FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL					
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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Thomson David</u>								2. Issuer Name and Ticker or Trading Symbol MANNKIND CORP [MNKD]										olicable)	ng Pei	erson(s) to Is		
(Last) (First) (Middle) 28903 NORTH AVENUE PAINE							3. Date of Earliest Transaction (Month/Day/Year) 08/16/2014											w) ``	eral	Other (specify below)		
(Street) VALENCIA CA 91355 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)											′					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																						
Date						ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3,				4 and Sec Ben Owr		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount		(A) or (D)	Pric	e	Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock, \$.01 Par Value 08/16/										F ⁽¹⁾		2,283	3	D	\$6	.86	2:	218,117		D		
Common Stock, \$.01 Par Value 08/18/												2,153	3	D	\$6	\$6.86		215,964		D		
Common Stock, \$.01 Par Value 08/19/								2014				1,696		D	\$7	² .23 2		214,268		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																						
or Exercis Price of	n [3. Transaction Date (Month/Day/Year)	Execution if any	Date, y/Year) _	Code (8)	Instr.	of De Se Ac (A Di of (In an	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/D	n Date	ar)	Am Sec Und Der Sec and	ount of curities derlying rivative curity (I 1 4)	nstr. 3	Der Sec	ivative urity	derivative Securities Beneficially Owned Following Reported	, 1	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	DRTH AV CIA CIA Ciac Stock, \$. Stock, \$. Conversion or Exercis Price of Derivative	(First ORTH AVEN CIA CA (State Security (Instr. Stock, \$.01 F Stock, \$.0	(First) (OPATH AVENUE PAINE CIA CA 9 (State) (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 Stock, \$.01 Par Value Stock, \$.01 Par Value Table II - L (Month/Day/Year) Table II - L (Month/Day/Year) Table II - L (Month/Day/Year) Table II - L (Month/Day/Year)	(First) (Middle) ORTH AVENUE PAINE CIA CA 91355 (State) (Zip) Table I - Non-Derive (Month) Stock, \$.01 Par Value 08/16 Stock, \$.01 Par Value 08/16 Stock, \$.01 Par Value 08/16 Table II - Derivat (e.g., properties of Date (Month/Day/Year) 2. Table II - Derivat (e.g., properties of Date (Month/Day/Year)	(First) (Middle) ORTH AVENUE PAINE Table I - Non-Derivative Gecurity (Instr. 3) Stock, \$.01 Par Value Stock, \$.01 Par Value Stock, \$.01 Par Value Table II - Derivative Stock, \$.01 Par Value Table II - Derivative Stock, \$.01 Par Value 3. C 08/16/2014 Table II - Derivative Stock, \$.01 Par Value 2. Table II - Derivative Stock, \$.01 Par Value Table II - Derivative Stock, \$.01 Par Value 3. C 08/16/2014 Table II - Derivative Stock, \$.01 Par Value 2. 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Transaction Code (Instr. 8)	MANNK MANN	(First) (Middle) ORTH AVENUE PAINE Table I - Non-Derivative Securities Gecurity (Instr. 3) Stock, \$.01 Par Value Stock, \$.01 Par Value Stock, \$.01 Par Value Table II - Derivative Securities A (e.g., puts, calls, warral Price of Derivative Security ORTH AVENUE PAINE MANNKINI 3. Date of Earliest 108/16/2014 4. If Amendment, Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) Table II - Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) A. Transaction Date (Month/Day/Year) ORTH AVENUE PAINE A. If Amendment, Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) A. Table II - Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) ORTH AVENUE PAINE A. If Amendment, Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) ORTH AVENUE PAINE A. If Amendment, Derivative Securities A (e.g., puts, calls, warral fany (Month/Day/Year) ORTH AVENUE PAINE A. 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If Amendment, Derivative Securities A (e.g., puts, calls, puts, calls, puts, calls, p	(First) (Middle) DRTH AVENUE PAINE Table I - Non-Derivative Securities Acquired (e.g., puts, calls, warrants, of Execurity Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, of Execution Date (Month/Day/Year) 3. Date of Earliest Transa (08/16/2014 4. If Amendment, Date of Execution Date, if any (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, of Execution Date, if any (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, of Date (Month/Day/Year) 3. Date of Earliest Transa (08/16/2014 4. If Amendment, Date of Execution Date, if any (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, of Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	MANNKIND CORP	MANNKIND CORP MNR	MANNKIND CORP [MNKD] MANNKIND CORP [MNKD]	MANNKIND CORP MNKD	MANNKIND CORP MNKD	MANNKIND CORP [MNKD] MNKD] MNKD MNKD	MANNKIND CORP MNKD MNKD	MANNKIND CORP MNKD MNKD MNKD MNKD MNKD MNKD MNKD MNKD	MANNKIND CORP MNKD	MANNKIND CORP [MNKD] (Check all applicable) Director X Officer (give title below) VP & General VP & Genera	MANNKIND CORP [MNKD] (First) (Middle) (First) (Middle) (Middle) (First) (Middle)	

Explanation of Responses:

1. Shares withheld to satisfy the tax liability incident to the vesting of previously reported restricted stock units.

Remarks:

/s/ David Thomson

08/19/2014

** 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.