Year)  3. Can a security (Month/Day/Year)  4. If a security (Month/Day/Year)  3. Can a security (Month/Day/Year)  3. Can a security (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  2. (Conversion of Exercise Price of Derivative)  3. Can a security (Month/Day/Year)	(First) (Middle)  ORTH AVENUE PAINE  3. Date 12/31/2013  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Stock, \$.01 Par Value  12/31/2013  Table II - Derivative Security (e.g., puts, call: [any (Month/Day/Year)]  2. Conversion or Exercise Price of Derivative [Month/Day/Year]  2. Conversion Operivative [Month/Day/Year]  3. Date 12/31/2013  4. Transaction Date (e.g., puts, call: [any (Month/Day/Year)]  4. Transaction Code (Instr. any (Month/Day/Year)]	(First) (Middle)  ORTH AVENUE PAINE  CIA CA 91355  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warr (Month/Day/Year)  2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. 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Deemed Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4, 4)  Security (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4, 4)	CIA CA 91355   Security (Instr. 3)   Table II - Non-Derivative Securities Acquired, Disposed of (D)   Conversion or Exercise Price of Derivative Security (Month/Day/Year)   Security (Month/Day/Yea	(First) (Middle)  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year)  2. Transaction (Month/Day/Year)  (Month/Day/Year)  Stock, \$.01 Par Value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (Month/Day/Year)  5. Number of Execution Date (Month/Day/Year)  6. Date Exercisable and Execution Date (Month/Day/Year)  6. Date Exercisable and Execution Date (Month/Day/Year)  8. So Number of Code (Instr. 8)  8. So Number of Code (Instr. 8)	(First) (Middle)  (First) (Middle)  ORTH AVENUE PAINE  3. Date of Earliest Transaction (Month/Day/Year)  12/31/2013  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Date (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of (D)  Stock, \$.01 Par Value  Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible se Price of Date (Month/Day/Year)  Amount (P. Code V Amount (Month/Day/Year) Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible se Securities Acquired (Month/Day/Year)  Stock, \$.01 Par Value  3. Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible se Security (Month/Day/Year)  3. Transaction Code (Instr. 8)  S. Number G. Date Exercisable and Experication Date (Month/Day/Year) Or Disposed of (D) Di	(First) (Middle)  ORTH AVENUE PAINE  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficeurity (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(First) (Middle) ORTH AVENUE PAINE    A	MANNKIND CORP   MNKD     Check all application   Check application   Check all application   Check application   Check application   Check application   Check application   Check application   Che	MANNKIND CORP   MNKD   Clear   Clear	MANNKIND CORP [ MNKD ]

Date Exercisable

Expiration

## Explanation of Responses:

1. Shares acquired through the Issuer's Employee Stock Purchase Plan

## Remarks:

/s/ Matthew J. Pfeffer

Number

of Shares

Title

01/03/2014

\*\* Signature of Reporting Person

Date

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

- \* 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).

 $Note: File \ three \ copies \ of \ this \ Form, \ one \ of \ which \ must \ be \ manually \ signed. \ If \ space \ is \ insufficient, \ see \ Instruction \ 6 \ for \ procedure.$ 

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 Number.